

**TARRANT COUNTY HOSPITAL DISTRICT (TCHD)  
d/b/a JPS HEALTH NETWORK**

**JPS Health Network  
1500 S. Main Street, Fort Worth, TX 76104  
3<sup>rd</sup> Floor Outpatient Conference Rooms**

**MEETING OF BOARD OF MANAGERS**

**Thursday, December 14, 2017**

**Meeting Minutes**

The Tarrant County Hospital District ("District") Board of Managers met Thursday, December 14, 2017, JPS Health Network, 1500 S. Main Street, 3<sup>rd</sup> Floor Outpatient Conference Rooms with the following members present:

Charlie Powell, Board Chair  
Charles Webber, M.D., Vice Chair  
Rev. Ralph Emerson, Immediate Past Board Chair  
D.T. Nguyen, Board Secretary  
Dorothy DeBose  
Rex Hyer, M.D. – arrived at 1:39pm  
Steve Montgomery  
Warren Norred  
Trent Petty

Board Members Absent: Roger Fisher  
Roy Lowry, D.O.

Others Attending: Robert Earley, President, Chief Executive Officer  
Bill Whitman, Executive Vice President, Chief Operating Officer  
Jeanna Adler, Vice President, Finance  
Lara Burnside, Vice President, Chief Patient Experience Officer  
Karen Duncan, Senior Vice President, Community Health  
Tricia Elliott, M.D., Vice President, Academic Affairs  
Nydia Gonzalez, Vice President, Diversity & Inclusion, Chief Diversity Officer  
James Johnson, M.D., President, Chief Medical Officer, Acclaim  
J.R. Labbe, Vice President, Communications and Community Affairs  
David Mendenhall, Vice President, Chief Technology Officer, Information Systems  
Wanda Peebles, Senior Vice President, Chief Nursing Officer  
Jaime Pillai, Vice President, Operations Support Services  
Dianna Prachyl, Chief Operating Officer, Acclaim Physician Group  
Frank Rosinia, M.D., Executive Vice President, Chief Quality Officer  
Merianne Roth, Vice President, Chief Strategy Officer  
Scott Rule, Vice President, Chief of Staff  
Trudy Sanders, Vice President, Patient Care Services  
Pia Walker, Vice President, Human Resources  
Kathleen Whelan, Vice President, Operations Clinic and PR  
Daniel Ziegler, M.D., Medical Staff President  
Neal Adams, General Counsel  
Suzanne Barnes, Recording Secretary

- I. **CALL TO ORDER** – Charlie Powell called the meeting to order at 1:08pm
- II. **OPENING PRAYER & PLEDGE** – Chaplain Lee Ann Franklin
- III. **CITIZENS WISHING TO ADDRESS THE BOARD** – No Citizens present wishing to address the board

- IV. **APPROVAL OF MINUTES**
  - A. **November 9, 2017**

**Action:** Steve Montgomery motioned to approve the November 9, 2017 minutes, seconded by Dorothy DeBose, motioned passed unanimously.

- V. **BOARD CHAIR REPORT**

**Summary:** Mr. Powell thanked the organization and wished all a Merry Christmas

- VI. **CEO REPORT**

**Summary:** Mr. Earley updated the Board on the following:

- Surgery Services
- Joint Commission Readiness
- Patient Satisfaction Scores
- Seasonal Sweets & Treats
- Fort Worth Beautiful Award
- JPS Parade of Lights Float/Founders award

- VII. **REPORT FROM MEDICAL EXECUTIVE STAFF COMMITTEE REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL** – D. ZIEGLER, M.D.

**Summary:** Daniel Ziegler, M.D., reported:

- Couple of Physicians left due to Private Practice
- Meetings with new surgeons
- Orientation with Acclaim
- Medical Executive Committee has nominated Dr. Grant Fowler as Chair of Family Medicine and Dr. Jason Brewington as Vice Chair of Family Medicine

**Action:** Dr. Daniel Ziegler motioned to approve the nomination of Dr. Grant Fowler as Chairman of Family Medicine, seconded by Dr. Charles Webber, motioned passed unanimously.

Dr. Daniel Ziegler motioned to approve the nomination of Dr. Jason Brewington as Vice Chairman of Family Medicine, seconded by D.T. Nguyen, motioned passed unanimously.

- VIII. **REPORT FROM ACCLAIM PHYSICIAN GROUP, INC, REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL** – J. JOHNSON

**Summary:** Dr. Johnson gave an update on the following

1. Acclaim recruitment
2. Revenue Cycle performing well

## **IX. COMMITTEE REPORTS AND ACTION**

- A. Finance Committee Report and/or Action – Steve Montgomery, Chair  
Thursday, November 16, 2017 and Thursday, December 7, 2017

**Summary:** Steve Montgomery gave an update of the Finance Committee

- B. Human Resources Committee Report and/or Action – Dorothy DeBose  
Thursday, December 7, 2017

**Summary:** Dorothy DeBose reported:

1. Polices on consent agenda for approval
2. FY17 Annual Incentive Plan presented by Bill Whitman
3. FY18 Proposed Metrics presented by Bill Whitman

**Action:** Dorothy DeBose motioned to approve the FY17 Annual Incentive Plan and the FY18 Proposed Metrics with the proposed targets and thresholds, seconded by Rev. Ralph Emerson, motioned passed unanimously. FY18 Proposed Metrics will return to HR Committee to review the Stretch portion of the metrics.

## **X. OTHER MATTERS REQUIRING BOARD ACTION**

- A. Consider approval of BKD Audit's FY17 Report and Audit – S. Clark, CFO

**Summary:** Chris Clark with BKD, LLP presented the FY17 Audit Report he stated that BKD, LLP issued three reports: required letter governing body, financial statement audit, and the single audit. BKD presented an unmodified clean opinion on the FY2017 financial statement audit and the single audit.

The following required communications were provided to the Board of Managers:

- Significant Accounting Polices – No issues were identified and polices were found to be consistent with industry standards, accounting standards and peers in the industry
- Financial Statement Disclosures –
  - Medicaid reimbursement programs
  - Pension plan
- Recorded Adjustments – No adjustments were recorded
- Passed Adjustments – Impact was deemed to be immaterial
  - 0.06% of total assets
  - 0.16% of net position
  - 41.4% of change in net position (\$1.6M)
- Patient accounts receivable –
  - Collections on prior year receivables were as expected
  - The recorded value at September 30, 2017 appears reasonable

- Self-insured reserves –
  - Recorded reserves are equal to the expected loss as estimated by the actuary, where applicable
  - The recorded reserves appear reasonable
- Third-party settlements (supplemental funding programs & cost reports)
  - The recorded payables include an assessment of audit risk that should be continuously monitored and updated
  - The recorded balances appear reasonable
- Net Pension Obligation –
  - The recorded net pension liability appears reasonable
- Internal controls over financial reporting and segregation of duties –
  - Walk through procedures did not identify any significant variances in actual practice and designed controls

**Action:** Steve Montgomery motioned to approve the FY2017 Audit, seconded by Dr. Rex Hyer, motioned passed unanimously.

- B.** Consider Approval of FY18 Quality Assessment Performance Improvement (QAPI) Plan – W. Peebles/M. Gaw

**Summary:** Mona Gaw presented the FY18 Quality Assessment Performance Improvement Plan

**Action:** Dr. Charles Webber motioned to approve the FY18 Quality Assessment Performance Improvement Plan, seconded by Dorothy DeBose, motioned passed unanimously.

- C.** Consider Approval of Appointment/Reappointment of Scott Rule to the City of Fort Worth TIF 03 Downtown, TIF 04 Southside, TIF 06 Riverfront Vision, TIF 10 Lone/Cabela's, TIF 12 East Berry Renaissance and TIF Woodhaven – R. Earley

**Summary:** Robert Earley requested approval of the appointment/reappointment of Scott Rule to the City of Fort Worth TIFs

**Action:** Trent Petty motioned to approve the Appointment/Reappointment of Scott Rule to the City of Fort Worth TIF 03 Downtown, TIF 04 Southside, TIF 06 Riverfront Vision, TIF 10 Lone/Cabela's, TIF 12 East Berry Renaissance and TIF Woodhaven, seconded by Steve Montgomery, motioned passed unanimously.

- D.** Consider Approval of a Letter of Concurrence Regarding Foreign Trade Designation for Mouser Electronics, Inc. and Approval of Payment in Lieu of Taxes Agreement with Mouser Electronics, Inc. – S. Rule

**Summary:** Scott Rule presented the Letter of Concurrence Regarding Foreign Trade Designation for Mouser Electronics, Inc.

**Action:** Trent Petty motioned to approve the Foreign Trade Designation for Mouser Electronics, Inc. and Approval of Payment in Lieu of Taxes Agreement with Mouser Electronics, Inc., seconded by Steve Montgomery, motioned passed unanimously.

**E. Consider Approval of Tarrant County Hospital District Policies and Plans – M. Gaw**

1. RI 100 Patient Rights and Responsibilities – L. Burnside
2. RI 2400 Abuse, Neglect and Reporting Cases – T. Sanders
3. LD 500 Policies and Procedures – R. Skillens
4. PC 500 Transfusion Therapy – T. Sanders
5. MM 300 Anticoagulation Management – N. Shoquist
6. Utilization Review and Care Management Plan – W. Peebles

**Summary:** Neal Adams stated that every three years these polices are reviewed with very minor changes. Mona Gaw addressed the board in regards to the polices and that they are part of our requirements for Joint Commission.

**Action:** Each policy individually were approved by the following:

1. RI 100 Patient Rights and Responsibilities –  
Steve Montgomery motioned to approve RI 100 Patient Rights and Responsibilities, seconded by Dr. Charles Webber, motioned passed unanimously
2. RI 2400 Abuse, Neglect and Reporting Cases –  
Dorothy DeBose motioned to approve RI 2400 Abuse, Neglect and Reporting Cases, seconded by Rev. Ralph Emerson, motioned passed unanimously
3. LD 500 Policies and Procedures –  
Rev. Ralph Emerson motioned to approve the LD 500 Policies and Procedures, seconded by Trent Petty, motioned passed unanimously
4. PC 500 Transfusion Therapy –  
Dorothy DeBose motioned to approve the PC 500 Transfusion Therapy, seconded by Rev. Ralph Emerson, motioned passed unanimously
5. MM 300 Anticoagulation Management –  
Dr. Charles Webber motioned to approve the MM 300 Anticoagulation Management, seconded by Steve Montgomery, motioned passed unanimously
6. Utilization Review and Care Management Plan –  
Dorothy DeBose motioned to approve the Utilization Review and Care Management Plan, seconded by Dr. Charles Webber, motioned passed unanimously

**F. Pursuant to JPS Purchasing Procedure LD 7205 Section VIII(c) regarding an exception to competitive bidding for goods and/or services necessary because of unforeseen damage to JPS property, consider approval of exemption of purchase from competitive bidding and consider approval of the Agreement between Quantum Mechanical Services, Inc. and Tarrant County Hospital District d/b/a JPS Health Network related to emergency repairs of Tarrant County Hospital District property – J. Pillai**

**Summary:** Jamie Pillai presented the Quantum Mechanical Services Agreement to the board

**Action:** Steve Montgomery motioned to approve the Quantum Mechanical Services Agreement, seconded by Dr. Charles Webber, motioned passed unanimously.

- G. Consider Approval of Professional Services Agreement between Hospitalist Medicine Physicians of Texas, PLLC, a Texas professional limited liability company d/b/a Sound Physicians of Texas III and Tarrant County Hospital District d/b/a JPS Health Network (TBD) – B. Whitman

Summary: Bill Whitman presented the Hospitalist Medicine Physicians of Texas, PLLC a Texas professional limited liability company d/b/a Sound Physicians of Texas III Agreement to the board.

Action: Dr. Charles Webber motion to approve the Hospitalist Medicine Physicians of Texas, PLLC a Texas professional limited liability company d/b/a Sound Physicians of Texas III Agreement, seconded by Steve Montgomery, motioned passed unanimously.

**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.**

**NOTATION – ITEM K. REMOVED FROM CONSENT AGENDA**

**Action:** Dr. Charles Webber motioned to approve the Consent Agenda, Rev. Ralph Emerson seconded the motion, motioned passed unanimously.

A. Consider Approval of October 2017 Unaudited Financial Report – S. Clark

B. Pursuant to JPS Purchasing Procedure LD 7205 Section VIII(d) regarding an exception to competitive bidding for the purchase of professional services where obtaining such services through competitive bidding is prohibited or not practical and consider approval of exemptions(s) of purchase from competitive bidding and Consider Approval of Professional Services Agreement between Envigorate Healthcare Solutions and Tarrant County Hospital District d/b/a JPS Health Network (496667) – J. Adler / M. Gilbert

C. Pursuant to JPS Purchasing Procedure LD 7205 Section VIII(d) regarding an exception to competitive bidding for purchase of professional services where obtaining the services through competitive bidding is prohibited or not practical and Section VIII(g)(1) regarding an exception to competitive bidding for purchase of goods and services for which competition is precluded because of the existence of patents, copyrights, secret processes, or monopolies and consider approval of exemptions(s) of purchase from competitive bidding and Consider Approval of Purchase Agreement between Strata Decision Technology, L.L.C. and Tarrant County Hospital District d/b/a JPS Health Network (496792) – J. Adler / M. Gilbert

D. Consider Approval of Professional Services Agreement between MHMR of Tarrant County and Tarrant County Hospital District d/b/a JPS Health Network for Adult and Adolescent Crisis Mental Health Services (494354) – B. Whitman

E. Consider Approval of Professional Services Agreement between MHMR of Tarrant County and Tarrant County Hospital District d/b/a JPS Health Network for Inpatient Mental Health Services for Involuntary Commitments (498282) – B. Whitman

F. Consider Approval of Professional Services Agreement between MHMR of Tarrant County and Tarrant County Hospital District d/b/a JPS Health Network for Non-Community Services (499604) – B. Whitman

G. Consider Approval of Renewal Letter and Group Insurance Policies No.'s Life – 10148779-00000, STD – 10148781-00000, and 10148780-00000 between Lincoln National Life Insurance Company and Tarrant County Hospital District d/b/a JPS Health Network (479402) – P. Walker



H. Consider Approval of Purchase Agreement between ThyssenKrupp and Tarrant County Hospital District d/b/a JPS Health Network (479628) – J. Pillai

I. Pursuant to JPS Purchasing Procedure LD 7205 Section VIII(d) regarding an exception to competitive bidding for purchase of professional services where obtaining the services through competitive bidding is prohibited or not practical and Section VIII(g)(1) regarding an exception to competitive bidding for purchase of goods and services for which competition is precluded because of the existence of patents, copyrights, secret processes, or monopolies and consider approval of exemptions(s) of purchase from competitive bidding and Consider Approval of Purchase Agreement between Simplex Grinnell L.P. and Tarrant County Hospital District d/b/a JPS Health Network (480104) – J. Pillai

J. Consider Approval of Tarrant County Hospital District Policies and Procedures - P. Walker

1. HR1600 Paid Time Off Benefit (PTO)
2. HR1900 Education Leave Benefit
3. HR2500 Educational Reimbursement
4. HR5600 Demotion Policy Statement
5. HR6200 Promotion Policy Statement
6. HR7000 Jury Duty & Court Appearances

~~K. Consider Approval of Performance Incentive Pay Plan (AIP) – P. Walker/B. Whitman~~

1. ~~FY17 Update~~
2. ~~FY18 Proposed Metrics~~

L. Consider Approval of Amended and Restated Professional Services Agreement between Acclaim Physician Group, Inc., and Tarrant County Hospital District – B. Whitman

M. Consider Approval of Sublease between Acclaim Physician Group, Inc., and Mayme Richie-Gillespie, MD. – J. Johnson

N. JPS Health Network FY17 Year-End Investment Report – Greg Warner, CTP, Senior Portfolio Manager, Director | FirstSouthwest Asset Management and S. Clark

O. Consider Approval of Product Pricing Agreement between Stryker Instruments, a division of Stryker Sales Corporation and Tarrant County Hospital District d/b/a JPS Health Network (444507) – W. Peebles

P. Consider Approval of Product Pricing Agreement between Stryker Instruments, a division of Stryker Sales Corporation and Tarrant County Hospital District d/b/a JPS Health Network (465102) – W. Peebles

Q. Consider Approval of Professional Services Agreement between Neurodiagnostic TEX, LLC and Tarrant County Hospital District d/b/a JPS Health Network (497718) – W. Peebles

R. Consider Approval of Healthcare Staffing Agreement between AMN Healthcare, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (495242) – P. Walker

S. Consider Approval of Healthcare Staffing Agreement between Alliant Staffing, LCC and Tarrant County Hospital District d/b/a JPS Health Network (495263) – P. Walker

T. Consider Approval of Healthcare Staffing Agreement between General Healthcare Resources, LLC and Tarrant County Hospital District d/b/a JPS Health Network (495266) – P. Walker

U. Consider Approval of Purchase Agreement between Netsync Network Solutions and Tarrant County Hospital District d/b/a JPS Health Network (500377) – D. Mendenhall

V. Consider Approval of First Amendment to the Informatics Services Agreement between Philips Healthcare Informatics, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (493731) – K. Whelan

**XII. REPORT OF GENERAL COUNSEL AND//OR LEGAL MATTERS REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL**

**Summary:** No report

**XIII. RECONVENE IN EXECUTIVE SESSION PURUANT TO CHAPTER 551, TEXAS GOVERNMENT CODE FOR THE FOLLOWING:**

The Board reconvened in Executive Session at 2:38pm

**XIV. RECONVENE IN OPEN SESSION FOR DELIBERATION(S) AND/OR ACTION(S) DEEMED NECESSARY REGARDING ANY MATTER LISTED ON THE EXECUTIVE SESSION AGENDA, PARAGRAPHS XIII. A, B, C, D, E, AND F.**

The Board reconvened in Open Session at 3:20pm

**Summary:** Consider Approval of Privileges and Cardiovascular Perfusionist Scope of Practice form

**Action:** Dr. Ziegler made the motion to approve the Appointments/Reappointments to the Medical Staff as presented and the Cardiovascular Perfusionist Scope of Practice form seconded by Dorothy DeBose, motioned passed unanimously.

**XV. AJOURN**

**Action:** There being no further business, the meeting adjourned at 3:21pm

Charlie Powell

Charlie Powell, Board Chair

2-8-18

Date