

**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  
10:00 A.M, January 9, 2020**

**Meeting Minutes**

The Joint TCHD Board of Managers and Governance Committee met Thursday, January 9, 2020 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:

Roger Fisher II, Committee Chair  
Charlie Powell, Immediate Past Chair  
Charles Webber, M.D., Chairman  
Dorothy DeBose, Vice Chairman  
Ralph Emerson, Jr.  
DT Nguyen  
Amanda Arizola  
Zim Zimmerman  
Steve Montgomery  
Dr. Janet Miles, M.D.,

Committee Members Absent: None

Others Attending: Robert Earley, President, and CEO  
Bill Whitman, Senior Executive Vice President, Chief Operation Officer  
Sharon Clark, Senior Executive Vice President, Chief Financial Officer  
Ron Skillens, Senior Vice President, Enterprise Risk Management, Chief Compliance Officer  
Robert Browder, Vice President, Office of Legal Services  
Dr. Karen Duncan, M.D, Executive Vice President, Community Health  
Trisha Elliott, M.D., Senior Vice President, Academic Affairs and Research  
Rory McCrady, Vice President, Revenue Cycle  
Zelia Baugh, Executive Vice President, Behavioral Health  
Dr. Tim Kremer, M.D., Senior Vice President, Chief Physician Engagement Officer  
Diana Brodeur, Vice President, Communications  
David Mendenhall, Vice President, Chief Technology Officer  
Kenny Carr, Senior Vice President, Network Operations  
JR Labbe, Senior Vice President, Community Affairs and Development  
Michelle Green-Ford, Vice President, Diversity and Inclusion  
Pia Walker, Senior Vice President, Human Resources and Learning

Dr. Jerry Henderson, M.D., Chief Medical Information Officer  
Michelle Atkins, Chief Audit Executive  
Tim LaChiusa, Director, Internal Audit  
Neal Adams, General Counsel  
De'Angela Wright, Recording Secretary

**I. CALL TO ORDER**

The meeting of the Joint Board of Managers and Governance Committee meeting was called to order at 10:10 am. by Committee Chair, Roger Fisher.

**II. CITIZENS WISHING TO ADDRESS THE COMMITTEE**

There were no citizens signed in to speak.

**III. APPROVAL OF MINUTES – Thursday, October 24, 2019**

**Action:**

Mr. Fisher called for a motion to approve the October 24, 2019 Governance Committee minutes. The motion was made by Dorothy DeBose and seconded by Charlie Powell. The minutes were approved unanimously.

**IV. COMMITTEE CHAIR REPORT – R. Fisher**

Mr. Fisher did not have items to report except to address special called meeting to discuss board training and orientation

**V. CONSIDER GOVERNANCE COMMITTEE REPORTS/UPDATES FOR DISCUSSION AND/OR COMMITTEE ACTION**

**A. Board Education Topics – R. Skillens**

**Summary:**

Ron Skillens proposed board evaluation and education topics required by board bylaws. The four areas required are annual self-evaluation, board orientation, annual Compliance Training and Board of Managers Continuing Education Program. There was a discussion among the board members about board orientation, continuing orientation and travel.

**Action**

The Compliance department will choose a board meeting and present annual compliance training. The committee would like to implement a half day New Leader Board Orientation. Orientation should begin with a general overview, then break-out sessions, such as, finance, quality and safety. Policies and procedures will be discussed with new board members. Members will be asked to attend a New Employee Orientation meeting as well as tour the organization. Executive leaders and organized medical staff are to present their roles and the responsibilities of their departments. New board member will meet with each chairman to discuss current events and hot topics. The executive committee will work with Mr. Neal Adams on standard operating procedures and bring the redline policy back to the Governance Committee. Mr. Fisher, Ms. Debose, Ms. Amanda Arizola and Mr. Adams will develop new travel policy and procedure and bring back to the Governance Committee for reviewed approval.

- VI. REPORT OF LEGAL COUNSEL AND/OR LEGAL MATTERS REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL- N.ADAMS
  
- 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.
  
- VIII. CONSIDER MATTERS REQUIRING COMMITTEE ACTION OR DISCUSSION:
  
- IX. ADJOURN

There being no further business, the meeting adjourned at 11:05 a.m.



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Roger Fisher II, Chair, Governance Committee



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Date