

**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, January 12, 2017 – 1:00 P.M.

Meeting Minutes

The Tarrant County Hospital District ("District") Board of Managers met Thursday, January 12, 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
Rex Hyer, M.D.
Roger Fisher
Steve Montgomery
Roy Lowry, D.O.
Warren Norred

Board Members Absent: None

Others Attending:
Robert Earley, President, Chief Executive Officer
Bill Whitman, Executive Vice President, Chief Operating Officer
Sharon Clark, Executive Vice President, Chief Financial 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, of 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 Officer 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. December 8, 2016
Charlie Powell called for a motion to approve the December 8, 2016 minutes as presented. Staff requested a name correction in Section VIII., Paragraph 3 to Dr. Ricardo Castellon. With this change, motion was made for approval by Charles Webber, Dorothy Debose seconded the motion. The motion carried unanimously.
- V. **BOARD CHAIR REPORT AND ACTION(S)**
 - A. Mr. Powell discussed the new Live Streaming technology in the OPC conference room and thanked the staff for working diligently to have the system ready for this Board Meeting.
 - B. Recognition of Rev. Emerson’s service as JPS Board Chair. Mr. Powell gave Rev. Emerson a plaque noting his service, and thanked him for his continuing service on the Board of Managers. Rev. Emerson thanked all of the Board Members for their support.
 - C. Board Committee Appointees List was passed out. Mr. Powell reported that even though BOM Members may not be listed on specific committees, he said they are welcome to attend and participate in all Committee meetings.
 - D. Mr. Powell discussed the new Committee being added this year, The Committee on Medical Education & Provider Training. This Committee was setup to allow the Board to act quickly on medical educational matters, get involved earlier in the decision process and provide input. Members appointed were: Steve Montgomery (chair), Roy Lowry, Dorothy Debose, Frank Rosinia, James Johnson, Jo Anna Leucke.
- VI. **CEO REPORT**

Mr. Earley acknowledged and welcomed a Fort Worth ISD School Board Member who was attending the meeting, Dr. Ann Sutherland.

Mr. Earley gave further comments regarding the new technology in the OPC. He thanked all staff members involved in making the upgrade happen. This project was spearheaded by David Mendenhall and JR Labbe. This project was done efficiently and within budget.

Mr. Earley shared that JPS has worked with the City of Fort Worth to establish safe pedestrian crossing zones surrounding our facilities. In an effort to make these crossings safer, flashing lights are being installed at the South Main Street crossings to alert traffic of people in the crosswalks. This effort is to protect our patients and our employees. Mr. Earley thanked Jamie Pillai for his diligent effort on this project.

Mr. Earley shared with the Board that Fort Worth Mayor Betsy Price presented a book to the 2017 first baby born at JPS. This new program, which will provide a book to every baby born at JPS, encourages parents to read to small children. The Mayor was here for that special occasion and the moment was captured by our Communications Team. Channel 5 also did a segment titled "Tell me something good" that featured this event. This is posted on the JPS Facebook page.

Mr. Earley talked about the music therapy program we have at JPS, which includes a certified clinical musician funded through a JPS Foundation grant. . The demand for this services exceeds the current funding. To that end, support is being sought through a Feb. 10 dinner and concert by Joyful Noise. Mr. Earley encouraged all Board Members to attend.

Report from medical executive staff committee requiring discussion(s), update(s), DELIBERATION(S), ACTION(S), AND/OR APPROVAL – D. ZIEGLER, M.D.

Dr. Ziegler shared that last month's Medical Staff Christmas Party went very well. Dr. Greer was honored for his years of service and he is an honorary member of our staff. Also recognized were the Physicians of the Year: Dr. Timothy Niacaris and Dr. Frank Lonergan. Physician Assistant Joel Hunt was recognized as Provider of the Year for his work with the homeless and Community Medicine. Mr. Powell asked that Dr. Ziegler bring these employees back to the Board to allow the Board to thank them for their efforts.

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

Mr. Powell shared with the Board that Dr. Johnson will be giving a monthly Acclaim report to the Board moving forward.

Dr. Johnson stated that there were two requests at the last Board meeting: 1) an update on the progress of the Service Line Chair changes; and, 2) an update on progress of Geriatrics as a Service Line.

Dr. Johnson began by reviewing titles and their meanings. Chairman is an academic title, driven by specialty, and is a required title by ACGME for accredited residency programs. Service Line Chief or Director is responsible for the systems in an organization and ensures someone is focused on the system level performance. Service Line Chiefs /Directors are focused on patients and patient needs.

Positions being addressed are:

- Family Medicine Chair/Service Line Chief
- Internal Medicine and Medicine Specialty Service Line Chief
- Obstetrics and Gynecology Chair/Women's and Infant's Services Specialty Service Line Chief
- Orthopedic Chair/Musculoskeletal Service Line Chief
- Psychiatry Chair/Behavioral Service Line Chief

This structure will better support alignment in quality performance metrics. Interim chairs have been serving in these roles for about 3 month as Acclaim physicians are transitioned into our employment model.

In FY2017 quarter two, JPS will roll out a recruiting strategy, interviews and hiring, with the goal of having permanent positions filled in quarter 3 and quarter 4.

At last month's Board of Manager's meeting, Dr. Webber requested an update on the Geriatrics Service Line. Dr. Johnson stated that it has been difficult to find physicians for this service line. Most physicians are hesitant to practice full time Geriatrics. This is will be discussed further at the upcoming Acclaim Board of Directors meeting. Rather than this being a service line, it will be a protocol within a service plan.

Ms. Debose asked if we would continue to have a Geriatrics Residency Program. Mr. Earley stated that we would.

Mr. Nguyen asked about a program to address physician burnout. Dr. Johnson stated that he would follow-up on this.

VII. COMMITTEE REPORTS AND ACTIONS

A. Finance Committee Report and/or Action

Mr. Montgomery reported that the Finance Committee met December 15, 2016 and received a report from BKD on the FY16 Audit. The committee received a presentation on the investment policy that was included in the BOM EBook for January.

B. Planning Committee Report and/or Action

Mr. Petty reported that the Planning Committee met earlier this day and received an update on the JPS Design and Construction Capital Construction projects.

C. Governance Committee Report and/or Action

Rev. Emerson stated the Governance Committee did not meet during the holidays. However, he had met with Neal Adams General Counsel and Ron Skillens Senior Vice President Enterprise Risk Management and they will be bringing a recommended process for District and Departmental Policy approval.

XI. OTHER MATTERS REQUIRING BOARD ACTION

None

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. Approval of September 2016 Updated Unaudited Financial Report – S. Clark

B. BKD Auditor's FY16 Report and Audit – Chris Clark, Partner | BKD, LLP

C. Approval of LD 4900 Tarrant County Hospital District Investment Policy – S. Clark

D. JPS Health Network FY16 Year-End Investment Report – Scott McIntyre, CFA, Managing Director | First Southwest Asset Management and S. Clark

E. Approval of Professional Services Agreement between Tarrant County Hospital District and Spivey Health Policy, LLC. (404374) – S. Clark

F. Approval of Purchase Agreement between Sempermed USA, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (397217) – J. Adler and J. Velasquez

- ~~G. Approval of First Amendment to Professional Services Agreement (Radiology) between Tarrant County Indigent Care Corporation and Radiology Associates of North Texas, P.A. (297709) – B. Whitman~~
- H. Approval of Master Affiliation Agreement and Program Letter of Agreement for General Surgery Residents between Tarrant County Hospital District d/b/a JPS Health Network d/b/a John Peter Smith Hospital and Baylor University Medical Center (373593 -Master) and (387796 - PLA) – B. Whitman
- I. Approval of Commercial Lease Agreement between Tarrant County Hospital District d/b/a/ JPS Health Network and Tarrant County (396372) – S. Rule
- J. Approval of Second Amendment to Commercial Sub-Lease Agreement between MHMR of Tarrant County and Tarrant County Hospital District d/b/a/ JPS Health Network (203068) – S. Rule
- K. Approval of Professional Services Agreement by and between Symphony Talent, LLC d/b/a Hodes and the Tarrant County Hospital District d/b/a JPS Health Network (400384) – P. Walker
- L. Approval of Proposed Support Commitment Letter with Commvault and Related Fourth Amendment to Purchase Agreement between Lumenate Technologies, LP and Tarrant County Hospital District d/b/a JPS Health Network (401637) – D. Mendenhall
- M. Approval of Addendum to Schedule No. 3003524400 v.4.0 between Sungard Availability Services, LP and Tarrant County Hospital District d/b/a JPS Health Network (404197) – D. Mendenhall
- N. Insurance Policy Renewal Update – R. Skillens

Action: Motion was made to approve the consent agenda by Rev Ralph Emerson and seconded by DT Nguyen. 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 3:02 p.m. with the following recommendations:

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

Adjourn: There being no further business, the meeting adjourned at 3:17 P.M.

Approved:


Charles Powell, Chair

