

TARRANT COUNTY HOSPITAL DISTRICT (TCHD)
d/b/a JPS HEALTH NETWORK
1500 S. Main Street
Fort Worth, TX 76104
3rd Floor OPC Conference Room
Board of Managers Meeting
Thursday, December 16, 2021
Meeting Minutes

The Tarrant County Hospital District (“District”) Board of Managers met Thursday, December 16, 2021, with the following members present:

Charles Webber, M.D., Board Chair
Dorothy DeBose, Board Vice Chair
Roger Fisher, Board Secretary
Amanda Arizola
Rev. Ralph Emerson (arrived at 10:16 a.m.)
D.T. Nguyen
Trent Petty
Charlie Powell, Board Immediate Past Chair
Steven Simmons, D.O. (arrived at 11:01 a.m.)
Zim Zimmerman (arrived at 10:30 a.m.)

Board Members Absent: Steve Montgomery

Others Attending: Karen Duncan, M.D., Senior Executive Vice President, Chief Operating Officer
Bryan Becker, M.D., President Acclaim, Executive Vice President, JPS Health Network
Doug Chung, Vice President, Clinical Ancillary Services
Sharon Clark, Senior Executive Vice President, Chief Financial Officer
Dina Dent, Vice President, Chief Nursing Officer
Jill Farrell, Vice President, Clinical Integration
Cheryl Hurd, M.D., President, Medical Staff
Adam Lane, Vice President, Chief Facilities Management Officer
Rory McCrady, Senior Vice President, Revenue Cycle
David Mendenhall, Vice President, Chief Technology Officer
Lauren Poe, Executive Director, Strategy & Business Development
Daphne Walker, Senior Vice President, Chief Legal Counsel
Colin Werenka, Senior Vice President, Chief Compliance Officer
Suzanne Barnes, Recording Secretary

- I. **CALL TO ORDER** – Dr. Webber called the meeting to order at 10:13am
- 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 – November 11, 2021

Action: Mr. Petty motioned to approve the November 11, 2021 minutes, seconded by Ms. DeBose, motion passed unanimously.

B. Joint Finance & Planning Committee – November 18, 2021

Action: Ms. DeBose motioned to approve the November 18, 2021 minutes, seconded by Mr. Nguyen, motioned passed unanimously.

V. BOARD CHAIR REPORT – Dr. Webber

- Succession Planning

VI. COO REPORT – Karen Duncan, M.D.

- COVID Update
- Joint Commission
- Leapfrog Celebration – A grade
- Thanked Dr. Webber Service to the board with the Golden Mitt Award

VII. REPORT FROM AUDITOR

A. Consider Acceptance of BKD's Auditor's Report FY21 and Consider Approval of FY21 Audit – C. Clark

Summary: Chris Clark, BKD Auditor, CPA, presented the JPS Health Network FY21 Auditor's Report

Action: Mr. Petty motioned to accept and approve the FY21 Auditor Report for the JPS Health Network, seconded by Ms. DeBose, motion passed unanimously.

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

A. Consider Approval of Critical Care Medicine Privilege Form

Action: Ms. DeBose motioned to approve the Critical Care Medicine Privilege Form, seconded by Mr. Nguyen, motioned passed unanimously.

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

- Thanked the Board
- Year end PSI90 Report
- Dr. Tricia Elliott presented Academic Affairs and GME
- CLER Visit
- PSQG Minutes
- Finance Update
- Medical Records Committee minutes
- Recognition Awards

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

Summary: Dr. Becker update the board on the following:

- Clinical – Quality of Care
 - Excess measure reduction in process
 - Quality Committee to track performance
 - Patient engagement and readmission across JPS
- People
 - APPs
 - Physician Board and SPEs
 - Legal
- Strategic
 - ORs
 - New Partnerships
- Organizational
 - Compensation modeling
 - Operational
- Financial
 - Thru November \$1.99M positive variance to budge
 - Billed professional activity down
 - Revenue cycle
 - New managed care contracting process working

X. COMMITTEE REPORTS AND ACTION

A. Joint Finance and Planning Committee/or Action – S. Montgomery/T. Petty
Thursday, November 18, 2021

1. Finance Summary Reports – S. Clark

Summary: Ms. Clark presented the Financial Summary Report

2. Planning Committee – T. Petty

a. Planning Executive Steering Committee Update

Summary: Mr. Petty updated the board on the following:

- RFP/RFQ Process
- Mr. Walls, Senior Project Manager, presented the RFP/RFQ update
- Ms. Rowan, Meadows Mental Health Policy Institute, presented the Transitional PEC update
- Ms. Withey, Guidehouse, presented the Phase II Market Prioritization

- b. Consider Approval of the Various Projects and Corresponding Committee Competitive Solicitation Requests as set forth on the attached RFP/RFQ – Recommendations for Review and Approval – D. Walker

Action: Mr. Fisher motioned to approve the Various Projects and Corresponding Committee Competitive Solicitation Requests as set forth on the attached RFP/RFQ Recommendations for Review and Approval, seconded by Mr. Zimmerman, motioned passed unanimously.

- c. Guidance for Vendor Interactions – D. Walker

Summary: Ms. Walker presented an overview on How to Do Business with JPS – A Guide for Board Members and JPS Leaders

- B. Human Resources Committee/or Action – D. DeBose
Thursday, December 9, 2021

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

- Consent Agenda items

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

- A. Ratification of Human Resources Committee and Board Officers of the approval FY21 Annual Incentive Plan/Long Term Incentive Awards
– K. Duncan/L. Poe

Action: Ms. DeBose motioned to approve the Ratification of Human Resources Committee and Board Officers of the approval FY21 Annual Incentive Plan/Long Term Incentive Awards, seconded by Mr. Nguyen, motioned passed unanimously.

- B. Staffing Effectiveness Report – D. Dent

Action: Ms. DeBose motioned to approve the Staffing Effectiveness Report, second by Mr. Nguyen, motioned passed unanimously.

- C. Consider Approval of Subsequent Policy Period Offer between Unimerica Insurance Company and Tarrant County Hospital District d/b/a JPS Health Network (977419) - Dr. Duncan

Action: Ms. DeBose motioned to approve the Subsequent Policy Period Officer between Unimerica Insurance Company and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Rev. Emerson, motioned passed unanimously.

- D. Consider Approval of Master Services Agreement between Versalus Health, LLC and Tarrant County Hospital District d/b/a JPS Health Network (974963) – R. McCrady

Action: Ms. DeBose motioned to approve the Master Services Agreement between Versalus Health, LLC and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Rev. Emerson, motioned passed by 9 board member, Mr. Nguyen Abstained.

- E. Consider Approval of (1) Exemption to Bid and (2) Hospice Care Services Agreement between Vitas Healthcare of Texas, LP and Tarrant County Hospital District d/b/a JPS Health Network (961055) – R. McCrady

Action: Mr. Petty motioned to approve (1) Exemption to Bid and (2) Hospice Care Services Agreement between Vitas Healthcare of Texas, LP and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Rev. Emerson, motioned passed unanimously.

- F. Consider Approval of (1) Exemption of Bid and (2) Hospice Care Services Agreement between Cristela Flores Serenity Hospice LLC d/b/a Serenity Hospice and Tarrant County Hospital District d/b/a JPS Health Network (960308) – R. McCrady

Action: Ms. DeBose motioned to approve (1) Exemption to Bid and (2) Hospice Care Services Agreement between Cristela Flores Serenity Hospice LLC d/b/a Serenity Hospice and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Mr. Zimmerman, motioned passed unanimously.

- G. Consider Approval of Professional Services Agreement between R1 RCM Inc. and Tarrant County Hospital District d/b/a JPS Health Network (967525) – J. Farrell

Action: Mr. Fisher motioned to approve the Professional Services Agreement between R1 RCM Inc. and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Ms. DeBose, motioned passed unanimously.

- H. Consider Approval of Product Purchase Agreement between Stryker Sales, LLC and Tarrant County Hospital District d/b/a JPS Health Network (968135) – D. Dent

Action: Mr. Fisher motioned to approve the Product Purchase Agreement between Stryker Sales, LLC and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Ms. DeBose, motioned passed unanimously.

- I. Consider Approval of Interlocal Agreement for the Provision of Pediatric and Adolescent Behavioral Health Services between Keller Independent School District and Tarrant County Hospital District d/b/a JPS Health Network (974369) – D. Dent

Action: Mr. Zimmerman motioned to approve the interlocal Agreement for the Provision of Pediatric and Adolescent Behavioral Health Services between Keller Independent School District and Tarrant County Hospital d/b/a JPS Health Network, seconded by Dr. Simmons, motioned passed unanimously.

- J. Consider Approval of Interlocal Agreement for the Provision of Pediatric and Adolescent Behavioral Health Services between Dublin Independent School District and Tarrant County Hospital District d/b/a JPS Health Network (974527) – D. Dent

Action: Ms. DeBose motioned to approve the interlocal Agreement for the Provision of Pediatric and Adolescent Behavioral Health Services between Dublin Independent School District and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Dr. Simmons, motioned passed unanimously.

- K. Consider Approval of (1) Exemption to Bid and (2) Psychiatric Outside Medical Services Agreement between Kindred BH 2, LLC d/b/a Wellbridge Hospital of Fort Worth a/k/a Wellbridge Healthcare Fort Worth and Tarrant County Hospital District d/b/a JPS Health Network (956959) – D. Dent

Action: Ms. DeBose motioned to approve (1) Exemption to Bid and (2) Psychiatric Outside Medical Services Agreement between Kindred BH 2, LLC d/b/a Wellbridge Hospital of Fort Worth a/k/a Wellbridge Healthcare Fort Worth and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Mr. Zimmerman, motioned passed unanimously.

- L. Consider Approval of Interlocal FY22 Agreement for Funding of Specified County Programs between Tarrant County and Tarrant County Hospital District d/b/a JPS Health Network (978570) – D. Dent

Action: Ms. DeBose motioned to approve the Interlocal FY22 Agreement for Funding of Specified County Programs between Tarrant County and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Mr. Petty, motioned passed unanimously.

- M. Consider Approval of Interlocal FY22 Agreement for Countywide MHMR Behavioral Health/Intellectual Services between Tarrant County and Tarrant County Hospital District d/b/a JPS Health Network (978580) – D. Dent

Action: Dr. Simmons motioned to approve the Interlocal FY22 Agreement for Countywide MHMR Behavioral Health/Intellectual Services between Tarrant County and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Ms. DeBose, motioned passed unanimously.

- N. Consider Approval of (1) Exemption to Bid and (2) Agreement for Modernization of JPS Elevators 8 and 9 between SW Elevators, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (966448) – A. Lane

Action: Mr. Nguyen motioned to approve the of (1) Exemption to Bid and (2) Agreement for Modernization of JPS Elevators 8 and 9 between SW Elevators, Inc. and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Mr. Zimmerman, motioned passed by 9 board members, Dr. Simmons abstained.

- O. Consider Approval of (1) Exemption to Bid and (2) Agreement for Modernization of JPS Elevators 17 and 18 between SW Elevators, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (966445) – A. Lane

Action: Ms. DeBose motioned to approve the (1) Exemption to Bid and (2) Agreement for Modernization of JPS Elevators 17 and 18 between SW Elevators, Inc. and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Mr. Zimmerman, motioned passed by 9 board members, Dr. Simmons abstained.

- P. Consider Approval of (1) Exemption to Bid and (2) Customer Order between CareFusion Solutions, LLC and Tarrant County Hospital District d/b/a JPS Health Network (965770) – D. Chung

Action: Dr. Simmons motioned to approve the (1) Exemption to Bid and (2) Customer Order between CareFusion Solutions, LLC and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Ms. DeBose, motioned passed unanimously.

- Q. Consider Approval of (1) Exemption to Bid and (2) Amendment Number 3 between Abbott Rapid Dx North America, LLC and Tarrant County Hospital District d/b/a JPS Health Network (975029) – D. Chung

Action: Ms. DeBose motioned to approve the (1) Exemption to Bid and (2) Amendment Number 3 between Abbott Rapid Dx North America, LLC and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Mr. Zimmerman, motioned passed unanimously.

- R. Consider Approval of Addendum to DIR Contract No. DIR-TSO-4288 between Network Consulting Services, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (970350) – D. Mendenhall

Action: Ms. DeBose motioned to approve the Addendum to DIR Contract No. DIR-TSO-4288 between Network Consulting Services, Inc. and Tarrant County Hospital District d/b/a JPS Health Network, seconded by Mr. Zimmerman, motioned passed 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: Mr. Petty motioned to approve the Consent Agenda, seconded by Ms. DeBose, motion passed unanimously.

- A. Consider Acceptance of October 2021 Unaudited Financial Report – S. Clark
- B. Consider Approval of (1) Exemption to Bid and (2) Home Health Care Services Agreement between HealthMasters Homecare, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (930966) - R. McCrady
- C. Consider Approval of (1) Exemption to Bid and (2) Home Health Care Services Agreement between Amazing Grace Home Health Agency, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (960792) – R. McCrady
- D. Consider Approval of (1) Exemption to Bid and (2) Home Health Care Services Agreement between Rosa’s First Quality Home Healthcare, LLC and Tarrant County Hospital District d/b/a JPS Health Network (960756) – R. McCrady
- E. Consider Approval of Professional Services Agreement between RevSpring, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (944337) – R. McCrady
- F. Consider Approval of Network Participation Agreement between Bright Health Management Inc., Bright Healthcare Insurance Company of Texas, and Tarrant County Hospital District d/b/a JPS Health Network (930602) – R. McCrady

- G. Consider Approval of 2021 Flexbumin Incentive Program Letter of Commitment between Takeda Pharmaceuticals America, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (951526) – D. Chung
- H. Consider Approval of (1) Exemption to Bid and (2) Psychiatric Outside Medical Services Agreement between Perimeter Behavioral Hospital of Arlington, LLC and Tarrant County Hospital District d/b/a JPS Health Network (958435) – Z. Baugh
- I. Consider Approval of (1) Exemption to Bid and (2) Psychiatric Outside Medical Services Agreement between Mesa Springs, LLC and Tarrant County Hospital District d/b/a JPS Health Network (954110) – Z. Baugh
- J. Consider Approval of (1) Exemption to Bid and (2) Psychiatric Outside Medical Services Agreement between Texas Health Resources and Tarrant County Hospital District d/b/a JPS Health Network (953900) – Z. Baugh
- K. Consider Approval of Interlocal Agreement for the Provision of Pediatric and Adolescent Behavioral Health Services between Hurst-Euless-Bedford Independent School District and Tarrant County Hospital District d/b/a JPS Health Network (958330) – Z. Baugh
- L. Consider Approval of Interlocal Agreement for the Provision of Pediatric and Adolescent Behavioral Health Services between Birdville Independent School District and Tarrant County Hospital District d/b/a JPS Health Network (958322) – Z. Baugh
- M. Consider Approval of Amendment to License between Epic Systems Corporation and Tarrant County Hospital District d/b/a JPS Health Network (952703) – D. Mendenhall
- N. Consider Approval of Agreement between Beck Architecture, LLC and Tarrant County Hospital District d/b/a JPS Health Network (929265) – A. Lane
- O. Consider Approval of Commercial Lease Agreement between Lori's Gifts, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (961068) – A. Lane
- P. Consider Approval of Product Purchase Agreement between Stryker Sales, LLC and Tarrant County Hospital District d/b/a JPS Health Network (957843) – D. Dent
- Q. Consider Approval of Master Design Options Purchase Agreement between B. Braun Medical Inc. and Tarrant County Hospital District d/b/a JPS Health Network (950638) – D. Dent
- R. Consider Approval of Product Purchase Agreement between Olympus America Inc. and Tarrant County Hospital District d/b/a JPS Health Network (958162) – D. Dent
- S. Consider Approval of FY22 Annual Incentive Plan Goals (AIP) – K. Duncan/L. Poe
- T. Consider Approval of FY22 Long Term Incentive Plan Goals (LTIP) – K. Duncan/L. Poe

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 this month

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

The Board took a break at 1:03pm
The Board went into Executive Session at 1:06pm

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 1:08pm

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

Action: Ms. DeBose motioned to approve the Privileges/Appointments and reappointments as presented, seconded by Dr. Simmons, motion passed unanimously.

XV. ADJOURN – There being no further business to discuss, Dr. Webber adjourned the meeting at 1:11pm.

Charles E. Webber, M.D.

Charles Webber, M.D., Board Chair

10 Feb 2022

Date