

**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 SEPTEMBER 8, 2022**

Meeting Minutes

The Tarrant County Hospital District (“District”) Board of Managers met Thursday, September 8, 2022, with the following members present:

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

Board Members Absent: Charlie Powell, Board Member
Charlies Webber, M.D., Board Past 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
Janet Miles, M.D., President, Medical Staff
Suzanne Barnes – Recording Secretary

- I. **WELCOME AND CALL TO ORDER OF BOARD OF MANAGERS** - Ms. DeBose called the meeting to order at 1:00pm.
- II. **OPENING PRAYER & PLEDGE** - LeeAnn Franklin gave the Invocation.
- III. **CITIZENS WISHING TO ADDRESS THE BOARD**

Summary: There were no citizens present wishing to address the Board of Managers.
- IV. **APPROVAL OF MINUTES**
 - A. Board of Managers – August 11, 2022

Action: Rev. Emerson motioned to approve the August 11, 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.

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

A. Clinical Privilege Forms – J. Miles

1. Delineation of Privileges Women’s Health Nurse Practitioner

Action: Rev. Emerson motioned to approve the Delineation of Privileges Women’s Health Nurse Practitioner, seconded by Dr. Simmons, motion passed unanimously.

VIII. COMMITTEE REPORTS AND ACTION

A. Finance Committee (August 25) – D. DeBose provided the update on behalf of Mr. Nguyen

B. Human Resources (August 25) – A. Arizola

Summary: Ms. DeBose provided the Finance Committee update on behalf of Mr. Nguyen. Ms. Arizola provided the Human Resources Committee update.

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

A. Ratification of Statements of Work between Hillrom Company, Inc., and Tarrant County Hospital District, replaces the current nurse system for the Main Tower and the Patient Care Pavilion (1013641, 1017859) – D. DeBose | D. Walker

Action: Mr. Petty motioned to ratify the Board Officers approval of Statement of Work between Hillrom Company, Inc., and Tarrant County Hospital District, seconded by Rev. Emerson, motion passed unanimously.

B. JPS Foundation Presentation – C. Sutterfield

Summary: Ms. Sutterfield provided a high-level Foundation overview 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. Zimmerman motioned to approve all Consent Agenda items below, seconded by Rev. Emerson, motion passed unanimously.

FINANCE

- A. Acceptance of June 2022 Unaudited Financial Report – S. Clark
- B. Approval of Products Purchase Agreement between Seqirus USA, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (990891) – J. Parker
- C. Approval of Arthrex Hand Implant Pricing Agreement between Arthrex, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (989415) – J. Farrell
- D. Approval of Product Pricing Agreement between Howmedica Osteonics Corp., acting through its Orthopaedic Division and Tarrant County Hospital District d/b/a JPS Health Network (1006198) – J. Farrell
- E. Approval of Products Purchase Agreement between Axogen Corporation and Tarrant County Hospital District d/b/a JPS Health Network (1013025) – J. Farrell
- F. Approval of Purchase Agreement between Brainlab, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1020710) – J. Farrell
- G. Approval of Products Purchase and Professional Services Agreement between Siemens Medical Solutions USA, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1009154) – J. Parker
- H. Approval of Interlocal Agreement for the Provision of Pediatric and Adolescent Behavioral Health Services between Mansfield Independent School District and Tarrant County Hospital District d/b/a JPS Health Network (1011384) – Z. Baugh
- I. Approval of Interlocal Agreement for the Provision of Pediatric and Adolescent Behavioral Health Services between Millsap Independent School District and Tarrant County Hospital District d/b/a JPS Health Network (1011646) – Z. Baugh
- J. Approval of Addendum to DIR Contract No. DIR-TSO-4288 between Carahsoft Technology Corporation and Tarrant County Hospital District d/b/a JPS Health Network (1039129) – D. Mendenhall
- K. Approval of Agreement between Beck—Potere Joint Venture and Tarrant County Hospital District d/b/a JPS Health Network (1043137) – D. Walls
- L. Approval of Amendment No. One to Architect Agreement between Beck Architecture, LLC and Tarrant County Hospital District d/b/a JPS Health Network (1048626) – D. Walls
- M. Approval of Professional Services Agreement between Corgan Associates, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1035877) – D. Walls

PLANNING

- A. Award to Curtain Hall Design for Waterproofing Consultant – D. Walls (Broaddus)
- B. Award to 5 AEI for Commissioning Consultant – D. Walls (Broaddus)
- C. Award to Focus EGD for Wayfinding Consultant – D. Walls (Broaddus)

QUALITY

- A. NR 200 Assignment of Patient Care Plan Policy – J. Farrell
- B. 1100 Continuum of Care Plan Policy – J. Farrell
- C. 1600 Sexual Assault Services Policy – J. Farrell

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 Chairwoman adjourned Open Session at 1:50pm and the Board went into Executive Session at 2:00pm.

XIII. 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 3:22pm

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

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

- B. GEBA Funding – D. Walker

Summary: The Board Chair has called for a Special Committee entitled the Compensation Committee to review information about the GEBA and other defined benefit plans, and to review information regarding executive compensation packages. The following Board members are appointed to serve on that committee: DT Nguyen, Roger Fisher, Rev. Emerson, Zim Zimmerman and Dorothy DeBose.

Ms. DeBose also recommended that the Board to consider approval of a request to fund the GEBA in the amount of \$1,000,000 to cover any immediate payments that might need to be paid from the GEBA account until a full and final decision is made regarding the plan.

Action: Mr. Nguyen motioned to approve up to 1 million to cover immediate payment from the GEBA account, seconded by Mr. Fisher, motion passed unanimously.

XIV. ADJOURN – There being no further business to discuss, Ms. DeBose adjourned the meeting at 3:24p.m.

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



Dorothy DeBose, Board Chair



Date