

**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**

Board of Managers Meeting

Thursday, September 12, 2019

Meeting Minutes

The Tarrant County Hospital District (“District”) Board of Managers met Thursday, September 12, 2019, JPS Health Network, 1500 S. Main Street, 3rd Floor Outpatient Conference Rooms with the following members present:

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

Board Members Absent: D.T. Nguyen, Board Secretary

Others Attending: Robert Earley, President, Chief Executive Officer
Bill Whitman, Senior Executive Vice President, Chief Operating Officer
Zelia Baugh, Executive Vice President, Behavioral Health
Diana Brodeur, Vice President, Communications
Robert Browder, Vice President, Legal Services
Lara Burnside, Senior Vice President, Strategy, Chief Patient Experience Officer
Kenny Carr, Senior Vice President, Network Operations
Sharon Clark, Senior Executive Vice President, Chief Financial Officer
Karen Duncan, M.D., Executive Vice President, Community Health Administration
Tricia Elliott, M.D., Senior Vice President, Academics and Research,
Chief Academic Officer
Timothy Kremer, M.D., Senior Vice President, Chief Physician Engagement Officer
Wanda Peebles, Executive Vice President, Acute Care, Chief Nursing Officer
Dianna Prachyl, Senior Vice President, Acclaim Chief Operating Officer
Trudy Sanders, Vice President, Patient Care Services
Laura Thomas, Senior Vice President, Finance
Pia Walker, Senior Vice President, Human Resources & Learning
Neal Adams, General Counsel
Suzanne Barnes, Recording Secretary

I. **CALL TO ORDER** – Mr. Powell called to order at 1:08pm

II. **OPENING PRAYER & PLEDGE**

III. CITIZENS WISHING TO ADDRESS THE BOARD

Summary: No citizens addressed the board

IV. APPROVAL OF MINUTES

A. Board of Managers – August 8, 2019

Action: Dr. Simmons motioned to approve the August 8, 2019 minutes, seconded by Ms. DeBose, motion passed unanimously.

V. BOARD CHAIR REPORT

Summary: Mr. Powell gave a briefing on the ForeChange conference that Mr. Earley attended
Mr. Powell gave thanks to the ED team for providing him with care

VI. CEO REPORT

Summary: Mr. Earley updated the Board on the following

- Medical Homes redesignated as PCMH (Patient Centered Medical Homes)
- Stroke Team recertified
- ForeChange Conference
- Bond meeting update
- Mr. Petty gave an update on the bond meetings with the county commissioners

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

A. Consider Approval of the Cardiovascular Disease Clinical Privileges

Summary: Dr. Webber motioned to approve the Cardiovascular Disease Clinical Privileges, seconded by Ms. DeBose, motioned passed unanimously.

B. Consider Approval of the Department of Internal Medicine Neurology Delineation of Privileges

Summary: Dr. Webber motioned to approve the Department of Internal Medicine Neurology Delineation of Privileges seconded by Dr. Simmons, motioned passed unanimously.

VIII. REPORT FROM ACCLAIM PHYSICIAN GROUP, INC, REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL – M. HOCHBERG, M.D.

Summary: No report

IX. COMMITTEE REPORTS AND ACTION

**A. Finance Committee/or Action – S. Montgomery, Chair
Thursday, August 22, 2019**

1. Financial Summary Report – S. Clark

Summary: Ms. Clark gave the board an update on the July Financials

**B. Governance Committee/or Action – R. Fisher, Chair
Thursday, August 22, 2019**

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

A. Consider Approval for the appointment of J.R Labbe to represent Tarrant County Hospital District for the following TIF and TIRZ boards:

1. TIRZ City of Euless Zone #4
2. TIF 9 Trinity River Vision
3. TIF 10 Lone Star/Cabela's
4. TIF 12 East Berry Renaissance
5. TIF Samson Park

Action: Mr. Fisher motioned to approve the appointment of J.R. Labbe to represent Tarrant County Hospital District for the following TIF and TIRZ boards, seconded by Mr. Montgomery, motioned passed unanimously.

1. TIRZ City of Euless Zone #4
2. TIF 9 Trinity River Vision
3. TIF 10 Lone Star/Cabela's
4. TIF 12 East Berry Renaissance
5. TIF Samson Park

B. Consider Approval of (1) Sole Source Exemption and (2) Purchase Agreement between Neonatal Product Group, Inc. d/b/a Creche Innovations and Tarrant County Hospital District (701052) – W. Peebles

Action: Mr. Montgomery motioned to approve the, (1) Sole Source Exemption and (2) Purchase Agreement between Neonatal Product Group, Inc. d/b/a Creche Innovations and Tarrant County Hospital District seconded by Dr. Webber, motioned passed unanimously.

XI. 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 the Consent Agenda items, seconded by Rev. Emerson, motion passed unanimously.

A. Consider Acceptance of July 2019 Unaudited Financial Report – S. Clark

- B.** Consider Approval of Annual Contribution to JPS Pension Plan for Year October 1, 2018 to September 30, 2019 – S. Clark
- C.** Consider Approval of Annual Contribution to Tarrant County Hospital District Governmental Excess Benefit Arrangement (GEBA) for the Plan Year October 1, 2018 to September 30, 2019 – S. Clark
- D.** Consider Approval of Agreement for Purchase and Sale of Property between Growco Development LLC and Tarrant County Hospital District d/b/a JPS Health Network (697391) – S. Clark
- E.** Consider Approval of Amendment to Commercial Lease Agreement between Tarrant County Hospital District d/b/a JPS Health Network and Larimar Development, LP (159365) – S. Clark
- F.** Insurance Policy Renewal Update – R. Skillens
- G.** Consider Approval of Outside Medical Services Agreement between Texas Health Resources and Tarrant County Hospital District d/b/a JPS Health Network (697046) – Z. Baugh
- H.** Consider Approval of Outside Medical Services Agreement between Millwood Hospital, LP and Tarrant County Hospital District d/b/a JPS Health Network (697339) – Z. Baugh
- I.** Consider Approval of Outside Medical Services Agreement between Mesa Springs, LLC and Tarrant County Hospital District d/b/a JPS Health Network (697881) – Z. Baugh
- J.** Pursuant to JPS Purchasing Procedure LD 7205 Section VIII(g), consider (1) granting an exemption to competitive bidding for purchase of goods and services 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. Gov't. Code §262.024(a)(7); and (2) approval of Purchase Agreement (Medical Equipment with Installation and without Service Agreement) between Translogic Corporation d/b/a Swisslog Healthcare and Tarrant County Hospital District d/b/a JPS Health Network (701151) Z. Baugh
- K.** Consider Approval of Master Service Terms Agreement between Stryker Sales Corporation and Tarrant County Hospital District d/b/a JPS Health Network (618208) – K. Carr
- L.** Consider Approval of Purchase Agreement between Avanos Medical Sales, LLC and Tarrant County Hospital District d/b/a JPS Health Network (681002) – K. Carr
- M.** Consider Approval of Purchase Agreement (Network Distribution Switches FY19) between Netsync Network Solutions and Tarrant County Hospital District d/b/a JPS Health Network (692063) – D. Mendenhall
- N.** Consider Approval of Purchase Agreement (VDI Expansion) between Netsync Network Solutions and Tarrant County Hospital District d/b/a JPS Health Network (696466) – D. Mendenhall
- O.** Consider Approval of Master Terms and Conditions between QTS and Tarrant County Hospital District d/b/a JPS Health Network (691953) – D. Mendenhall
- P.** Consider Approval of the FY20 Compliance Work Plan – R. Skillens

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

- 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 44 contracts under \$500,000.

Summary: Senate Bill 1640 Mr. Adams has provided the board members with a memorandum

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

The Board took a brief break at 1:50pm the Board reconvened in Executive Session at 2:00pm

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

The Board reconvened in Open Session at 2:34pm

Summary: Consider Approval of Privileges/Appointments and Reappointments to the Medical Staff as presented – C. Schrader, M.D.

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

Action: There being no further business, the meeting adjourned at 2:36pm



Charlie Powell, Board Chair



Date