

MEMORANDUM

To: Meeting Minutes from September 10, 2020 Board of Managers Meeting

From: Suzanne Barnes

Date: September 29, 2020

Re: Tarrant County Hospital District Board of Manager Virtual Meeting September 10, 2020

In accordance with section 418.016 of the Texas Government Code, Governor Abbott has suspended various provisions that require government officials and members of the public to be physically present at a specified meeting location. In accordance with this suspension the Tarrant County Board of Mangers held a virtual meeting on September 10, 2020. The agenda for this meeting was posted in the following locations:

1. Tarrant County Commissioner Court Web Site; and
2. Tarrant County Hospital District Web Site.



KEN PAXTON
ATTORNEY GENERAL OF TEXAS

FOR IMMEDIATE RELEASE

March 16, 2020

www.texasattorneygeneral.gov

PRESS OFFICE: (512) 463-2050

Kayleigh Date:

Communications@oag.texas.gov

**Governor's Office Clears Path for Governmental Bodies to Meet Telephonically or by
Videoconference During Coronavirus Disaster**

AUSTIN - Governor Abbott's office today approved a request by the Office of the Attorney General to temporarily suspend a limited number of open meeting laws in response to the Coronavirus (COVID-19) disaster. This action will allow governmental bodies to conduct meetings by telephone or video conference to advance the public health goal of limiting face-to-face meetings (also called "social distancing") to slow the spread of the Coronavirus (COVID-19).

Importantly, however, this action does not suspend requirements that governmental bodies conduct meetings in a transparent and accessible manner. Specifically, governmental bodies are still be required to do the following:

- provide online written notice containing a public toll-free dial-in number or a free-of-charge videoconference link, as well as an electronic copy of any agenda packet, before conducting telephonic or video conference meetings;
- provide the public with access and a means to participate in those meetings, preferably through two-way audio or video connections; and
- provide the public with access to a recording of those meetings.

Please [click here](#) for a complete list of the open meeting provisions that have been temporarily suspended. State agencies and local governmental bodies may contact the Office of the Attorney General with question about the suspension order by telephone at (888) 672-6787 or via email at TOMA@oag.texas.gov. Officials with questions about teleconference and videoconference capabilities offered by the Texas Department of Information Resources should visit dir.texas.gov or call [\(512\) 475-4700](tel:(512)475-4700).

For information on the spread or treatment of Coronavirus (COVID-19), please visit the [Texas Department of State Health Services](#).

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GOVERNOR GREG ABBOTT

For Immediate Distribution | March 16, 2020 | (512) 463-1826

I. GOVERNOR ABBOTT ALLOWS VIRTUAL AND TELEPHONIC OPEN MEETINGS TO MAINTAIN GOVERNMENT TRANSPARENCY

Ensures continued government operation while preserving transparency

AUSTIN - Governor Greg Abbott today acted to maintain government transparency and continued government operations while reducing face-to-face contact for government open meetings. As Texas works to mitigate the spread of COVID-19, the Governor granted the Office of the Attorney General's request for suspension of certain open-meeting statutes. This temporary suspension will allow for telephonic or videoconference meetings of governmental bodies that are accessible to the public in an effort to reduce in-person meetings that assemble large groups of people.

"Even as the State of Texas takes precautionary measures to contain the spread of COVID-19, we also have a responsibility to maintain government transparency," said Governor Abbott. "With today's action, Texas is reducing non-essential in-person contact for a limited period, while ensuring that state and local government entities continue to work to fulfill necessary functions and with full transparency for the people of Texas. I urge state and local officials to do their part to mitigate the spread of COVID-19 by avoiding meetings that bring people into large group settings."

In accordance with section 418.016 of the Texas Government Code, Governor Abbott has suspended various provisions that require government officials and members of the public to be physically present at a specified meeting location. This temporary suspension will leave important open-meeting protections in place:

- Members of the public will be entitled to participate and address the governmental body during any telephonic or videoconference meeting.
- To hold a telephonic or videoconference meeting, a governmental body must post a written notice that gives the public a way to participate remotely, such as a toll-free dial-in number, and that includes an electronic copy of any agenda packet that officials will consider at the meeting.
- A governmental body must provide the public with access to a recording of any telephonic or videoconference meeting.

State and local officials who have questions about open-meeting requirements after this suspension should submit them to the Office of the Attorney General via e-mail at TOMA@oag.texas.gov, or by leaving a message at (888) 672-6787. Officials with questions about teleconference and videoconference capabilities offered by the Texas Department of Information Resources should visit dir.texas.gov or call (512) 475-4700. Officials who hold videoconference meetings are encouraged to provide for participation via telephone for

members of the public without videoconferencing capability. If officials are not holding a telephonic or videoconference meeting, all open-meeting requirements apply.

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

**EMERGENCY PROCEDURES PURSUANT TO
GOVERNOR GREG ABBOTT'S AND
ATTORNEY GENERAL KEN PAXTON'S
TEMPORARY MEETING SUSPENSION GUIDELINES
THIS MEETING IS AVAILABLE FOR VIEWING VIA
NORMAL JPS HEALTH NETWORK YOUTUBE CHANNEL**

WEBEX-TCHD - Board of Managers Meeting

Thursday, September 10, 2020

Meeting Minutes

The Tarrant County Hospital District ("District") Board of Managers met Thursday, September 10, 2020, via WebEx with the following members present:

Charles Webber, M.D., Board Chair
Dorothy DeBose, Board Vice Chair
Roger Fisher, Board Secretary
Charlie Powell, Board Immediate Past Chair
Amanda Arizola
Rev. Ralph Emerson
D.T. Nguyen
Steve Montgomery
Trent Petty
Steven Simmons, D.O.
Zim Zimmerman

Board Members Absent:

Others Attending:

Robert Earley, President, Chief Executive Officer
Karen Duncan, M.D., Executive Vice President, Chief Operating Officer
Sharon Clark, Senior Executive Vice President, Chief Financial Officer
Michael Hochberg, M.D., Chief Clinical Officer, President and Chief Medical Officer of Acclaim Physicians
David Mendenhall, Vice President, Chief Technology Officer
Robert Browder, Vice President, Legal Services
Cheryl Hurd, M.D., President Medical Staff
Chet Schrader, M.D., Past President Medical Staff
Jesse Dewaard, Executive Director Emergency Service
Neal Adams, General Counsel
Suzanne Barnes, Recording Secretary

- I. CALL TO ORDER** – Dr. Webber called to order at 1:02 pm
- II. OPENING PRAYER & PLEDGE** – LeeAnn Franklin gave the Invocation
- III. CITIZENS WISHING TO ADDRESS THE BOARD**

Summary: No citizens addressed the board

IV. APPROVAL OF MINUTES

A. Board of Managers August 13, 2020

Action: Mr. Powell motioned to approve the August 13, 2020 minutes, seconded by Ms. DeBose, motion passed unanimously.

V. BOARD CHAIR REPORT AND ACTION – C. Webber

- Thanked staff for continuing to caring for our patients

VI. CEO REPORT – Robert Earley

- Acclaim Update

VII. REPORT FROM MEDICAL EXECUTIVE STAFF COMMITTEE REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL – C. Hurd – Thank you for the kind words as being one of those frontline providers. I appreciate my colleagues who all work on the front lines such the Emergency Department who are about to present today.

A. Consider Approval of Department of Radiology Leadership Bryant Boren, M.D., Vice Chair
Dr. Hurd motioned and Mr. Fisher seconded, motion passed unanimously.

Action: Dr. Hurd motioned to approve the Department of Radiology Leadership Bryant Boren, M.D., Vice Chair seconded by Mr. Fisher, motion passed unanimously.

VIII. DEPARTMENT UPDATE

A. Emergency Department – Dr. Schrader/Jesse DeWaard

Summary: Mr. Earley introduced Dr. Chet Schrader and Jesse DeWaard from the Emergency Department

The following were discussed:

- ED – Monthly Volumes
- COVID – 19
 - Addressed the unknowns with Staff and Providers
 - Collaborating with Infection Prevention
 - Communications with Command Center and PPE Management
 - PPE Supply Chain and usage and keeping staff safe
 - Tele screening for patients
 - Patients seeing at the Tent
 - Accomplishments of Emergency Services
 - 1.5 Million Federal Grant

IX. COMMITTEE REPORTS AND ACTION

A. Finance Committee/or Action – S. Montgomery, Chair
Thursday, August 27, 2020

1. Financial Summary Report – S. Clark

Summary: No Action required

- B. Governance Committee/or Action – R. Fisher
Thursday, August 27, 2020

Summary: No Action required

- C. Quality Committee/or Action – C. Webber
Thursday, September 3, 2020

Summary: No Action required

- D. Planning Committee/or Action – T. Petty
Thursday, September 3, 2020

Summary: Mr. Petty updated the board on discussions on Capital Planning and repair maintenance and assets.

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

- A. Consideration and Approval – General Counsel Search Hiring Committee Recommendations – Dr. Webber

Action: Dr. Webber announced the board going into Executive Session

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

The Board went into Executive Session at 1:47pm

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

The Board reconvened in Open Session at 3:05pm

- A. Consideration and Approval – General Counsel Search Hiring Committee Recommendations – Dr. Webber

Action: Ms. DeBose motioned to accept and approve the search committee recommendation to offer the position for general counsel to Daphne Walker and that the Board Executive Committee is to establish the compensation and complete the process, seconded by Ms. Arizola, motion passed unanimously.

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

Action: Dr. Hurd motioned to approve the Privileges/Appointments and Reappointments to the Medical Staff as presented, seconded by Mr. Powell, motion passed unanimously.

XIII. 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 M on the Consent Agenda, the attachment has been updated with the revised version.

Action: Mr. Zimmerman motioned to approve the Consent Agenda, seconded by Ms. DeBose, motion passed unanimously.

- A. Consider Acceptance of July 2020 Unaudited Financial Report – S. Clark
- B. Consider Approval of LDF 2400 Administrative Adjustments Policy – S. Clark / R. McCrady
- C. Consider Approval of Annual Contribution to JPS Pension Plan for Year October 1, 2019 to September 30, 2020 – S. Clark
- D. Consider Approval of Annual Contribution to Tarrant County Hospital District Governmental Excess Benefit Arrangement (GEBA) for the Plan Year October 1, 2019 to September 20, 2020 - S. Clark
- E. Consider Approval of Professional Services Agreement between RANT (Radiology Associates of North Texas) and Acclaim Physician Group, Inc., as an affiliate of the Tarrant County Hospital District – M. Hochberg, MD
- F. Insurance Policy Renewal Update – R. Skillens
- G. Consider Approval of Purchase Agreement between LifeNet Health and Tarrant County Hospital District d/b/a JPS Health Network (819989) – W. Peebles
- H. Pursuant to JPS Purchasing Procedure LDF 7201 Section VIII, A.7., consider (1) granting an exemption 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, or captive replacement parts or components for equipment, or other exemptions under Tex. Local Gov't. Code §262.024(a)(7); and (2) approval of Preventative Maintenance Agreement between Translogic Corporation d/b/a Swisslog Healthcare Solutions and Tarrant County Hospital District d/b/a JPS Health Network (704024) – A. Lane
- I. Pursuant to JPS Purchasing Procedure LDF 7201 Section VIII, A.7., consider (1) granting an exemption 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, or captive replacement parts or components for equipment, or other exemptions under Tex. Local Gov't. Code §262.024(a)(7); and (2) approval of Purchase and Installation Agreement between Translogic Corporation d/b/a Swisslog Healthcare Solutions and Tarrant County Hospital District d/b/a JPS Health Network (788072) – A. Lane
- J. Consider Approval of Memorandum of Understanding between Tarrant County, Texas and Tarrant County Hospital District d/b/a JPS Health Network (846757) – K. Duncan, MD
- K. Consider Approval of Quote # 001550 v1 and Addendum to DIR Contract No. DIR-TSO-4286 between Prescriptive Data Solutions, LLC and Tarrant County Hospital District d/b/a JPS Health Network (824638) - D. Mendenhall

- L. Pursuant to JPS Purchasing Procedure LDF 7201 Section VIII, A.7., consider (1) granting an exemption 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, or captive replacement parts or components for equipment, or other exemptions under Tex. Local Gov't. Code §262.024(a)(7); and (2) approval of Amendment to License Agreement between Epic Systems Corporation and Tarrant County Hospital District d/b/a JPS Health Network (825863) – D. Mendenhall
- M. Consider Approval of the Interlocal Agreement for Legal Services between Tarrant County District Attorney and Tarrant County Hospital District d/b/a JPS Health Network (846998) – R. Browder/S. Wilson
- N. Consider Approval of the PC 1400 Guidelines for the Care of Perinatal and Neonatal Patients- W. Peebles
- O. Consider Approval of the Internal Audit Charter – R. Skillens
- P. Consider Approval of the Proposed FY21 Compliance Work Plan – R. Skillens
- Q. Consider Approval of the Proposed FY21 Internal Audit Work Plan – R. Skillens
- R. Consider Approval of Policy PRV 300 Business Associate – R. Skillens
- S. Consider Approval of Policy COM 9000 Compliance Charter – R. Skillens
- T. Consider Approval of Policy COM 8000 Compliance Standards – R. Skillens
- U. Consider Approval of Policy COM 8100 Reporting Compliance Concerns – R. Skillens
- V. Consider Approval of Policy COM 8200 Internal Compliance Investigation – R. Skillens
- W. Consider Approval of Policy COM 8300 Compliance Education and Training – R. Skillens
- X. Consider Approval of Policy COM 8400 Compliance Auditing and Monitoring – R. Skillens
- Y. Consider Approval of Policy COM 8500 Prohibition Against Doing Business with Excluded or Ineligible Persons or Entities – R. Skillens
- Z. Consider Approval of the Blue Cross and Blue Shield of Texas Accountable Care Organization Agreement – M. Hochberg

XIV. RATIFICATION OF EMERGENT MATTERS APPROVED BY OFFICERS OF THE BOARD OF MANAGERS ON AUGUST 31, 2020

- A. Approved by Officers of the Board of Managers on August 31, 2020:

As provided in Chapter 2254 of the Texas Government Code and other Texas Purchasing Laws and Section VIII of JPS Purchasing Procedure LDF 7201, the Board of Managers may, in its discretion, grant any of following exemptions (each being an “Exemption”) for Purchases otherwise required to be submitted to Competitive Bidding: (i) Goods and services to preserve the property of JPS, (ii) Goods and services necessary to preserve or protect the public health or safety of the residents

residing within JPS, and/or (iii) Goods and services necessary because of unforeseen damage to JPS property.

Sharon Clark, Senior EVP & CFO, has informed us that the Vendor has notified JPS they will not be able to continue to offer the lower historical price because COVID-19 has caused unprecedented demand and volatility in the exam glove market. The vendor intends to exercise the 30 day notice to terminate the current contract. Glove industry capacity is fully sold out and is anticipated to be sold out through at least mid-2021. Demand far exceeding supply has significantly driven up prices. It is important to note, the entrance of non-traditional players (traders, governmental entities, purchasing organizations, speculators, etc.) into the market has caused glove manufacturers to cap traditional players (like O&M Halyard) at historical volume levels. Also, with this vendor we are provided a historical utilization of supply, effectively guaranteed weekly delivery of approximately 250 cases. This allocated amount is sufficient to cover our current utilization. Current contract price is 2.90 cents a glove, and the new proposed pricing is 3.98 cents per glove, for the current allocation amounts. Current market rate ranges between 10-12 cents per glove and would not provide a consistent manufacturer. If we are not able to provide a signed amendment back before September 1st, 2020 they will have to terminate our exam glove contract, and the new proposed rates remain below the open market. The total cost of this increase is approximately \$350,000 annually and provides us with a historical allocation delivery.

Action: Rev. Emerson motioned to approve the Halyard amendment, seconded by Mr. Powell, motion passed unanimously

XV. REPORT OF LEGAL COUNSEL AND/OR LEGAL MATTERS REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL – N. ADAMS

A. Report of Contracts Negotiated on behalf of Tarrant County Hospital District d/b/a JPS Health Network that are under \$500,000 for the previous month. – N. Adams

Summary: Mr. Adams reported 37 contracts were under \$500,000.

XVI. ADJOURN – 3:14pm

Charles E. Webber, MD 12 Oct 2020

Charles Webber, MD – Board Chair

Date