

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

JPS Health Network

1500 S. Main Street, Fort Worth, TX 76104

3rd Floor Outpatient Conference Rooms

BOARD OF MANAGERS MEETING

Thursday, February 9, 2017 – 1:00 P.M.

Meeting Minutes

The Tarrant County Hospital District ("District") Board of Managers met Thursday, February 9, 2017, JPS Health Network, 1500 S. Main Street, 3rd 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, Vice President, Chief Information Officer
David Mendenhall, 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** – Mr. Powell called the meeting to order at 1:00 p.m.

II. **OPENING PRAYER & PLEDGE** – Dann Baker led the audience in prayer, Mr. Earley led the audience in the pledge to the flag.

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

IV. **APPROVAL OF MINUTES**

A. January 12, 2017

Charlie Powell called for a motion to approve the January 12, 2017 minutes as presented. Staff requested a correction in Section VIII., Paragraph 4. With this change, motion was made for approval by Steve Montgomery, Charles Webber seconded the motion. The motion carried unanimously.

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

A. Mr. Powell updated the Board on his attendance at the Hero's Send Off for Arlington Police Cpl. Elise Bowden, who was injured during a traffic stop. Arlington Police Chief Will Johnson asked Mr. Powell to share his thanks to JPS Staff for taking good care of the community's first responders. Mr. Powell thanked all Tarrant County Hospital District Police officers for their service.

B. Mr. Powell said he would attend the "Healthcare in a Civil Society" event at UNTHSC on Saturday, February 11. Speakers include the Rev. Ralph Emerson, Robert Earley and Dawn Zieger. He encouraged all Board Members to attend.

VI. **CEO REPORT**

A. Mr. Earley introduced Dr. Tricia Elliott, new Vice President of Academic Affairs, to the Board.

B. Mr. Earley announced the Rhythm and Romance event at The Marquee on Magnolia would be Friday, February 10 at 6:30pm. This event will raise funds for the music therapy program at JPS. The event point of contact is J.R. Labbe.

C. Mr. Earley updated the Board on the Employee Town Halls. As of the date of this meeting, Mr. Earley has conducted 22 Town Hall events, with 5 additional meetings to be held at clinical sites on February 16 and February 21. These sessions allow him to update employees on network issues and give them the opportunity to share questions or feedback they may have with him. Mr. Earley also thanked Jaime Pillai and his staff for working so diligently to ensure that rooms were setup prior to these meetings with very little turn-around time.

D. Mr. Earley updated the Board on status of Executive Rounding and shared with them that the executives will conduct night rounding on February 17^h. This allows the executives to meet with third-shift staff as well as patients.

E. Mr. Earley announced the JPS Excellence Awards on February 24 at 6:00 pm at City Club in Fort Worth. Mr. Earley invited all Board Members to attend.

F. Mr. Earley introduced the Board to the following Physicians of the Year: 1) Dr. Frank Lonergan; and, 2) Dr. Timothy Niacaris. Mr. Earley also introduced the Board to the Healthcare Heroes of the Year; 1) Joel Hunt; 2) Paul Celestin and 3) Dr. George Cravens. Mr. Earley thanked them all for their service to JPS and JPS Patients.

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 stated he had hoped to bring the Medical Bylaws Parts III & IV to the Board today. However, due to last minute changes, plans to bring them to the Board at the March 9, 2017 meeting.

Dr. Ziegler also discussed Quality Reporting. The Medicare Access to Radiology Care Act (MARCA) is now in force and will affect how much we are paid by Medicare.

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 updated the Board on the selection of the Acclaim chairs and service line chiefs. Those are moving along nicely.

Dr. Johnson stated that JPS has received the results from the PULSE Survey on Physician Engagement and Alignment. The details of this survey will be delivered to the Board in the future. Since 2013, there has been significant improvement in both Physician Engagement and Alignment. JPS is still slightly below national average in alignment, and below in engagement. Highest performing items, where JPS is above national average, were: 1) Performance of Hospital Administration; 2) Confidence in Hospital Administration; and, 3) Confidence in the future of JPS. Our lower performing items centered on collaboration and collegiality among physicians. Press Ganey has conducted three focused sessions at JPS and action planning around those items will occur February 20 at LDI.

As a follow-up to questions asked at the last Board regarding Geriatric Service Lines, Dr. Johnson said he has met with the Geriatrics Service Department of Medical Services Leadership and he was amazed by all the infrastructure focused on their educational programs and other programs. Following this meeting, they had an interview with a qualified and certified Geriatric Leader and they are engaged in contract negotiations with that individual now.

The last follow-up issue that was discussed was Mr. Nguyen's question regarding Physician burnout. Through Dr. Rosinia, medical staff is performing a Physician Wellness Survey that is being piloted in Emergency Medicine and Family Medicine in February.

IX. COMMITTEE REPORTS AND ACTIONS

A. Finance Committee Report and/or Action

Mr. Montgomery was unable to attend the last Finance Committee on January 26, 2017. Mr. Powell chaired that Committee in his absence.

B. Planning Committee Report and/or Action

Mr. Petty reported the Planning Committee last met on January 12, 2017 prior to the Board of Managers' Meeting. Members received an update from HMA about Long Range Planning and the Blue Ribbon Committee, which will meet February 14.

C. Human Resources Committee Report and/or Action

Ms. Debose stated that the Human Resources Committee met January 26, 2017. Members were briefed on Executive Compensation and Long Term Incentive.

XI. OTHER MATTERS REQUIRING BOARD ACTION

A. Approval of TCHD Policy – EC 400 Firearms Weapons Management - N. Adams

Mr. Adams reviewed the chronology of this policy and procedure. A motion to approve the policy was made by Trent Petty, seconded by Rev. Ralph Emerson and a vote was called. All Board Members present approved the policy and procedure as brought forward without a recommendation from the Governance Committee on November 16, 2016 with Board Members Warren Norred and Roger Fisher voting no. The motion passed on a vote of 8/2.

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 November 2016 Unaudited Financial Report – S. Clark
- B. Acceptance of December 2016 Unaudited Financial Report – S. Clark
- C. Approval of Software Use Agreement between Strata Decision Technology LLC and Tarrant County Hospital District d/b/a JPS Health Network (406886) – J. Adler and M. Gilbert
- D. Approval of Comprehensive Pharmacy Management Services Agreement between Tarrant County Hospital District and Maxor National Pharmacy Services Company, LLC (379326) – B. Whitman
- E. Approval of Tenth Amendment and Assignment of Professional Services Agreement (Surgery) between Tarrant County Hospital District d/b/a JPS Health Network, Acclaim Physician Group, Inc. and Texas Health Care, P.L.L.C. (192284) – B. Whitman
- F. Approval of FY2017 Project Budget Request for Tower 9 – B. Whitman and A. Morgan
- G. Approval of First Amendment to Professional Services Agreement between Acorio, LLC and the Tarrant County Hospital District d/b/a JPS Health Network (406034) – D. Mendenhall
- H. Approval of Extension to Software Use Agreement between Tarrant County Hospital District d/b/a/ JPS Health Network and SHI Government Solutions Microsoft EA (412113) – D. Mendenhall
- I. Approval of Transfusion Services Management Agreement between Carter BloodCare and Tarrant County Hospital District d/b/a JPS Health Network, with approval of a discretionary bid exemption – (419562) B. Whitman and K. Whelan
- J. Long Term Incentive Plan Performance Metrics – B. Whitman
- K. Annual Incentive Plan Performance Metrics – B. Whitman
- L. Approval of Delegation of Oversight of Certain Medical Services Agreement by and between Acclaim Physician Group, Inc. (Acclaim) and Tarrant County Hospital District d/b/a JPS Health Network (District) – B. Whitman

Action: Motion was made to approve the consent agenda by Rev Ralph Emerson and seconded by Dorothy Debose. Motion carried unanimously.

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

None

XIV. RECONVENE IN EXECUTIVE SESSION PURSUANT TO CHAPTER 551, TEXAS GOVERNMENT CODE FOR THE FOLLOWING: The Board reconvened in Executive Session at 2:07 p.m.

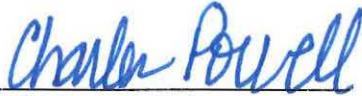
XV. RECONVENE IN OPEN SESSION FOR DELIBERATION(S) AND/OR ACTION(S) DEEMED NECESSARY REGARDING ANY MATTER LISTED ON THE EXECUTIVE SESSION AGENDA, PARAGRAPHS V. A, B, C, D, E, AND F.

Summary: The Board reconvened in Open Session at 2:40 p.m. with the following recommendations:

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

Adjourn: There being no further business, the meeting adjourned at 2:41 P.M.

Approved:



Charles Powell, Chair