

TARRANT COUNTY HOSPITAL DISTRICT (TCHD)
d/b/a JPS HEALTH NETWORK
1500 S. Main Street
Fort Worth, Texas 76104
3rd Floor OPC Conference Room

JOINT BOARD OF MANAGERS, FINANCE AND PLANNING COMMITTEE MEETING
10:00 A.M. THURSDAY, NOVEMBER 17, 2022

MEETING MINUTES

The Tarrant County Hospital District ("District") Joint Board of Managers, Finance and Planning Committee met Thursday, November 17, 2022 with the following members present:

Members Present: Dorothy DeBose, Board Chair
Roger Fisher, Board Vice Chair
D.T. Nguyen, Board Member
Rev. Emerson, Board Member
Amanda Arizola, Board Secretary arrived 10:55 am
Janet Miles, M.D., President, Medical Staff
Steve Montgomery, Board Member
Margaret Holland, M.D., Board Member
Charles Huggins, M.D., Finance Committee
Zim Zimmerman, Board Member

Members Absent: Trent Petty, Board Member
Steven Simmons, D.O., Board Member
Charlie Powell, Board Member
Cheryl Hurd, M.D., Finance/Planning Committee

Others Attending: Karen Duncan, M.D., President, Chief Executive Officer
Bill Masterton, Chief Operating Officer
Sharon Clark, Senior Executive Vice President, Chief Financial Officer
Daphne Walker, Senior Vice President and Chief Legal Counsel
Bryan Becker, M.D., President, Acclaim Physician Group
Adam Lane, Vice President, Chief Facilities Management Office
Zelia Baugh, Executive Vice President, Behavioral Health
Tricia Elliott, M.D., Senior Vice President, Medical Academic Research Affairs
LeeAnn Dyer, Recording Secretary

Guests Attending: Greg Warner, Hilltop Securities
Chris Janning, Hilltop Securities
Robert Dransfield, Norton Rose-Fulbright
Jonathan Crazz, Kelly Hart & Hallman

I. **CALL TO ORDER** – Ms. DeBose called the meeting to order at 10:05 a.m. Members present represented a quorum to conduct Board of Manager, Finance and Planning Committee business.

II. **OPENING PRAYER & PLEDGE**

III. **CITIZENS WISHING TO ADDRESS THE BOARD/COMMITTEE**

Summary: There were no citizens present wishing to address the Board.

IV. **APPROVAL OF MINUTES**

Action: Mr. Nguyen motioned to approve the October 27, 2022 Joint Finance & Planning Committee Meeting Minutes as presented, seconded by Mr. Montgomery, motion passed unanimously.

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

A. Discussion and consideration of a resolution approving and requesting the Tarrant County Commissioners adopt an order authorizing the issuance of Tarrant County Hospital District Limited Tax Bonds, delegating matters related to the sale and issuance of said Bonds to authorized District officials and resolving other matters incident and related thereto – S. Clark

Action: Reverend Emerson motioned to approve the Resolution as presented, seconded by Mr. Nguyen, motion passed unanimously.

B. Request for Approval of Sale and Leaseback of TCPH and HCW properties (1101 & 1201 S. Main) to Tarrant County by Tarrant County Hospital District d/b/a JPS Health Network for \$17,143,578 – B. Masterton

Action: This item was moved to Executive Session for further discussion.

VI. **FY22 YEAR-END INVESTMENT REPORT**

A. JPS Health Network FY22 Year-End Investment Report – Greg Warner, CTP, Senior Portfolio Manager, Director | Hilltop Securities Management

Action: Mr. Warner presented the Fiscal Year 2022 Year End Investment Report to the Board.

PLANNING AGENDA ITEMS

VII. **PLANNING REPORTS/UPDATES NOT REQUIRING COMMITTEE ACTION(S)**

A. General Bond Update – T. Petty

Summary: No additional update was given.

FINANCE AGENDA ITEMS

VIII. FINANCE REPORTS/UPDATES NOT REQUIRING COMMITTEE ACTION(S)

A. Contract Management Overview – D. Walker

Summary: Ms. Walker presented an overview of the Contract Management process.

B. CFO Report – S. Clark

Summary: Ms. Clark informed the Board that the yearly audit has begun and Forvis will present the final audit at the December 15th meeting.

IX. CONSIDER FINANCE MATTERS REQUIRING COMMITTEE ACTION(S) AND/OR APPROVAL

A. Consider Acceptance of October 2022 Unaudited Year-End Financial Report – S. Clark

Action: Mr. Montgomery motioned to approve, seconded by Mr. Zimmerman, motion passed unanimously.

B. Consider Approval of Contract between Tarrant County, MHMR of Tarrant County and Tarrant County Hospital District d/b/a JPS Health Network (1089569) – Z. Baugh

Action: Mr. Fisher motioned to approve, seconded by Mr. Montgomery, motion passed unanimously.

C. Consider Approval of Interlocal Agreement between Tarrant County and Tarrant County Hospital District d/b/a JPS Health Network (1089552) – Z. Baugh

Action: Ms. DeBose motioned to approve, seconded by Mr. Zimmerman, motion passed unanimously.

D. Consider Approval of Agreement between Morales Construction Services, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1087989) – A. Lane

Action: Ms. DeBose motioned to approve, seconded by Mr. Montgomery, motion passed unanimously.

E. Consider Approval of Agreement between NTO Commercial Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1088062) – A. Lane

Action: Mr. Montgomery motioned to approve, seconded by Ms. DeBose, motion passed unanimously.

The Committee went into Executive Session at 12: 06 pm

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

In addition to the matters posted for deliberation in executive (closed) session, the Board may from time to time during the meeting adjourn and meet in executive session to receive legal advice pursuant to Section 551.071 of the Texas Open Meetings Act regarding any matter included on this agenda.

- A. Deliberation Regarding the Purchase, Exchange, Lease, or Value of Real Property Pursuant to Section 551.072, Texas Open Meetings Act.
 - 1. Sale and Leaseback of TCPH and HCW properties (1101 & 1201 S. Main)
- B. Consultation with General Counsel to Receive Legal Advice on Pending/Contemplated Litigation and Other Matters under Subsections 1 and 2, Section 551.071, Texas Open Meetings Act.
- C. Serve as Medical Peer Review Committee and/or Medical Committee Pursuant to Chapter 160 Texas Occupations Code, Section 161.031 et Seq. Texas Health and Safety Code, and/or Receipt of Report(s) from Medical Staff Executive Committee or other Medical Staff Committees, Texas Occupations Code, Texas Health and Safety Code, and/or Medical Committee(s).
- D. Deliberate Information Relating to a Proposed New Service or Product Lines.
- E. Receive Records, Information and/or Reports from Compliance Officer Pursuant to Section 161.032(b)(2), Texas Health and Safety Code, Texas Open Meetings Act. Deliberation Pursuant to Section 551.074 of the Act Regarding Appointments, Evaluations, Contracts and Compensation of District's Personnel, Vice Presidents and its Other Upper Level Management Staff, Including but not Limited to the Following: President/Chief Executive

XI. 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., AND E

The Committee reconvened in Open Session at 12:12 pm

Item V.B. Request for Approval of Sale and Leaseback of TCPH and HCW properties (1101 & 1201 S. Main) to Tarrant County by Tarrant County Hospital District d/b/a JPS Health Network for \$17,143,578 – B. Masterton

Action: Mr. Nguyen motioned to approve, seconded by Reverend Emerson, motion passed unanimously.

VIII. ADJOURN

There being no further business of the TCHD Joint Board of Managers, Finance and Planning Committee, meeting adjourned at 12:13 pm.


Dorothy DeBose, Board Chair

12/15/2022

Date