

**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**

MEETING OF BOARD OF MANAGERS

Thursday, September 7, 2017

Meeting Minutes

The Tarrant County Hospital District ("District") Board of Managers met Thursday, September 7, 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
Rev. Ralph Emerson, Immediate Past Board Chair
Dorothy DeBose
Roy Lowry, D.O.
Steve Montgomery

Board Members Absent: Roger Fisher; Rex Hyer, M.D.; DT Nguyen; Warren Norred; and Trent Petty

Others Attending: Robert Earley, President, Chief Executive Officer
Bill Whitman, Executive Vice President, Chief Operating Officer
Sharon Clark, Executive Vice President, Chief Financial Officer
Jeanna Adler, Vice President, Finance
Karen Duncan, Vice President, Community Health
Tricia Elliott, M.D., Vice President, Chief Academic Affairs Officer
James Johnson, M.D., President, Chief Medical Officer, Acclaim
J.R. Labbe, Vice President, Communications and Community Affairs
David Mendenhall, Vice President, Chief Technology Officer, Information Systems
Jaime Pillai, Vice President, Operations Support Services
Dianna Prachyl, Senior Vice President, Chief Operating Officer, Acclaim
Merianne Roth, Vice President, Chief Strategy Officer
Scott Rule, Vice President, Chief of Staff
Pia Walker, Vice President, Human Resources
Kathleen Whelan, Vice President, Operations Clinic and PR
Daniel Ziegler, M.D., Medical Staff President
Neal Adams, General Counsel
Lee Ann Franklin, Chaplin
Suzanne Barnes, Recording Secretary

- I. **CALL TO ORDER** – Charlie Powell called the meeting to order at 9:10am
- II. **OPENING PRAYER & PLEDGE** – Chaplin Lee Ann Franklin
- III. **CITIZENS WISHING TO ADDRESS THE BOARD** – No citizens requested to address the board.
- IV. **BOARD CHAIR REPORT** – No report
- V. **CEO REPORT** – No report
- VI. **RECONVENE IN EXECUTIVE SESSION PURUANT TO CHAPTER 551, TEXAS GOVERNMENT CODE FOR THE FOLLOWING:**

Summary: The Board reconvened in Executive Session at 9:15am.

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

Summary: The Board reconvened in Open Session at 10:15am

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

Summary: Consider approval of Perioperative Urological Surgical Physician Assistant forms (PA) and (NP)

Action: Steve Montgomery made the motion to approve the Perioperative Urological Physician Assistant forms (PA) and (NP). The motion was seconded by Dr. Webber and carried unanimously, with modifications.

Summary: Consider approval of Privileges

Action: Dorothy DeBose made the motion to approve the Appointments/Reappointments to the Medical Staff as presented. The motion was seconded by Steve Montgomery and carried unanimously

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

Summary: No reports

- X. **COMMITTEE REPORTS AND ACTION**

Summary: No reports

- XI. **OTHER MATTERS REQUIRING BOARD ACTION**

- A. **Resolution of Commitment to Level 1 Trauma Program – C. Hecht**

Actions: Dr. Webber made the motion to approve the Resolution of Commitment to Level 1 Trauma Program. The motion was seconded by Dorothy DeBose and carried unanimously.

B. Third Amendment to Administrative Support Agreement between Tarrant County Hospital District d/b/a JPS Health Network and Tarrant County Indigent Care Corporation – S. Clark

Action: Dr. Webber made the motion to approve the Third Amendment to Administrative Support Agreement between Tarrant County Hospital District d/b/a JPS Health Network and Tarrant County Indigent Care Corporation with 1 year amendment. The motion was seconded by Rev. Ralph Emerson and carried unanimously.

C. Deliberate and consider action regarding 2018 fiscal year draft budget and proposed fiscal year 2018 ad valorem tax rate

Ms. Clark presented the amended FY18 Tarrant County Hospital District budget to the Board for consideration from the previous approved budget presented on August 10, 2017.

1. Fiscal Year 2018 Tarrant County Hospital District Operational Budget – S. Clark

Action: Mr. Powell called for a motion to approve the amended Fiscal Year 2018 Tarrant County Hospital District Operational Budget. Steve Montgomery made a motion for approval and the motion was seconded by Charles Webber, M.D., as presented and carried unanimously.

Summary: The amended Hospital budget includes a decrease of ad valorem revenue of 5.9% or \$5.8 million, and a decrease in Uncompensated Care revenue of \$13.2 million.

The Hospital income statement was reviewed showing the amended projected FY18 budgeted operating margin of \$4.1 million, and a net income of \$14.6 million with an operating margin of 0.4%. The amended combined net income was proposed at \$2.3 million.

2. Fiscal Year 2018 Tarrant County Hospital District Capital Budget – S. Clark

Action: Mr. Powell call for a motion to approve the Fiscal Year 2018 Tarrant County Hospital District Capital Budget. Mr. Montgomery made a motion for approval and the motion was seconded by Dr. Webber as presented and carried unanimously.

Summary: Ms. Clark presented the Capital FY18 Budget to the Board.

3. Fiscal Year 2018 Acclaim Physician Group Budget – S. Clark

Action: Mr. Powell called for a motion to approve the Fiscal Year 2018 Acclaim Physician Group Budget. Mr. Montgomery made a motion for approval and the motion was seconded by Dr. Webber as presented and carried unanimously.

Summary: Ms. Clark presented the FY18 Acclaim Physician Group budget to the Board.

4. Fiscal Year 2018 JPS Foundation Budget – S. Clark

Action: Mr. Powell called for a motion to approve the Fiscal Year 2018 JPS Foundation Budget. Mr. Montgomery made a motion for approval and the motion was seconded by Dr. Webber as presented and carried unanimously.

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.

Action: Rev. Emerson made a motion to approve the consent agenda, Ms. DeBose seconded the motion, motioned passed unanimously.

- A. Insurance Policy Renewal Update – R. Skillens
- B. July 2017 Unaudited Finance Report – S. Clark
- C. Annual Contribution to JPS Pension Plan for Plan Year October 1, 2016 to September 30, 2017 – S. Clark
- D. Annual Contribution to the Tarrant County Hospital District Governmental Excess Benefit Arrangement (GEBA) for the Plan Year October 1, 2016 to September 30, 2017 – S. Clark
- E. Direct Bill Agreement between Point Comfort Underwriters, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (469771) – S. Clark/K. Shelton
- F. Primary Bad Debt Collection Agency Services Agreement between Data Search Collection, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (472013) – S. Clark/K. Rutherford
- G. Primary Bad Debt Collection Agency Services Agreement between FMA Alliance, Ltd. And Tarrant County Hospital District d/b/a JPS Health Network (472020) – S. Clark/K. Rutherford
- H. Pursuant to JPS Purchasing Procedure LD 7205 Section VIII(d) regarding an exception to competitive bidding or purchase of professional services where obtaining the services through competitive bidding is prohibited or not practical: Consider Approval of exemption(s) of purchase from competitive bidding and Consider Approval of Amendment No. 1-5WUMNQT between Center Health Services, Inc. a Delaware corporation, as successor in interest to Siemens Medical Solutions USA, Inc. and Tarrant County Hospital d/b/a JPS Health Network, which amends an agreement dated April 1, 2004 between Siemens Medical Solutions USA, Inc. and the Tarrant County Hospital District d/b/a JPS Health Network (470515) – S. Clark/K. Rutherford
- I. Master Service Agreement between AGS Health, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (470708) – F. Rosinia, M.D./M. Chandak
- J. Stand Alone Business Associate Agreement and Administrative Services Agreement between Discovery Benefits, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (464747) – P. Walker
- K. Purchase Agreement between HHS Facilities Management, LLC and Tarrant County Hospital District d/b/a JPS Health Network (475385) – J. Labbe
- L. Outside Medical Services Agreement between Millwood Hospital, LP and Tarrant County Hospital District d/b/a JPS Health Network (478579) – W. Young
- M. Outside Medical Services Agreement between SAS Healthcare, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (478585) – W. Young
- N. Outside Medical Services Agreement between SRP Behavioral Hospital of Fort Worth L.L.C. and Tarrant County Hospital District d/b/a JPS Health Network (478592) – W. Young

- O. Purchase Agreement between Paragon Micro, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (462182) – D. Mendenhall
- P. Purchase Agreement between E2 Optics, LLC and Tarrant County Hospital District d/b/a JPS Health Network (462516) – D. Mendenhall
- Q. Purchase Agreement between Garza Capital Investments, LLC d/b/a Premier Communications and Tarrant County Hospital District d/b/a JPS Health Network (462523) – D. Mendenhall
- R. Purchase Agreement between Innovation Network Technologies Corporation and Tarrant County Hospital District d/b/a JPS Health Network (467319) – D. Mendenhall
- S. Purchase Agreement between Optiv Security, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (465089) – D. Mendenhall
- T. Purchase Agreement between Netsync Network Solutions, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (467057) – D. Mendenhall
- U. Purchase Agreement between Netsync Network Solutions, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (467327) – D. Mendenhall
- V. Purchase Agreement between Netsync Network Solution, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (470313) – D. Mendenhall
- W. Purchase Agreement between Netsync Network Solution, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (472052) – D. Mendenhall
- X. Pursuant to JPS Purchasing Procedure LD 7205 Section VIII(d) regarding an exception to competitive bidding for the purchase of professional services where obtaining such services through competitive bidding is prohibited or not practical: Consider Approval of exemptions(s) of purchase from competitive bidding and Consider Approval of Purchase Agreement between AT&T and Tarrant County Hospital District d/b/a JPS Health Network (467769) – D. Mendenhall
- Y. Purchase Agreement between Quantum Mechanical Services, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (477802) – J. Pillai
- Z. Agreement between of Stryker and Tarrant County Hospital District d/b/a JPS Health Network (442248) – W. Peebles
- AA. Purchase Agreement between of Belimed Auto Clave and Tarrant County Hospital District d/b/a JPS Health Network (477931) – W. Peebles
- BB. Purchase Agreement between of Pentax and Tarrant County Hospital District d/b/a JPS Health Network (477795) – W. Peebles
- CC. Agreement between of GE Healthcare and Tarrant County Hospital District d/b/a JPS Health Network (475448) – K. Whelan

DD. District Policies for Consideration – R. Skillens

1. LD 300 Conflicts of Interest for Employees Policy
2. LD 600 Conflicts of Interest for Practitioners Policy
3. LD 1100 Board of Managers Conflict of Interest Policy
4. LD 5400 Conflicts of Interest for Vendors Policy
5. LD 3300 American with Disabilities Act Accommodations

EE. Tarrant County Hospital District Policies – F. Rosinia, M.D.

1. MS 600 Criteria for Brain Death
2. NPS 800 Handling and Movement

**SIGN
HERE**

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

Summary: No report

XIV. **AJOURN**

Action: There being no further business, the meeting adjourned at 10:31am

Charlie Powell

Charlie Powell, Board Chair

11-9-2017

Date