

TARRANT COUNTY HOSPITAL DISTRICT (TCHD)
d/b/a JPS HEALTH NETWORK
1500 S. Main Street
Fort Worth, TX 76104
3rd Floor, OPC Conference Room

GOVERNANCE COMMITTEE MEETING
12:00 P.M., THURSDAY, DECEMBER 4, 2025

MEETING MINUTES

The Tarrant County Hospital District (“District”) Governance Committee met Thursday, December 4, 2025 with the following members present:

Dorothy DeBose, Vice Chair
Allan Rodger
Sundeep Pattar, MD
Daniel Casey, MD
Margaret Holland, MD

Absent: David Mansdoerfer, Chair
Demetria Bivens
Jessica Kirby, DO

Others Attending: Karen Duncan, M.D., President, Chief Executive Officer
Daphne Walker, EVP, Chief of Legal Officer
Colin Werenka, SVP, Chief Compliance Officer
Jill Farrell, Sr. EVP, Chief Operating Officer
Will Showalter, SVP Chief Information Officer
Phyllis Chambers, SVP, Chief Nursing Officer
Blake Woodard, Board Member
Shannon Fletcher, VP, Chief of Staff Executive Affairs
Miriam Glasser, Executive Director of Compliance and Audit
Lani Taylor, Legal Operations Manager

I. CALL TO ORDER – D. DeBose (Vice Chair)

Ms. DeBose called the meeting to order at 12:03 p.m.

II. CITIZENS WISHING TO ADDRESS THE COMMITTEE

There were no citizens present to address the Committee.

III. APPROVAL OF MINUTES

A. Governance Committee Meeting Minutes – June 26, 2025

Action: *Dr. Casey made a motion to approve, seconded by Dr. Holland, motion passed unanimously.*

IV. GOVERNANCE REPORTS/UPDATES NOT REQUIRING COMMITTEE ACTION(S)

A. Corporate Compliance Updates – C. Werenka

Summary: *The Committee received a risk update on corporate compliance highlighting the scope responsibility, committees and workgroups.*

B. Enterprise Risk Management Updates – D. Walker

Summary: *Ms. Walker shared information on Enterprise Risk Management updates as it relates to healthcare including the FY 26 Enterprise Risk Assessment (ERA) Survey.*

V. CONSIDER GOVERNANCE MATTERS REQUIRING COMMITTEE ACTION(S) AND/OR APPROVAL

A. Approval of Tarrant County Hospital District (TCHD) Policies and/or Plans – C. Werenka

1. Fiscal Year 2026 Governance Work Plan

Action: *Dr. Casey made a motion to approve, seconded by Dr. Holland, motion passed unanimously.*

2. LD 1100 Board of Managers Conflict of Interest Policy

Action: *Dr. Pattar made a motion to approve, seconded by Dr. Casey, motion passed unanimously.*

3. LD 5400 Conflicts of Interest for Vendors Policy

Action: *Dr. Casey made a motion to approve, seconded by Dr. Pattar, motion passed unanimously.*

The Committee took a break at 12:18 p.m.

VI. RECONVENE IN EXECUTIVE SESSION PURSUANT TO CHAPTER 551, TEXAS GOVERNMENT CODE FOR THE FOLLOWING:

Executive session at 12:23pm

In addition to the matters posted for deliberation in executive (closed) session, the Board may from time to time during the meeting reconvene and meet in executive session to receive legal advice pursuant to Section 551.071 of the Texas Open Meetings Act regarding any matter included on this agenda.

A. Consultation with General Counsel to Receive Legal Advice on Pending/Contemplated Litigation and Other Matters under Subsections 1 and 2, Section 551.071, Texas Open Meetings Act.

B. Receive Records, Information and/or Reports from Director of Internal Audit Pursuant to Section 161.032(b)(2), Texas Health and Safety Code, Texas Open Meetings Act.

1. Internal Audit Board Report – C. Werenka

A. Strong Crypto Innovations, LLC

C. Receive Records, Information and/or Reports from Compliance Officer Pursuant to Section 161.032(b)(2), Texas Health and Safety Code, Texas Open Meetings Act.


- D. Serve as Medical Peer Review Committee and/or Medical Committee Pursuant to Chapter 160 Texas Occupations Code, Section 161.031 et Seq. Texas Health and Safety Code, and/or Receipt of Report(s) from Medical Staff Executive Committee or other Medical Staff Committees, Texas Occupations Code, Texas Health and Safety Code, and/or Medical Committee(s)
 - E. Deliberations Involving Individuals' Medical or Psychiatric Records Pursuant to Section 551.078,.0785, Texas Open Meetings Act.
 - F. Deliberate Information Relating to a Proposed New Service or Product Lines.
 - G. Deliberation Pursuant to Section 551.074 of the Act Regarding Appointments, Evaluations, Contracts and Compensation of District's Personnel, Vice Presidents and its Other Upper Level Management Staff.
- VII. RECONVENE IN OPEN SESSION FOR DELIBERATION(S) AND/OR ACTION(S) DEEMED NECESSARY REGARDING ANY MATTER LISTED ON THE CLOSED SESSION AGENDA, PARAGRAPHS VI. A., B., C., D., E., F., and G.

The Committee reconvened in Open session at 1:22 p.m.

VIII. ADJOURN

****THE MEETING SHALL CONTINUE HOUR-TO-HOUR AND DAY-TO-DAY UNTIL OFFICIALLY ADJOURNED**

There being no further business to discuss, the Governance Committee adjourned at 1:22 p.m.



David Mansdoerfer, Chair

12/4/25

Date