

**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**

**BOARD OF MANAGERS MEETING**

**Thursday, March 9, 2017 – 1:00 P.M.**

**Meeting Minutes**

The Tarrant County Hospital District (“District”) Board of Managers met Thursday, March 9, 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  
DT Nguyen, Board Secretary  
Rev. Ralph Emerson, Immediate Past Board Chair  
Trent Petty  
Dorothy DeBose  
Roger Fisher  
Steve Montgomery  
Roy Lowry, D.O.  
Warren Norred

Board Members Absent: Rex Hyer, M.D

Others Attending: Robert Earley, President, Chief Executive Officer  
Bill Whitman, Executive Vice President, Chief Operating Officer  
Frank Rosinia, M.D., Executive Vice President, Chief Quality Officer  
Daniel Ziegler, M.D., Medical Staff President  
Wayne Young, Senior Vice President, Behavioral Health  
Scott Rule, Vice President, Chief of Staff  
Jaime Pillai, Vice President, Operations Support Services  
Ronald Skillens, Senior Vice President, Enterprise Risk Management  
Melinda Costin, Senior Vice President, Chief Information Officer  
David Mendenhall, Vice President, Chief Technology Officer, Information Systems  
Dr. James Johnson, President/CMO, Acclaim Physician Group  
Dianna Prachyl, Senior Vice President, Community Health and Chief Operating Officer, Acclaim  
J.R. Labbe, Vice President, Communications and Community Affairs  
Dann Baker, JPS Chaplain  
Tammy Moss, Executive Office Manager  
Trudy Sanders, Vice President, Patient Care  
Neal Adams, General Counsel  
Nydia Gonzalez, Vice President, Chief Diversity Officer  
Kathleen Whelan, Vice President, Operations Clinic and PR

Guest Attending: Dennis G. Killy, Tarrant Alliance for Responsible Government  
Rebecca Barksdale, Tarrant County Commissioners Court

- I. **CALL TO ORDER** – Charlie Powell called the meeting to order at 1:10 p.m.
- II. **OPENING PRAYER & PLEDGE** – Dann Baker led the audience in prayer, Robert Earley led the audience in the pledge to the flag.

III. **CITIZENS WISHING TO ADDRESS THE BOARD:** None present

IV. **APPROVAL OF MINUTES**

A. February 9, 2017

Mr. Powell called for a motion to approve the February 9, 2017 minutes as presented. Motion was made for approval by Charles Webber, Ralph Emerson seconded the motion. The motion carried unanimously.

V. **BOARD CHAIR REPORT AND ACTION(S)**

Mr. Powell shared with the Board that he had attended the JPS Excellence Awards Banquet on February 23, 2017 and thanked employees for their service to the patients of JPS and the residents of Tarrant County.

VI. **CEO REPORT**

Mr. Earley updated the Board of Managers on several happenings in February and March. Among those, the JPS Leadership Development Institute meeting, Executive Night Rounding within the hospital, Leadership Prime, and the February 24 visit and tour of the TCU Silver Frogs.

Upcoming events that were communicated to the Board were the JPS Foundation Board Meeting, the State of the County Address, Blue Ribbon Tours, and the El Paso Sheriff Offices Tour of our Behavioral Health Program.

Mr. Earley announced that Wanda Peebles, Nancy Radtke, and Melissa Cook were named among the region's Great 100 Nurses. Mr. Earley introduced them to the Board and thanked them for their service.

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

Dr. Ziegler announced that Parts III and IV of the Bylaws would be presented to the Board of Managers at the April meeting.

Dr. Ziegler asked Counsel if the hospital is exempt from being considered a "sanctuary" facility. Neal Adams responded that because there currently isn't a legal definition of "sanctuary" facility, that he did not foresee this being an issue.

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

Dr. Johnson reported that position recruitment is underway for Acclaim physicians and that the Clinical Leadership National Search and Selection Plan is on target.

IX. **COMMITTEE REPORTS AND ACTIONS**

A. Finance Committee Report and/or Action

Mr. Montgomery stated the Finance Committee met February 23, 2017 and was bringing a number of contracts forward for Board consideration. These contracts were listed under this day's Consent Agenda.

B. Planning Committee Report and/or Action

Trent Petty stated that the Planning Committee met March 2, 2017. Members discussed signage at the Northeast Clinic and would report further Committee actions during Closed Session at today's Board Meeting.

C. Governance Committee Report and/or Action – R. Fisher, Chair

Roger Fisher announced that the Governance Committee met February 23, 2017. The Committee received an ERM Update, reviewed Compliance Program Reports and Internal Audit Reports.

D. Quality and Patient Safety Committee Report and/or Action – R. Lowry, Chair

Dr. Roy Lowry stated the Quality and Patient Safety Committee met March 2, 2017. This was Dr. Lowry's first meeting as Chair. The Committee voted to forward IC-1 Infection Prevention and Control Program Authority and Approval Statement, item V. on this Consent Agenda, to the Board of Managers. The Committee also received an update on Quality Outcomes from Mona Gaw and an update on Patient Experience from Lara Burnside.

**XI. OTHER MATTERS REQUIRING BOARD ACTION**

**XII. 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.**

- A. Acceptance of January 2017 Unaudited Financial Report – S. Clark
- B. Approval of Hospital Services Agreement between Molina Healthcare of Texas, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (394454) – S. Clark and K. Shelton
- C. Approval of Health Care Facility Services Agreement between University of North Texas Health Science Center of Fort Worth and Tarrant County Hospital District d/b/a JPS Health Network (408621) – S. Clark and K. Shelton
- D. Approval of Direct Bill Agreement between Point Comfort Underwriters, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (422317) – S. Clark and K. Shelton
- E. Approval of Professional Services Agreement between NPAS, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (418513) – S. Clark and K. Rutherford
- F. Approval of Seventh Amendment to the Master Agreement between the Tarrant County Hospital District d/b/a JPS Health Network and nThrive Revenue Systems, LLC (419492) – S. Clark and K. Rutherford
- G. Approval of Eligibility and Enrollment Professional Services Agreement between Change Healthcare Solutions, LLC and Tarrant County Hospital District d/b/a JPS Health Network (418214) – S. Clark and K. Rutherford
- H. Approval of Eligibility and Enrollment Professional Services Agreement between Med-Data, Inc., together with its subsidiaries and affiliates and Tarrant County Hospital District d/b/a JPS Health Network (418979) – S. Clark and K. Rutherford
- I. Approval of First Amendment to Professional Services Agreement (Pathology) between Tarrant County Hospital District d/b/a JPS Health Network and ProPath Associates (191573) – B. Whitman

- J. Approval of Commercial Lease Agreement, including capital expenditures for tenant improvements, between Lighthouse for the Homeless d/b/a True Worth and Tarrant County Hospital District d/b/a JPS Health Network (435004) – S. Rule
- K. Approval of First Amendment to Commercial Lease Agreement between Fellowship of the Sword, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (191184) – S. Rule
- L. Approval of Agreement for Hourly Coding Services between VersoGenics, Inc. d/b/a COMFORCE and Tarrant County Hospital District d/b/a JPS Health Network (418197) – M. Chandak
- M. Approval of Services Agreement for JPS Health Network 401(a) Plan, 403(b) Plan, and 457(b) Plan between Tarrant County Hospital District d/b/a JPS Health Network and Prudential Retirement Insurance and Annuity Company (408200) – P. Walker
- N. Approval of Request for Excess Loss Indemnity Coverage between Reliance Standard Life Insurance Company and Tarrant County Hospital District d/b/a JPS Health Network (411282) – P. Walker
- O. Approval of SHI Government Solutions Microsoft EA Renewal between Microsoft Corporation, SHI International Corporation and Tarrant County Hospital District d/b/a JPS Health Network (418797) – M. Costin
- P. Approval of SHI Government Solutions Microsoft SCE Renewal between Microsoft Corporation, SHI International Corporation and Tarrant County Hospital District d/b/a JPS Health Network (418802) – M. Costin
- Q. Approval of Purchase Agreement between Cardinal Health 414, LLC and Tarrant County Hospital District d/b/a JPS Health Network (408762) – K. Whelan
- R. Approval of Contract (Quotation No. 1-HJSR7H Rev. 4) (Radiology – Viola Pitts) between Siemens Medical Solutions USA, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (411682) – K. Whelan
- S. Approval of Contract (Quotation No. 1-HJSFFC Rev. 6 and 1-IEGQYA Rev. 6) (Fluoroscopy) between Siemens Medical Solutions USA, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (411760) – K. Whelan
- T. Approval of Contract (Quotation No. 1-HJT6IE Rev. 7) (Radiology) between Siemens Medical Solutions USA, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (411889) – K. Whelan
- U. Approval of Contract and Terms of Sale for Philips Mobile Diagnostic Products between Tarrant County Hospital District d/b/a JPS Health Network and Philips Healthcare, a division of Philips Electronics North America Corporation (418871) – K. Whelan
- V. Tarrant County Hospital District d/b/a JPS Health Network District Policy IC-1 Infection Prevention and Control Program Authority and Approval Statement – T. Sanders

**Action:** Steve Montgomery requested that items G and H be removed from the Consent Agenda and voted on separately. With items G and H being discussed and voted on separately, Mr. Montgomery made the motion to approve the remaining Consent Agenda. Dr. Webber seconded that motion and the Consent Agenda was approved unanimously.

Consent Agenda Item G was considered separately with a contingency that Mr. Nguyen and Mr. Montgomery have an opportunity to discuss and confer with General Counsel before the contract is executed. Motion to approve was made by Steve Montgomery and seconded by Dr. Webber. The Board approved this item, Roger Fisher opposed.

Consent Agenda Item H was considered separately with a contingency that Mr. Nguyen and Mr. Montgomery have an opportunity to discuss and confer with General Counsel before the contract is executed. Motion to approve was made by Steve Montgomery and seconded by Dr. Webber. The Board approved this item, Roger Fisher opposed.

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

General Counsel presented an Annual Report for Legal Services Provided by the Office of General Counsel for Fiscal Year 2016 and Comparison of Legal Services Provided by the Office of General Counsel between Fiscal Years 2016 and 2015.

**XIV. RECONVENE IN EXECUTIVE SESSION PURSUANT TO CHAPTER 551, TEXAS GOVERNMENT CODE FOR THE FOLLOWING:** The Board reconvened in Executive Session at 1:55 p.m.

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

**Summary:** The Board reconvened in Open Session at 2:55 p.m. with the following recommendations:

**Action(s):** Regarding Appointments/Reappointments, Dr. Webber made motion to approve. The motion was seconded by Steve Montgomery and carried unanimously.

**Adjourn:** There being no further business, the meeting adjourned at 2:58 P.M.

Approved:



Charles Powell, Chair

