

MEMORANDUM

To: Tarrant County Hospital District Finance Committee and Board of Managers

From: LeeAnn Gilly

Date: February 2, 2021

Re: Joint Board of Managers and Finance Committee Meeting, Minutes from January 28, 2021

In accordance with section 418.016 of the Texas Government Code, Governor Abbott has suspended various provisions that require government officials and members of the public to be physically present at a specified meeting location. In accordance with this suspension the Tarrant County Board of Managers held a virtual meeting on January 28, 2021. The agenda for this meeting was posted in the following locations:

1. Tarrant County Commissioners Court Web Site; and
2. Tarrant County Hospital District Web-Site.



GOVERNOR GREG ABBOTT

For Immediate Distribution | March 16, 2020 | (512) 463-1826

Governor Abbott Allows Virtual And Telephonic Open Meetings To Maintain Government Transparency

Ensures continued government operation while preserving transparency

AUSTIN - Governor Greg Abbott today acted to maintain government transparency and continued government operations while reducing face-to-face contact for government open meetings. As Texas works to mitigate the spread of COVID-19, the Governor granted the Office of the Attorney General's request for suspension of certain open-meeting statutes. This temporary suspension will allow for telephonic or videoconference meetings of governmental bodies that are accessible to the public in an effort to reduce in-person meetings that assemble large groups of people.

"Even as the State of Texas takes precautionary measures to contain the spread of COVID-19, we also have a responsibility to maintain government transparency," said Governor Abbott. "With today's action, Texas is reducing non-essential in-person contact for a limited period, while ensuring that state and local government entities continue to work to fulfill necessary functions and with full transparency for the people of Texas. I urge state and local officials to do their part to mitigate the spread of COVID-19 by avoiding meetings that bring people into large group settings."

In accordance with section 418.016 of the Texas Government Code, Governor Abbott has suspended various provisions that require government officials and members of the public to be physically present at a specified meeting location. This temporary suspension will leave important open-meeting protections in place:

- Members of the public will be entitled to participate and address the governmental body during any telephonic or videoconference meeting.
- To hold a telephonic or videoconference meeting, a governmental body must post a written notice that gives the public a way to participate remotely, such as a toll-free dial-in number, and that includes an electronic copy of any agenda packet that officials will consider at the meeting.
- A governmental body must provide the public with access to a recording of any telephonic or videoconference meeting.

State and local officials who have questions about open-meeting requirements after this suspension should submit them to the Office of the Attorney General via e-mail at TOMA@oag.texas.gov, or by leaving a message at (888) 672-6787. Officials with questions about teleconference and videoconference capabilities offered by the Texas Department of Information Resources should visit dir.texas.gov or call (512) 475-4700. Officials who hold videoconference meetings are encouraged to provide for participation via telephone for members of the public without videoconferencing capability. If officials are not holding a telephonic or videoconference meeting, all open-meeting requirements apply.

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KEN PAXTON
ATTORNEY GENERAL OF TEXAS

FOR IMMEDIATE RELEASE

March 16, 2020

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Kayleigh Date:

Communications@oag.texas.gov

**Governor's Office Clears Path for Governmental Bodies to Meet Telephonically or
by
Videoconference During Coronavirus Disaster**

AUSTIN - Governor Abbott's office today approved a request by the Office of the Attorney General to temporarily suspend a limited number of open meeting laws in response to the Coronavirus (COVID-19) disaster. This action will allow governmental bodies to conduct meetings by telephone or video conference to advance the public health goal of limiting face-to-face meetings (also called "social distancing") to slow the spread of the Coronavirus (COVID-19).

Importantly, however, this action does not suspend requirements that governmental bodies conduct meetings in a transparent and accessible manner. Specifically, governmental bodies are still be required to do the following:

- provide online written notice containing a public toll-free dial-in number or a free-of-charge videoconference link, as well as an electronic copy of any agenda packet,

- before conducting telephonic or video conference meetings;
- provide the public with access and a means to participate in those meetings, preferably through two-way audio or video connections; and
 - provide the public with access to a recording of those meetings.

Please click [here](#) for a complete list of the open meeting provisions that have been temporarily suspended. State agencies and local governmental bodies may contact the Office of the Attorney General with question about the suspension order by telephone at (888) 672-6787 or via email at TOMA@oag.texas.gov. Officials with questions about teleconference and videoconference capabilities offered by the Texas Department of Information Resources should visit dir.texas.gov or call (512) 475-4700.

For information on the spread or treatment of Coronavirus (COVID-19), please visit the Texas Department of State Health Services.

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

**EMERGENCY PROCEDURES PURSUANT TO
GOVERNOR GREG ABBOTT'S AND
ATTORNEY GENERAL KEN PAXTON'S
TEMPORARY MEETING SUSPENSION GUIDELINES
THIS MEETING IS AVAILABLE FOR VIEWING VIA
NORMAL JPS HEALTH NETWORK YOUTUBE CHANNEL**

**WEBEX-TCHD MEETING - VIRTUAL JOINT BOARD OF
MANAGERS AND FINANCE COMMITTEE MEETING**

10:00 A.M. THURSDAY, JANUARY 28, 2021

MEETING MINUTES

The Tarrant County Hospital District ("District") Board of Managers and Finance Committee met at 10:00 a.m. Thursday, January 28, 2021 via WebEx with the following members present and on the 3rd Floor, Outpatient Clinic Auditoriums, John Peter Smith Hospital, 1500 South Main Street, Fort Worth, Texas, 76104, with the following Board/Committee members present:

Steve Montgomery, Committee Chair
Charles Webber, M.D., Board Chair
Charles Powell, Board Member
Dorothy DeBose, Board Vice Chair, Board Member
Amanda Arizola, Board Member
Zim Zimmerman, Board Member
D.T. Nguyen, Board Member
Trent Petty, Board Chair
Chet Schrader, M.D., Emergency Medicine Residency Program
Cheryl Hurd, M.D., Program Director, Behavioral Health
Daniel Ziegler, M.D.
Dr. Steven Simmons, Board Member (arrived 10:51 a.m.)

Members Absent: Rev. Ralph Emerson, Board Member
Roger Fisher, Board Member

Others Attending: Robert Earley, President, Chief Executive Officer
Karen Duncan, M.D., Senior Executive Vice President, Chief Operating Officer
Sharon Clark, Senior Executive Vice President, Chief Financial Officer
Robert Browder, Vice President, Government Affairs & Special Projects
Alex duBuclet, Senior Vice President, Human Resources
Zelia Baugh, Executive Vice President, Correctional and Behavioral Health
Rory McCrady, Senior Vice President, Revenue Cycle
Daphne Walker, Senior Vice President, Chief Legal Counsel
Dianna Prachyl, Senior Vice President, Chief Operating Officer, Acclaim
Joy Parker, Vice President, Community Health
Dr. Richard Miller, Sr. Physician Executive, Chief of Surgery, Acclaim

David Mendenhall, Vice President, Chief Technology Officer
Doug Chung, Vice President, Ancillary Services
Adam Lane, Vice President, Chief Facilities Management Officer
Dina Dent, Vice President, Chief Nursing Officer
Suzanne Barnes, Executive Office Manager
Lee Ann Gilly, Senior Executive Assistant

Guest Attending: G.K. Maenius, County Administrator, Tarrant County

I. **CALL TO ORDER** – Steve Montgomery called the meeting to order at 10:00 a.m. Members present represented a quorum to conduct Committee business.

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

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

III. **MINUTES**

A. Approval of November 19, 2020 Finance Committee Minutes

Action: Mr. Zimmerman motioned to approve the November 19, 2020 minutes, seconded by Ms. DeBose, motion passed unanimously.

IV. **MATTERS THAT REQUIRE DISCUSSION AND COMMITTEE ACTION – S. Montgomery**

Action: Chairman Montgomery communicated to the Committee that Agenda Item N will be presented first, with guest speaker G.K. Maenius joining the meeting for discussion.

N. Consider Approval of the Interlocal FY21 Agreement between Tarrant County and Tarrant County Hospital District for Funding of Specified County Programs (875297)

Action: Mr. Powell motioned to approve the Interlocal Agreement as presented, seconded by Dr. Webber, motion passed unanimously.

V. **CFO REPORT – S. Clark**

Summary: Ms. Clark communicated to the Committee that the S&P Global Ratings Report has been posted to the board portal.

VI. **MATTERS THAT REQUIRE DISCUSSION AND COMMITTEE ACTION – S. Montgomery**

A. Consider Acceptance of December 2020 Unaudited Financial Report

Summary: Ms. Clark presented the December 2020 Unaudited Financial Report for the JPS Health Network.

Action: Mr. Petty motioned to accept and approve the December 2020 Unaudited Financial Report, seconded by Ms. Arizola, motion passed unanimously.

B. Consider Acceptance of November 2020 Unaudited Financial Report

Summary: Ms. Clark presented the November 2020 Unaudited Financial report for the JPS Health Network.

Action: Mr. Nguyen motioned to accept and approve the November 2020 Unaudited Financial Report, seconded by Ms. DeBose, motion passed unanimously.

- C. Consider Approval of Archival for LDF 5100 Management of Non Sponsored Full Pay Patients Policy

Action: Mr. Zimmerman motioned to approve the archival of LDF 5100 Management of Non Sponsored Full Pay Patients Policy as presented, seconded by Mr. Nguyen, motion passed unanimously.

- D. Consider Approval of LDF 7300 Discount for the Uninsured Patient Policy

Action: Mr. Zimmerman motioned to approve LDF 7300 Discount for the Uninsured Patient Policy as presented, seconded by Mr. Nguyen, motion passed unanimously.

- E. Consider Approval of LDF 1900 Employment of an Independent Auditor Policy

Action: Mr. Zimmerman motioned to approve LDF 1900 Employment of an Independent Auditor Policy as presented, seconded by Mr. Nguyen, motion passed unanimously.

- F. Consider Approval of the Amendment to the Professional Services Agreement – Medicare Bad Debt Review between TransUnion Health Care, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (882409)

Action: Mr. Nguyen motioned to approve the Exemption to Bid and Amendment to the Professional Services Agreement as presented, seconded by Dr. Webber, motion passed unanimously; Mr. Nguyen abstained.

- G. Consider Approval of Professional Services Agreement Physicians Practice Analysis Strategy Consultant between Guidehouse, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (889321)

Action: Mr. Nguyen motioned to approve Professional Services Agreement Physicians Practice Analysis Strategy Consultant as presented, seconded by Mr. Powell, motion passed unanimously.

- H. Pursuant to JPS Purchasing Procedure LDF 7201 Section VIII, A.7., consider (1) granting an exemption to competitive bidding for purchase of goods and services for 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. Local Gov't. Code §262.024(a)(7); and (2) approval of Purchase Agreement between Quidel Corporation and Tarrant County Hospital District d/b/a JPS Health Network (852762)

Action: Ms. DeBose motioned to approve the Exemption to Bid and Purchase Agreement as presented, seconded by Mr. Zimmerman, motion passed unanimously

- I. Consider Approval of Professional Services Agreement between Waste Management National Services, Inc. a Delaware Corporation and Tarrant County Hospital District d/b/a JPS Health Network (887864)

Action: Ms. Arizola motioned to approve Professional Services Agreement as presented, seconded by Mr. Nguyen, motion passed unanimously.

- J. Consider Approval of allocation of up to \$2.5M of the previously approved \$10M infrastructure improvement budget for chiller infrastructure repairs and upgrades.

Action: Mr. Powell motioned to approve the allocation of up to \$2.5M of the previously approved \$10M infrastructure improvement budget as presented, seconded by Mr. Petty, motion passed unanimously.

- K. Consider Approval of Addendum to DIR Contract No. DIR-TSO-4167 with the State of Texas , acting by and through the Department of Information Resources between Tarrant County Hospital District d/b/a JPS Health Network and Cisco Systems, Inc. and Netsync Network Solutions (885560)

Action: Ms. DeBose motioned to approve the Addendum as presented, seconded by Mr. Nguyen, motion passed unanimously.

- L. Pursuant to JPS Purchasing Procedure LDF 7201 Section VIII, A.7., consider (1) granting an exemption to competitive bidding for purchase of goods and services for 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. Local Gov't. Code §262.024(a)(7); and (2) approval of Amendment to License - Coordinated Care Management between Epic Systems Corporation ("Epic") and Tarrant County Hospital District d/b/a JPS Health Network (875288)

Action: Ms. DeBose motioned to approve the Exemption to Bid and the Amendment to License – Coordinated Care Management as presented, seconded by Mr. Nguyen, motion passed unanimously.

- M. Pursuant to JPS Purchasing Procedure LDF 7201 Section VIII, A.7., consider (1) granting an exemption to competitive bidding for purchase of goods and services for 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. Local Gov't. Code §262.024(a)(7); and (2) approval of the Implementation Estimate – Radiant Radiology – Mammography Module between Epic Systems Corporation and Tarrant County Hospital District d/b/a JPS Health Network (886371)

Action: Mr. Nguyen motioned to approve the Exemption to Bid and the Implementation Estimate as presented, seconded by Ms. DeBose, motion passed unanimously.

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

Daphne Walker announced the monthly report listing 39 contracts negotiated under \$500,000. This report has been posted to the board portal.

VIII. CONVENE AS THE BOARD OF MANAGERS FOR THE FOLLOWING:

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:

The Committee convened as full Board of Managers at 11:10 a.m.

- A. Consider Approval of Amendment for Allocation Increase for the Abbott NAT-024 ID Now Reagent Master Agreement between Abbott North America, LLC and Tarrant County Hospital District d/b/a JPS Health Network (896633)

Action: Dr. Simmons motioned to approve Amendment for Allocation Increase as presented, seconded by Ms. DeBose, motion passed unanimously.

- B. Consider Ratification of action by Board officers (1) approving an exemption to competitive bidding for purchase of goods and services pursuant to JPS Purchasing Procedure LDF 7201 VIII A; and (2) approving a contract between Abel Perez (a/k/a Hydro-Pure Technologies) and Tarrant County Hospital District d/b/a JPS Health Network pursuant to the approved exemption from Competitive Bidding for goods and services necessary to preserve or protect the public health or safety of the residents residing within JPS's district (876923)

Action: Ms. DeBose motioned to approve the ratification presented, seconded by Dr. Webber, motion passed unanimously.

- C. Consider Ratification of the COVID-19 Clinical Services Agreement between Integrative Emergency Services Physician Group PA and Acclaim Physician Group, Inc. (894266)

Action: Mr. Petty motioned to approve the ratification as presented, seconded by Dr. Simmons, motion passed unanimously; Dr. Schrader abstained.

- D. Consider Ratification of First Amendment to Professional Services Agreement – Oral and Maxillofacial Surgery between Acclaim Physician Group, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (641014)

Action: Dr. Webber motioned to approve the ratification as presented, seconded by Mr. Zimmerman, motion passed unanimously.

- E. Consider Ratification of the Interlocal Agreement between Tarrant County, Texas and Tarrant County Hospital District d/b/a JPS Health Network for Flu Vaccine Administration 2020-2021 to the uninsured Tarrant County residents to be funded with Coronavirus Relief Funds. This contract was pre-approved by Tarrant County Commissioners Court on December 29, 2020. (892510)

Action: Mr. Powell motioned to approve the ratification as presented, seconded by Ms. Arizola, motion passed unanimously.

IX. 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.

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.

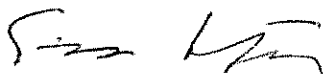
E. Receive Records, Information and/or Reports from Compliance Officer Pursuant to Section 161.032(b)(2), Texas Health and Safety Code, Texas Open Meetings Act. Deliberation Pursuant to Section 551.074 of the Act Regarding Appointments, Evaluations, Contracts and Compensation of District's Personnel, Vice Presidents and its Other Upper Level Management Staff, Including but not Limited to the Following: President/Chief Executive Officer; Senior Executive Vice President/Chief Operating Officer; Senior Executive Vice President/Chief Financial Officer; Executive Vice President/Acute Care, Chief Nursing Executive; Executive Vice President, Behavior Health; Senior Vice President, Human Resource & Learning; Senior Vice President, Community Affairs & Development; Senior Vice President/Enterprise Risk Management & Chief Compliance Officer; Senior Vice President, Strategy, Chief Patient Experience Officer; Senior Vice President, Revenue Cycle; Vice President, Chief Nursing Officer; Chief Medical Information Officer; Senior Vice President, Medical Academic, and Research Affairs Chief Academic Officer; Vice President, Community Health Administration; Vice President/Chief Quality Officer; Vice President, Finance; Vice President, Legal Services; Vice President Communications; Vice President Diversity & Inclusion; Vice President, Chief Facilities Management Officer; Vice President, Clinical Ancillary Services; Vice President, Chief Technology Officer; Chief Clinical Officer, President and Chief Medical Officer of Acclaim Physicians; Acclaim Senior Vice President/Chief Operating Officer; Chief Audit Executive; Director Compliance; and Legal Counsel.

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

The Board of Managers reconvened as Finance Committee at 11:21 a.m.

XI. ADJOURN

There being no further business of the TCHD Joint Board of Managers and Finance Committee, meeting was adjourned at 11:21 p.m.



Steve Montgomery, Committee Chair

2/26/2021

Date