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

TO VIEW THIS MEETING LIVESTREAM ONLINE:
JPS HEALTH NETWORK YOUTUBE CHANNEL

BOARD OF MANAGERS MEETING
1:00 P.M. THURSDAY, JULY 9, 2026

MEETING MINUTES

The Tarrant County Hospital District ("District") Board of Managers Meeting met on Thursday, July 9, 2026, with the following members present:

Dustin Austin (Acting Chair)
Rev. Ralph Emerson
Allan Rodger
Demetria Bivens
Dorothy DeBose
David Mansdoerfer
Blake Woodard
Casey Ford

Absent:
DT Nguyen (Chair)
Ron Clevenger
Chuck Taggart

Others Attending:
Karen Duncan, MD, President & Chief Executive Officer
Daphne Walker, EVP, Chief Legal Officer
Jill Farrell, Sr. EVP, Chief Operations Officer
Cheryl Berry, Interim SVP, Chief Nursing Officer
Kim Hodgkinson, EVP, Chief Financial Officer
Saba Asad, MD, Chief Medical Officer
Colin Werenka, SVP, Chief Compliance Officer
Tricia Elliott, SVP, Academic Research Affairs
Kelli Reale, Interim SVP, Chief HR Officer
Jessica Kirby, DO, Medical Director, ED
Dawn Fernald, VP, Communications
Angela McDonald, Executive Director, Spiritual Care & Ethics
Esperanza Moreno, Board Coordinator

I. **CALL TO ORDER** – D. Austin (Acting Chair)

Mr. Austin called the meeting to order at 1:05 p.m.

II. **OPENING PRAYER & PLEDGE** – A. MacDonald

Invocation given by Angela MacDonald.

III. CITIZENS WISHING TO ADDRESS THE BOARD

Three citizens addressed the Board on the following topics:

- *Starved for Care*
- *Jail Healthcare*
- *In Custody Deaths within the Past Month*

IV. APPROVAL OF MINUTES

A. Approval of the Board of Managers Meeting Minutes – June 11, 2026

Action: *Ms. DeBose made a motion to approve the minutes of the June 11, 2026 Board of Managers Meeting, seconded by Rev. Emmerson, motion passed unanimously.*

V. BOARD CHAIR REPORT – D. Austin (Acting Chair)

Mr. Austin gave a brief update.

VI. CEO REPORT – K. Duncan

Summary: *CEO Report highlighted the following:*

- *Tarrant County Jail Tour*
- *Mylee's Story*
- *Year of the Community*

VII. REPORT FROM MEDICAL EXECUTIVE STAFF COMMITTEE REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL – J. Kirby

A. Request for Approval of Medical Staff Appointments and Privileges

Action: *Motion for approval by Mr. Woodard, seconded by Ms. DeBose, motion passed unanimously.*

B. Approval of Tarrant County Hospital District (TCHD) Polices and/or Plans

1. MS 4000 Medical Staff Bylaws (19411)

Action: *Motion for approval by Ms. DeBose, seconded by Rev. Emerson, motion passed unanimously.*

VIII. COMMITTEE REPORTS AND ACTION

A. Finance, Planning & Investment Committee – June 25, 2026 – D. Bivens

The Board received a summary report on topics that were discussed at the June Finance, Planning & Investment Committee meeting.

B. Governance Committee – June 25, 2026 - D. Mansdoerfer

The Board received a summary report on topics that were discussed at the June Governance Committee meeting.

IX. REPORTS/UPDATES NOT REQURING BOARD ACTION(S)

A. Academic Affairs Update – T. Elliott

Summary: *Dr. Elliott provided an update on Academic Affairs, highlighting the following-*

- *Academics*
- *Research*
- *Partnerships, Growth and Strategy*

X. CONSIDER MATTERS REQUIRING BOARD ACTION(S) AND/OR APPROVAL

There were no items requiring board action/approval.

XI. CONSENT AGENDA: ALL CONSENT AGENDA ITEMS WERE DISCUSSED IN BOARD COMMITTEE MEETINGS AND MAY REQUIRE LITTLE OR NO DELIBERATION BY THE BOARD OF MANAGERS BUT REQUIRE BOARD APPROVAL.

Action: *Item D from the Finance Planning & Investment section and Item A.1 from the Governance Committee section were pulled from the Consent Agenda. Ms. DeBose made a motion to approve the remainder of the Consent Agenda, seconded by Mr. Woodard, motion passed unanimously.*

FINANCE, PLANNING & INVESTMENT

A. Approval of May 2026 Unaudited Financial Report

B. Approval of Order Form #2 between Tarrant County Hospital District and Cority Software Inc. to provide occupational and employee health software services - $987,512.37 total cost over a 7-year term (1383099).

C. Approval of Addendum to ImmixTechnology Quote between Tarrant County Hospital District and ImmixTechnology, Inc. to replace existing JPS Workforce Central Environment with UKG Pro Workforce Management cloud software and implementation services - $3,506,828.75 total cost over a 3-year term (1383701).

D. Approval of (1) Exemption to Bid and (2) Professional Services Agreement between Tarrant County Hospital District and Spivey Health Policy to provide specialized healthcare policy consulting with advisory, liaison, and regulatory agency support - $1,175,000.00 total cost over a 5-year term (1387196).

E. Approval of Cornerstone OnDemand Order between Tarrant County Hospital District and Cornerstone OnDemand to provide a renewal on the OnDemand Performance & Recruitment platform - $940,265.81 total cost over a 2-year term (1382328).

F. Approval of First Amendment to Exhibit D Form of Member Software and License Services Agreement between Tarrant County Hospital District and Taylor Healthcare, Inc. to provide services and support for our electronic surgical and procedural consent software and content - $438,264.00 total cost over a 3-year term (1386887).

G. Approval of (1) Exemption to Bid and (2) First Amendment to the Use, License, & Service Agreement and 2 Transaction Agreements between Tarrant County Hospital District and Intuitive Surgical, Inc. To provide both JSCA and Main OR with a current Xi robotic platform to the DV5 robotic platform - $20,454,000.00 total cost over a 7-year term (1382390).

1. Transaction Agreement for Single Console between Tarrant County Hospital District and Intuitive Surgical, Inc. (1382388)

2. Transaction Agreement for Dual Consoles between Tarrant County Hospital District and Intuitive Surgical, Inc. (1381304)

H. Approval of (1) Exemption to Bid and (2) Fifth Amendment to Products Purchase Agreement between Tarrant County Hospital District and Axogen Corporation to provide continuation of human nerve allografts – $870,000.00 total cost over a 2-year term (1370997).

I. Approval of (1) Exemption to Bid and (2) Program Letter of Agreement between Tarrant County Hospital District and Dallas County Hospital District d/b/a Parkland Health and The University of Texas Southwestern Medical Center to provide Urology services to patients and advancement of the academic mission of a longstanding collaboration with The University of Texas Southwestern Medical Center's Urology Residency Program - $1,328,151.00 total cost over a 5-year term (1345071).

J. Approval of (1) Exemption to Bid and (2) Program Letter of Agreement between Tarrant County Hospital District and Dallas County Hospital District d/b/a Parkland Health to provide Oral Maxillofacial Surgery (OMFS) to patients and advancement of the academic mission of a longstanding collaboration with Parkland Health's OMFS Residency Program - $2,130,692.00 total cost over a 5-year term (1345076).

K. Approval of Professional Services Agreement between Tarrant County Hospital District and Affiliated Engineers, Inc. to provide a complete facilities condition assessment for offsite locations - $1,160,869.60 total cost over a 1-year term (1373369).

L. Approval of Billing and Coding Compliance Platform (MDAudit) Agreement between Tarrant County Hospital District and Hayes Management Consulting, LLC to provide a software solution support for reviewing and auditing of medical coding and documentation - $901,687.00 total cost over a 5-year term (1376168).

<u>GOVERNANCE COMMITTEE</u>

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

1. GOV 1000 Bylaws of the Tarrant County Hospital District

Action: *Following discussion of Item D of Finance Planning & Investment Committee Mr. Mansdoerfer made a motion to (1) amend the terms of the agreement to 2 years and (2) approve the Exemption to Bid and Professional Services Agreement between Tarrant County Hospital District and Spivey Health Policy, seconded by Mr. Woodard, motion passed unanimously.*

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

Executive Session started at 2:35 p.m.

In addition to the matters posted for deliberation in executive (closed) session, the Committee may from time to time during the meeting reconvene 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. **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 Committees**

B. **Deliberation Involving Individuals' Medical or Psychiatric Records Pursuant to Section 551.078, .0785, Texas Open Meetings Act.**

C. **Deliberation Regarding the Purchase, Exchange, Lease, or Value of Real Property Pursuant to Section 551.072, Texas Open Meetings Act.**

D. **Deliberate Information Relating to a Proposed New Service or Product Lines.**

E. **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.**

F. **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.**

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.**

   1. Appointments and Evaluations for Certain Upper-Level Management – D. Mansdoerfer

H. **Deliberations Regarding Security Devices or Security Audits Pursuant to Sections 551.076 and 551.089, Texas Open Meetings Act.**

I. **Deliberation Regarding Economic Development Negotiations Pursuant to Section 551.087, Texas Open Meetings Act.**

XIII. RECONVENE IN OPEN SESSION FOR DELIBERATION(S) AND/OR ACTION(S) DEEMED NECESSARY REGARDING ANY MATTER LISTED ON THE CLOSED SESSION AGENDA, PARAGRAPHS XII. A., B., C., D., E., F., G., H., and I.

Open Session reconvened at 3:15 p.m.

Action: *Mr. Mansdoerfer made a motion to approve section XI, item A.1 under the Governance Committee – GOV 1000 Bylaws of the Tarrant County Hospital District with recommendations presented in closed session, seconded by Rev. Emerson, motion passed unanimously.*

XIV. ADJOURN

There being no further business to discuss, the Board of Managers Meeting adjourned at 3:24 p.m.

Allan Rodger, Board Secretary

8/13/26

Date