Minutes of the Governance, Compliance and Ethics Committee meeting of the Board of Managers of the Dallas County Hospital District, held Wednesday, November 5th, 2025, scheduled for 11:00 a.m. in the WISH Building Executive Conference Room (02-175) at Parkland Health and via WebEx. These minutes do not constitute a certified agenda from the meeting.

I. Attendance and Call to Order

Committee Chair Reina Gonzalez, JD, noted that a quorum was physically present and called the meeting to order at 11:00 a.m. Committee members; Byron Cryer, MD, Yasmin Simon, JD, Lisa Sutter and Ramon Miguez, PE attended in-person.

Board Member Attendees Included: Vincent Hall and Marjorie Petty, JD.

Staff Present (via Webex and in-person) included:

Brad Nitschke, Interim Chief Legal Officer
Edmundo Castaneda, EVP & COO
Felicia Miller, EVP & Chief Talent Officer
Fred Cerise, President & CEO
Melanie Roberts, SVP/Chief Compliance & Ethics Officer
Michelle Ng, Administrative Resident
Morgan Simmons, Governance Program Coordinator
Roshan Thayil, Sr. Director Compliance Programs
Saul Cordero, SVP & Chief Governance & Strategy Officer

II. Mission Statement

Committee Chair began the meeting by stating the mission statement:
Advance Wellness | Relieve Suffering | Develop and Educate

III. Public Comments Regarding Agenda Items

No members of the public registered for comments regarding the agenda items.

IV. Conflicts of Interest

After review of the agenda, the Chair noted zero conflicts of interest for Board Members present.

V. Reports requiring Deliberation(s) or Possible Action

Melanie Roberts announced to the Board that November 2-8, 2025, is Corporate Compliance & Ethics Week.

A. Presentation of Charters of the Standing Committees of the Board of Managers

Saul Cordero presented all the Board Committee charters and the relevant changes to the GCEC Committee. Saul noted that there were no substantial changes made to the charters except for the clarification statements to the attendance structure for both Audit and TDEC committees.

Reina Gonzalez asked for a motion to recommend the charters for final approval at the full Board meeting. Ramon Miguez motioned. Byron Cryer seconded the motion. The motion carried unanimously.

B. Presentation of Proposed Changes to Parkland Policy SYS.COMP.039, Reporting Obligations

Melanie Roberts presented the updated Reporting Obligations Policy to the GCEC Committee, explaining that the policy educates workforce members on compliance and ethics-related reporting requirements and emphasizes their duty to report potential issues to Compliance for independent assessment of any substantiated risks. She noted that the policy has been in place for several years, with the last version published in 2022, and highlighted a key revision: the removal of the health plan from the policy scope, as it maintains its own reporting structure and mechanism. Questions arose regarding the independence of the PCHP compliance officer compared to Parkland Health's structure, leading to a suggestion that the PCHP Board review its compliance reporting structure.

Reina Gonzalez requested a motion for approval of the policy to the full Board. The committee then moved to recommend approval of the updated policy with one caveat—that the PCHP Board evaluate its current compliance reporting structure and determine if changes are needed. Ramon Miguez motioned for approval. Lisa Sutter seconded the motion. The motion caried unanimously.

VI. Executive Session

At 11:12 a.m., the Committee went into executive session to discuss the items on the Executive Session agenda.

Members of management were excused from the discussion of topics as necessary.

A. Review and Potential Discussion on the Following Compliance and Ethics Reports
(Tex. Health & Safety Code §§161.032 & 161.0315 and Tex. Occup. Code §160.007)
   i. FY25 Chief Compliance and Ethics Officer Annual Program Assessment
   ii. FY26 Compliance Work Plan Focus Areas

B. Attorney-Client Privileged & Confidential
Review and Discussion of Quarterly Report of Open Compliance Reviews and Audit Reports
(Tex. Gov't Code §551.071)

Committee Chair Reina Gonzalez, JD, adjourned the Executive Session and moved into Open Session at 12:12 p.m.

VII. Adjourn

With no further business to discuss, Committee Chair Reina Gonzalez, JD, adjourned the meeting at 12:12 p.m.

SO RECORDED:

Reina Gonzalez
Reina Gonzalez (Jan 14, 2026 10:02:21 CST)
Reina Gonzalez, JD
Committee Chair

Todd Furniss
Todd Furniss (Jan 9, 2026 11:35:37 CST)
Todd Furniss, JD
Secretary