

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

**Board of Managers Meeting**

**Thursday, October 14, 2021**

**Meeting Minutes**

The Tarrant County Hospital District (“District”) Board of Managers met Thursday, October 14, 2021, with the following members present:

Dorothy DeBose, Board Vice Chair  
Roger Fisher, Board Secretary  
Amanda Arizola (arrived at 1:52pm)  
Rev. Ralph Emerson  
Steve Montgomery  
D.T. Nguyen  
Trent Petty  
Charlie Powell, Board Immediate Past Chair (left at 3:23pm)  
Steven Simmons, D.O.  
Zim Zimmerman

Board Members Absent: Charles Webber, M.D., Board Chair

Others Attending: Robert Earley, President, Chief Executive Officer  
Karen Duncan, M.D., Senior Executive Vice President, Chief Operating Officer  
Bryan Becker, M.D., President Acclaim, Executive Vice President, JPS Health Network  
Sharon Clark, Senior Executive Vice President, Chief Financial Officer  
Mark Hallman, Vice President, Chief Innovation & Transformation Officer  
Cheryl Hurd, M.D., President, Medical Staff  
Joy Parker, Vice President Community Health  
Daphne Walker, Senior Vice President, Chief Legal Counsel  
Colin Werenka, Senior Vice President, Chief Compliance Officer  
Lee Ann Franklin, Executive Director, Spiritual Care & Ethics  
Kathryn Sorlie, Director, Cancer Center Oncology  
Dr. Bassam Ghabach, Medical Director, Oncology  
Darrick Walls, Broaddus  
Lindsley Withey, Guidehouse  
Suzanne Barnes, Recording Secretary

**I. CALL TO ORDER** – Ms. DeBose called the meeting to order at 1:01pm

**II. OPENING PRAYER & PLEDGE** – Lee Ann 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 – September 9, 2021**

**Action:** Mr. Fisher motioned to approve the September 9, 2021 minutes, seconded by Mr. Powell, motion passed unanimously.

#### **V. BOARD CHAIR REPORT AND ACTION – D. DeBose**

##### **A. NOMINATING COMMITTEE APPOINTMENTS – Appoint members to the Nominating Committee who will make officer candidate recommendations for the upcoming Election of Officers to be held on November 11, 2021.**

**Summary:** Ms. DeBose acting as Chair, made the Nominating Committee Appointments. She noted the following Board members were all asked to serve on the Nominating Committee and they had all agreed and announced the following Nominating Committee appointments:

- Steve Montgomery
- Ralph Emerson – Chair of the Committee
- Charlie Powell

Ralph Emerson will serve as the Chair of the Committee.

Ms. DeBose also noted that in accordance with the terms of the Bylaws, once Dr. Webber's term is concluded and his seat as Chair is vacant, the current Vice-Chair, Ms. DeBose, will immediately become the Chair which in turn will cause the Vice-Chair position to become vacant, at which time the current Secretary, Mr. Fisher, will immediately become Vice Chair. Ms. DeBose then stated that, unless there is any disagreement, the only Officer selection that requires referral to the Nominating Committee is the position of Secretary.

There being no disagreement, let the minutes reflect that at the end of the current term, the vacancies in the Chair and Vice Chair positions will be filled by the current Vice Chair and Secretary respectively, and, in accordance with the Bylaws, the Board will refer to the selection of a new Secretary to the Nominating Committee. The Nominating Committee will bring forth the recommendation or recommendations for Secretary to the November Board meeting. Any Board member wishing to be considered for the position of Secretary should submit his or her request to the Nominating Committee.

#### **VI. CEO REPORT – Robert Earley**

- Prayer Remembrance Garden
- Arlington City Council
- COVID numbers
- Number of employees vaccinated – 62%

#### **VII. DEPARTMENT UPDATE**

##### **A. Oncology & Infusion Center – Kitty Sorlie, Director Oncology & Infusion Center**

**Summary:** Joy Parker, Vice President, Community Health introduced Kitty Sorlie and

Dr. Bassam Ghabach. Dr. Ghabach spoke on the following:

- Oncology & Infusion Clinic
- Multidisciplinary Cancer Center Team
- Community Outreach
- Quality Initiatives
- Support Services
- Community Relationships
- COVID – 19 Impact

**VIII. REPORT FROM MEDICAL EXECUTIVE STAFF COMMITTEE REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL – C. Hurd**

**Summary:** Dr. Hurd updated the board of the following Oversight functions:

- PSI90 Report
- Patient Experience Data was presented by Lara Burnside
- Budget Medical Education was presented by Dr. Tricia Elliott
- Medical Records Committee minutes
- Utilization Review
- Ethics Committee
- Medical Staff Committee
- Consent Agenda Items
- Delineation Privilege Project ongoing
- Bylaws

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

**Report deferred to November**

**X. COMMITTEE REPORTS AND ACTION**

**A. Joint Finance and Planning Committee/or Action – S. Montgomery/T. Petty**  
Thursday, September 23, 2021

**Summary:** Mr. Montgomery updated the board on the following:

- August Financials
- Consent Agenda items

**Summary:** Mr. Petty updated the board on the following:  
Bond Update will be discussed during the Draft Master Facility Plan presentation

**B. Human Resources Committee/or Action – D. DeBose**  
Thursday, September 23, 2021

**Summary:** Ms. DeBose updated the board on the following:

The HR Committee met on September 23, 2021, the Committee unanimously voted to retain an outside compensation consultant to conduct an executive compensation package market study in order to present information to the Committee that will allow for evaluation and recommendations for JPS executive team member compensation, including salary and overall benefits.

The Committee directed staff to present the Committee with 3 potential consultants from which it can select to conduct this work. The Committee will make that consultant selection at the November meeting and will report back to the Board once the work is concluded.

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

A. Consider Approval of 5<sup>th</sup> Modification Lease Agreement between Andrews-Dillingham Properties, LTD, and Tarrant County Hospital District d/b/a JPS Health Network (135539)

**Action:** Mr. Montgomery motioned to approve the 5<sup>th</sup> Modification Lease Agreement between Andrews-Dillingham Properties, LTD, and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Mr. Zimmerman, motion passed unanimously.

B. Consider Approval of the following Policies – T. Elliott –

1. AA 1100 Disruptive Behavior Policy/ AA 1101 (Archival)
2. AA 1300 House Staff Program & Rotation Completion Policy/ AA 1301 (Archival)
3. AA 4100 Resident/Fellow Professional Liability Insurance Policy/ AA 4101
4. AA 4200 Resident/Fellow Health and Disability Insurance Policy/ AA 4201
5. AA 4300 Resident/Fellow Well-being and Behavioral Health Policy/ AA 4301
6. AA 4400 Resident/Fellow Clinical and Educational Work Hours Policy/ AA 4401
7. AA 4500 Residency/Fellowship Vendors Policy/ AA 4501
8. AA 4600 Resident/Fellow Non-Competition Policy/ AA 4601
9. AA 4700 Resident/Fellow Training Documentation Policy/ AA 4701

**Action:** Mr. Montgomery motioned to approve the Archival of Polices AA100 and AA1300, and to approve the Polices 3-9 listed under XI. B., seconded by Rev. Emerson, motion passed unanimously.

C. Review and Accept Draft Master Facility Plan – Broaddus

**Summary:** Mr. Darrick Walls presented the board with the Draft Master Facility Plan and addressed questions from board members.

D. Medical Home Update – Guidehouse

**Summary:** Ms. Lindsley Withey presented the board with an update on the Medical Home and addressed questions from board members. Mr. Nguyen requested the supporting data in which the zip codes are being prioritized.

Mr. DeLon Green and Ms. Veronica Murphy from K Strategies presented the board with the MWVBE update and addressed questions from board members.

**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 motioned to approve the Consent Agenda, seconded by Ms. Arizola, motion passed unanimously.

A. Consider Acceptance of August 2021 Unaudited Financial Report – S. Clark

- B. Consider Approval of First Amendment to the Vizient Agreement between Baxter Healthcare Corporation and Tarrant County Hospital District d/b/a JPS Health Network (921863) – T. Banda
- C. Consider Approval of (1) Exemption to bid and (2) Statement of Work between Mercer (US) Inc. and Tarrant County Hospital District d/b/a JPS Health Network (946534) – K. Duncan
- D. Consider Approval of FDI Program Consignment Agreement between FFF Enterprises, Inc., MinibarRX, LLC, and Tarrant County Hospital District d/b/a JPS Health Network (921312) – D. Chung
- E. Consider Approval of (1) Exemption to bid and (2) Sixth Amendment to Medical Education Affiliation Agreement for Emergency Medicine between Integrative Emergency Services Physician Group, P.A. and Tarrant County Hospital District d/b/a JPS Health Network (947542) – T. Elliott
- F. Consider Approval of Maintenance Agreement between Master Video Systems, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (925953) – D. Mendenhall
- G. Consider Approval of (1) Exemption to bid and (2) Implementation Estimate between Epic Systems Corporation and Tarrant County Hospital District d/b/a JPS Health Network (934804) – D. Mendenhall
- H. Consider Approval of Addendum to DIR Contract No. DIR-TSO-4315 between immixTechnology, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (946124) – D. Mendenhall
- I. Consider Approval of Human Resources 2400 Mandatory Training – K. Duncan
- J. Consider Approval of Human Resources 4700 90 Day Orientation Period – K. Duncan
- K. Consider Approval of Human Resources 4800 Performance Appraisal – K. Duncan

**XIII. REPORT OF LEGAL COUNSEL AND/OR LEGAL MATTERS REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL – D. Walker**

**Summary** – No report

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

The Board took a break at 3:18pm  
 The Board went into Executive Session at 3:34pm

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

The Board reconvened in Open Session at 4:14pm

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

**Action:** Mr. Zimmerman motioned to approve the Privileges/Appointments and reappointments as presented, seconded by, Mr. Montgomery motion passed unanimously.

**XV. ADJOURN** – There being no further business to discuss, Ms. DeBose adjourned the meeting at 4:14pm.

Dorothy DeBose 11/11/21  
Dorothy DeBose— Board Vice Chair      Date