

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

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JPS HEALTH NETWORK YOUTUBE CHANNEL**

**BOARD OF MANAGERS MEETING
1:00 P.M., THURSDAY October 13, 2022**

Meeting Minutes

The Tarrant County Hospital District (“District”) Board of Managers met Thursday, October 13, 2022, with the following members present:

Roger Fisher, Board Vice Chair
Amanda Arizola, Board Secretary
Rev. Ralph Emerson, Board Member
D.T. Nguyen, Board Member
Steve Montgomery, Board Member
Charlie Powell, Board Member
Steven Simmons, D.O., Board Member
Zim Zimmerman, Board Member
Trent Petty, Board Member

Board Members Absent: Dorothy DeBose, Board Chair

Others Attending: Karen Duncan, M.D., President and Chief Executive Officer
William Masterton, Chief Operating Officer
Bryan Becker, M.D., President, Acclaim Physician Group
Sharon Clark, Senior Executive Vice President, Chief Financial Officer
Daphne Walker, Senior Vice President, Chief Legal Counsel
Colin Werenka, Senior Vice President, Chief Compliance Officer
Janet Miles, M.D., President, Medical Staff
Suzanne Barnes – Recording Secretary

- I. **WELCOME AND CALL TO ORDER OF BOARD OF MANAGERS** - Mr. Fisher called the meeting to order at 1:00pm.
- II. **OPENING PRAYER & PLEDGE** - LeeAnn Franklin gave the Invocation.
 - A. Mr. Fisher administered the Oath of Office to Margaret Holland, M.D., board member.
- III. **CITIZENS WISHING TO ADDRESS THE BOARD**

Summary: Three citizens addressed the board
- IV. **APPROVAL OF MINUTES**
 - A. Board of Managers – September 8, 2022

Action: Rev. Emerson motioned to approve the September 8, 2022 Minutes, seconded by Mr. Montgomery, motion passed unanimously.

V. BOARD CHAIR REPORT – No report

VI. CEO REPORT – K. Duncan

Summary: Dr. Duncan provided a high-level update on hospital district business to the Board.

- Hospital Status
- Executive Team
- Community Activities
- Employee Engagement scores

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

Summary: Dr. Miles provided the board with Medical Staff updates

VIII. COMMITTEE REPORTS AND ACTION

Summary: Updates were provided by the committee chairs

- A. Finance Committee (September 22) – D. Nguyen
- B. Planning Committee (September 22) – T. Petty
- C. Governance Committee (September 22) – Z. Zimmerman

IX. OTHER MATTERS REQUIRING BOARD DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL

- A. Consider Ratification of Agreement for the Collection of Taxes between Tarrant County Tax Assessor/Collector, Tarrant County and Tarrant County Hospital District – S. Clark

Action: Mr. Zimmerman motioned to ratify the Board Officers approval of Collection of Taxes between Tarrant County Tax Assessor/Collector, and Tarrant County Hospital District, seconded by Mr. Nguyen, motion passed unanimously.

- B. Consider Approval of the Resolution Authorizing the Amendment of the JPS Pension Plan – K. Duncan

Action: Mr. Nguyen motioned to approve the resolution authorizing the amendment of the JPS Pension Plan, seconded by Mr. Zimmerman, motioned passed unanimously.

- C. Consider Approval of the Resolution Authorizing the Amendment of the Tarrant County Hospital District Governmental Excess Benefit Arrangement (GEBA) – K. Duncan

Action: Mr. Nguyen motioned to approve the resolution authorizing the amendment of the Tarrant County Hospital District Governmental Excess Benefit Arrangement (GEBA), seconded by Rev. Emerson, motioned passed unanimously.

- D. Guidehouse Report out

Summary: Guidehouse provided a report out to the board.

X. 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: Mr. Petty motioned to approve all Consent Agenda items below, seconded by Mr. Nguyen, motion passed unanimously.

FINANCE

- A. Consider Acceptance of August 2022 Unaudited Financial Report – S. Clark
- B. Consider Approval of Fifth Amendment to Professional Services Agreement (Anesthesiology) between Sound Physicians Anesthesiology of Texas, PLLC and Acclaim Physician Group, Inc. as an affiliate of Tarrant County Hospital District – B. Masterton
- C. Consider Approval of Fourth Amendment to Professional Services Agreement (Hospitalist Program) between Hospitalists Medicine Physicians of Texas, PLLC d/b/a Sound Physician of Texas III and Acclaim Physician Group, Inc. and, as an affiliate of Tarrant County Hospital District – B. Masterton
- D. Consider Approval of Transition Amendment to Letter of Agreement between Amerigroup Texas, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1050535) – R. McCrady
- E. Consider Approval of Transition Amendment to Letter of Agreement between Molina Healthcare of Texas, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1031251) – R. McCrady
- F. Consider Approval of (1) Exemption to Bid and (2) License and Services Agreement between Invisalert Solutions, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1023106) – Z. Baugh
- G. Consider Approval of First Amendment to the Wholesaler Agreement between Morris & Dickson Co. LLC and Tarrant County Hospital District d/b/a JPS Health Network (1047404) – J. Parker
- H. Consider Approval of Exemption to Bid for Addendum to Vizient Contract #IT0270 between SensoScientific, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1003198) – J. Parker
- I. Consider Approval of Work Package Authorization No. 1 between H.J. Russell & Company and Tarrant County Hospital District d/b/a JPS Health Network (1051213) – A. Lane
- J. Consider Approval of Work Package Authorization No. 1 between Byrne | Post L – A Joint Venture and Tarrant County Hospital District d/b/a JPS Health Network (1050752) – A. Lane
- K. Consider Approval of Agreement between J.T. Vaughn Construction, LLC and Tarrant County Hospital District d/b/a JPS Health Network (1051218) – A. Lane
- L. Consider Approval of Maintenance Services Agreement between FireWise Texas, LLC and Tarrant County Hospital District d/b/a JPS Health Network (1045536) – A. Lane
- M. Consider Approval of Commercial Lease Amendment between Larimar Development, LP and Tarrant County Hospital District d/b/a JPS Health Network (159365) – A. Lane

PLANNING

- A. Recommendation of Award for North Pavilion Expansion Design Services RFQ – A. Lane

ACCLAIM

- A. Consider Approval of Master Agreement and Computer Assisted Coding Software Product Schedule between and Acclaim Physician Group, Inc. and Optum360, LLC. – B. Becker
- B. Consider Approval of the 2nd Amendment to the Group Primary Care Physician Agreement between and Acclaim Physician Group, Inc. and WellMed Networks, Inc. – B. Becker

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

No report

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

The Chairman adjourned Open Session at 2:27pm and the Board went into Executive Session at 2:32pm.

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. AND E.

The Board reconvened in Open Session at 3:02pm

- A. Consider Approval of Privileges/Appointments and Reappointments to the Medical Staff as presented – Dr. Miles

Action: Mr. Simmons motioned to approve the Privileges/Appointments and Reappointments, seconded by Mr. Zimmerman, motion passed unanimously.

XIV. ADJOURN – There being no further business to discuss, Mr. Fisher adjourned the meeting at 3:02p.m.

****THE MEETING SHALL CONTINUE HOUR-TO-HOUR AND DAY-TO-DAY UNTIL OFFICIALLY ADJOURNED**



Roger Fisher, Board Vice Chair

11/10/22

Date