

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

JPS HEALTH NETWORK
1500 S. MAIN STREET
FT. WORTH, TX 76104

3RD FLOOR OPC CONFERENCE ROOM

JOINT BOARD OF MANAGERS MEETING AND GOVERNANCE COMMITTEE
12:00 PM Thursday, June 27, 2019

Meeting Minutes

The Joint TCHD Board of Managers and Governance Committee met Thursday, June 27, 2019 in the auditoriums of the JPS Health Network Outpatient Building, 1500 S. Main Street, Fort Worth, Texas 76104. The following Board/Committee members were present:

Charlie Powell, Board Chair
Charles Webber, M.D., Vice Chair
Steve Montgomery
D.T. Nguyen
Daniel Ziegler, M.D.

Committee Members Absent: Roger Fisher II, Committee Chair
Dorothy DeBose
Amanda Arizola

Others Attending: Robert Earley, President and Chief Executive Officer
Bill Whitman, Senior Executive Vice President, Chief Operating Officer
Sharon Clark, Senior Executive Vice President, Chief Financial Officer
Ron Skillens, Senior Vice President, Enterprise Risk Management, Chief Compliance Officer
David Mendenhall, Vice President, Chief Technology Officer
Karen Duncan, M.D., Senior Vice President, Community Health
Michael Hochberg, M.D., Executive Vice President, Chief Clinical Officer, and President, acclaim
Laura Burnside, Senior Vice President, Chief Experience Officer
Michelle Green-Ford, Vice President and Chief Diversity Officer
Tim Kremer, M.D., Senior Vice President, Chief Physician Engagement Officer
Michelle Atkins, Chief Audit Executive
Neal Adams, General Counsel
Kelly Rodriguez, Assistant Precinct Administrator, Precinct 2
Guadalupe Mojarro, Administrative Fellow
Deborah Boone, Administrative Intern
Zachary Mauricio, Administrative Intern
April Nash, Recording Secretary

I. CALL TO ORDER

The meeting of the Joint Board of Managers and Governance Committee meeting was called to order at 12:14 P.M. by Board Chair, Charlie Powell.

II. CITIZENS WISHING TO ADDRESS THE COMMITTEE

There were no citizens signed in to speak.

III. APPROVAL OF MINUTES – Thursday, April 25, 2019**Action:**

Mr. Powell called for a motion to approve the April 25, 2019 Governance Committee minutes. The motion was made by Steve Montgomery and seconded by Zim Zimmerman. The minutes were approved unanimously.

IV. COMMITTEE CHAIR REPORT –

None.

V. CONSIDER GOVERNANCE COMMITTEE REPORTS/UPDATES FOR DISCUSSION AND/OR COMMITTEE ACTION**A. ERM Update – R. Skillens, T. Kremer, M. Hochberg****1. Board Education – Three Lines of Defense**

Summary: Ron Skillens provided the Board with education detailing the three lines of defense, the components of each, and how they work together to ensure senior leadership is aware of risks to the District.

2. Physician Engagement

Summary: Tim Kremer, M.D., updated the Board on recent activities focused on understanding the physician engagement risk and mitigating it. Dr. Kremer emphasized the importance of aligning physician and organizational goals as a necessary first step in the process of increasing physician engagement.

3. Clinical Quality

Summary: Michael Hochberg, M.D., highlighted leadership changes intended to position the District to properly address risks and take advantage of opportunities. A strong focus will be placed on reevaluating procedures to ensure standardization. Efforts are underway to create a culture of empowering all staff to ask for help, and be active participants in constantly improving care.

B. Compliance Program Report(s)/Update(s) – R. Skillens, M. Atkins**1. Key Compliance Headlines**

Summary: Mr. Skillens updated the Board on recent fines and enforcement actions.

2. Compliance Program Updates

Summary: Michelle Atkins briefed the Board on the Fiscal Year 2019 Work Plan. Ms. Atkins highlighted new privacy initiatives and specific on-going activities the Compliance Department performs on behalf of the District.

C. Internal Audit Report(s)/Update(s) – R. Skillens, M. Atkins

Summary: Ms. Atkins briefed the Board on the Fiscal Year 2019 Internal Audit Work plan.

VI. RECONVENE IN EXECUTIVE SESSION PURSUANT TO CHAPTER 551, TEXAS GOVERNMENT CODE.

The Committee reconvened in Executive Session at 1:00 PM

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

The Committee reconvened in Open Session at 1:27 PM

VIII. CONSIDER MATTERS REQUIRING COMMITTEE ACTION OR DISCUSSION:

IX. ADJOURN

There being no further business, the meeting adjourned at 1:27 P.M.

Charlie Powell

Charlie Powell, Board Chair,

Aug. 22, 2019

Date