Minutes of the Board of Managers meeting of the Dallas County Hospital District, held Wednesday, December 17th, 2025, scheduled for 12:50 PM (or immediately following the HOMES meeting) in the WISH 02-175 Executive Conference Room at Parkland Health and via Webex. These minutes do not constitute a certified agenda for the meeting.

I. Attendance and Call to Order

Chair Marjorie Petty noted that a quorum was physically present and called the meeting to order at 12:49 PM.

Board Member attendees included: Vincent Hall, Lisa Sutter, Todd Furniss, JD, Reina Gonzalez, JD, Farida Minner, RN, Byron Cryer, MD, Ramon Miguez, PE, Elizabeth Palacios, MD, and Yasmin Simon, JD.

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

Blanca Garcia, Mgr., Strategy
Brett Moran, Chief Health Officer
Brad Nitschke, Interim Chief Legal Officer
Donna Richardson, EVP & Chief Nursing Officer
Edmundo Castañeda, EVP & Chief Operating Officer
Felicia Miller, EVP & Chief Talent Officer
Fred Cerise, President & Chief Executive Officer
Forrest Stovall, Program Manager Strategy
Jessica Hernandez, SVP & Chief Health Equity Officer
Joseph Chang, Chief Medical Officer
JD Buchert, Workforce Safety Manager
Keri Disney-Story, VP/Clinical Finance
Michelle Ng, Administrative Resident
Michael Lane, SVP & Chief Quality and Safety Officer
Melanie Roberts, SVP/Chief Compliance and Ethics Officer
Michael Malaise, SVP Communications/Ext. Affairs
Morgan Simmons, Governance Program Manager
Richard Humphrey, EVP & CFO
Samia Zia, Dir., Strategy
Saul Cordero, SVP & Chief Governance & Strategy Officer

Additional Attendees:
Allison Leonard, Blue Cottage of Cannon Design
Juliet Rogers, Blue Cottage of Cannon Design
Chris Janning, Hilltop Securities
JD Davis, Milliman
Chirs Goodman, Milliman

II. Mission Statement

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

III. Invocation

Chaplin Michale Brumley offered an invocation at the beginning of the meeting.

IV. Public Comments Regarding Agenda Items

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

V. Public Comments Regarding Non-Agenda Items

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

VI. Conflicts of Interest

After reviewing the agenda, the Chair noted there were no conflicts of interest on the agenda.

VII. Consent Agenda

I. Consent Agenda: Minutes

A. Consideration and Appropriate Action Regarding Minutes 2025-11-05 Governance, Compliance and Ethics Committee

B. Consideration and Appropriate Action Regarding Minutes 2025-11-05 Talent Development and Executive Compensation Committee

C. Consideration and Appropriate Action Regarding Minutes 2025-11-18 Budget & Finance Committee

D. Consideration and Appropriate Action Regarding Minutes 2025-11-19 Quality of Care & Patient Safety Committee

E. Consideration and Appropriate Action Regarding Minutes 2025-11-19 Board of Managers

II. Consent Agenda: Contracts

A. Consideration and Appropriate Action Regarding Contracts over $200,000 **(See Attached List of Contracts)**

III. Consent Agenda: Capital Substitution(s)

A. Consideration and Appropriate Action Regarding Capital Substitution(s) **(See Attached List of Capital Substitution(s))**

IV. Consent Agenda: Policies

A. Consideration and Appropriate Action Regarding Fiscal 8311-1-04 Investment Policy

V. Consent Agenda: Other

A. Consideration and Appropriate Action Regarding Authorizing Officer for the 340B Program

B. Consideration and Appropriate Action Regarding - Investment Committee Report and Recommendation – Private Markets Investment Manager

VI. Consent Agenda: Medical Executive Committee Items

A. Consideration and Appropriate Action Regarding Medical Executive Committee Resolution for Appointments/Reappointments, Privileges and Staff Status Changes of the Medical Staff and Non-Physician Clinical Providers

Marjorie Petty asked if any items need to be pulled from the consent agenda for further discussion. Ramon Miguez motioned to remove the Investment Committee recommendation and contract item M5 from consent for further consideration in January 2026.

Marjorie asked for a motion to approve the consent agenda. Vincent Hall motioned for approval of the consent agenda. Yasmin Simon seconded. The motion carried unanimously.

VII. Reports Requiring Deliberation(s) or Approval(s)

A. Governance Update and Discussion Regarding Key Upcoming Dates and the Board Self-Assessment

Saul Cordero provided an update regarding upcoming board activities. Officer elections will take place at the January meeting, and nominations should be submitted via email or text by January 9, with nominees notified beforehand. In April, the annual retreat will be held to develop the operating plan, facilitated by Mike Williams, focusing on system priorities and strategic goals. Additionally, a separate board governance retreat is scheduled for April to review governance practices and compare progress since previous recommendations. This session will address governance matters such as bylaws and board responsibilities. Saul noted that the governance retreat differs from the operating plan session, which may extend beyond a half day due to strategic planning. Saul also thanked members for completing the self-assessment with 100% participation and reminded everyone to finish pension board training.

B. Update and Report by Chief Executive Officer Regarding System Operations

Dr. Cerise opened the discussion by explaining that today's agenda is intentionally focused on decisions regarding the Southeast site. The board has agreed to replace the facility with at least a new clinic, but further discussion is needed on whether to include inpatient beds and the implications of that choice. Dr. Cerise mentioned he will then share recommendations and lead a discussion on funding options and debt alternatives. He

emphasized that adding beds is costly but may be necessary to meet future demand, and the board will weigh pros and cons before considering next steps.

C. Parkland Pension Plan Funding Status

JD Davis provided an overview of Parkland's Retirement Income Plan, which served as a legal replacement for Social Security from the early 1980s until 2023. The plan is now closed to new entrants, who instead receive a Social Security replacement benefit through a separate plan. This defined benefit (DB) plan continues to accrue benefits for existing participants and pays a monthly retirement benefit rather than a 401(k)-style account balance. Davis highlighted key risk management steps Parkland has taken, including closing the plan and adopting more conservative funding practices over the past decade. The expected investment return assumption was reduced from 8.25% to 6%, aligning with industry best practices and improving transparency of the plan's funded status. These changes lowered reliance on investment earnings and increased Parkland's contributions, which grew from under $30 million in 2016 to $105 million in 2023. The board is now evaluating whether to make an additional one-time contribution—$50 million, $100 million, or $200 million—to accelerate funding. While the plan is currently 75–76% funded and projected to reach full funding by 2040, additional contributions could improve funded status immediately, though the timeline difference is minimal. Parkland remains ahead of most peers in pension funding discipline.

D. Parkland Debt Capacity and Alternatives

Chris Janning from Hilltop Securities provided an analysis of Parkland's debt capacity for a potential $1.2 billion project while maintaining its current AA credit ratings. Parkland holds three AA ratings from major agencies, and the analysis modeled against Standard & Poor's criteria. Janning explained the two primary bond options: general obligation (property tax-backed) bonds and revenue bonds, noting that revenue bonds typically carry slightly higher interest rates—about 15 to 20 basis points more. Based on assumptions of a break-even budget and current balance sheet strength, Parkland could support approximately $600 million in new debt without jeopardizing its ratings. He emphasized the importance of 30-year amortization for long-lived assets, as extending to 40 years would add roughly $22 million in interest costs. Rating agencies will evaluate liquidity, leverage, cash flow, and qualitative factors like governance and market position. Parkland's strong coverage ratios and financial discipline position it well maintaining AA ratings under the proposed financing structure.

Break

VIII. Executive Session

At 1:31 PM, the Board went into Executive Session as permitted by the closed meeting exceptions specified on the agenda.

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

A. Discussion Regarding Potential New Service Lines and Property Acquisition
Tex. Gov't Code §551.072 & §551.085

Chair adjourned Executive Session and moved into Open Session at 4:02 PM.

IX. Action Items

A. Board May Take Action on Any Agenda Item(s) Above

X. Adjourn

With no further business to discuss, the Chair adjourned the meeting at 4:02 PM.

SO RECORDED:

Marjorie D Petty
Marjorie D Petty (Feb 16, 2026 14:30:36 CST)

Marjorie D. Petty, JD
Chair

Brad Nitschke
Brad Nitschke (Feb 5, 2026 12:48:15 CST)

Brad Nitschke, JD
Interim Secretary

Appendix A (Contracts Reviewed for Appropriate Action)

Item	Contract Type	Service or Product	Supplier	Contract Term	Current Contract Approval Amount Request	New Approved Contract Value	Selection Method	Budgeted?	Business Owner / Dept.
									December 17, 2025
				Medical Products and Services					
M1	Capital	Walk-Away Specimen Processor (WASP) and Accessories	Beckman & Coulter, Inc.	Last Signature – 12/4/2026	$365,302	$365,302	GPO Purchase	Yes	Bernie Buenvenida/Clinical Engineering
M2	Expense	Mod # 10 Medtronic Neuro Interventional Products	Medtronic USA, Inc.	10/24/2018 - 12/31/2027	$406,000	$2,641,000	Sole Source Modification	Yes, for the current fiscal year. Additional years costs will be budgeted in the appropriate fiscal year budgets.	Shawn Grady/Interventional Radiology
M3	Expense	Mod # 8 Microvention Neuro Interventional Products	Microvention, Inc.	7/1/2019 -12/31/2027	$730,000	$3,567,000	Sole Source Modification	Yes, for the current fiscal year. Additional years costs will be budgeted in the appropriate fiscal year budgets.	Shawn Grady/Interventional Radiology
M4	Expense	Mod # Streck Laboratories BCT Tubes	Streck Laboratories	1/1/2024 -12/31/2026	$400,000	$800,000	Sole Source Modification	Yes, for the current fiscal year. Additional years costs will be budgeted in the appropriate fiscal year budgets.	Kristian Faulk/Scott Hampton/Laboratory Services - Chemistry
M5	Capital and Expense	Purchase of the Solventum V.A.C Ulta Negative Pressure Wound Therapy units.	Solventum	12/17/2025 – 5/19/2026	$729,612	$729,612	GPO Purchase	Yes	Pamela Bryant/Supply Chain

Construction and Facilities									
C1	Capital	Mod # 1 Additional Service #5	Corgan Associates, Inc.	8/31/2023 -6/11/2027	$42,475	$1,115,405	Non-Sole Source Modification	Yes	Paul Woodard/Planning Design and Construction
C2	Expense: Court Approval	Mod # 1 First Amendment to Office Lease Agreement	Homeward Bound, Inc.	6/1/2022-5/31/2030	$0	$0	Sole Source Modification	N/A-Zero Dollar	Beall Carothers/Planning Design & Construction
Hospital Operations									
O1	Expense	Telephone Answering Services	New Orleans Teleport dba Calls Plus	4/2/2026 – 4/1/2031	$447,000	$447,000	Request for Proposals (Best Value)	Yes, for the current fiscal year. Additional years costs will be budgeted in the appropriate fiscal year budgets.	Prentiss Wright/Call Center Operations
O2	Revenue	Mod #8 MIPS/TIPPS Reporting Services (Revenue)	The University of Texas Southwestern Medical Center	3/9/2022-9/30/2026	($374,841)	($2,121,231)	Contract Extension without Competition	N/A-Revenue	Keri Disney-Story/Finance Administration
O3	Expense	Mobile Medical Clinic	Farber Specialty Vehicle	12/18/2025 – 12/17/2026	$732,737	$732,737	Sole Source	Yes	Kyla Rankin/Homes
O4	Expense	Childcare Operations Provider	Learning Care Group	1/1/2026 – 12/31/2030	$1,061,827	$1,061,827	Request for Proposals (Best Value)	Yes	Ryan Alcantar & Miranda Bond/Office of Talent Management

Parkland Health
FY2026 Capital Substitution
For December 2025 Board Meeting

Ref #	Division	Project Total	Substitution Amount	Description
1	Facilities and Perioperative Services	$3,648,128	$1,698,526	Facility Expansion and Equipment for Procedure Rooms at the Simmons Ambulatory Surgical Center (ASC)
	Explanation	The purpose of this capital request is to increase surgical procedures at the Simmons Ambulatory Surgical Center (ASC), which is located at the intersection of Medical District Drive and Harry Hines Blvd. Currently, there are two procedure rooms at the ASC that are being used for equipment storage. To optimize the patient care space and improve operations, a capital request to build 1,213 square feet of storage space was approved, which would allow the two procedure rooms to be utilized for patient care. A change in scope requires an increase to the capital budget. In the revised scope, the square feet for storage increased to 2,266 square feet based on the additional services that will be provided at the ASC and long term storage needs. The ASC is projected to continue operations at its current location for the next 20 years. Approval of this request will allow the opportunity to increase ophthalmic laser, pain, and coloscopy procedures. As services expand at the ASC, additional equipment will be required to support the expanded services and space will be needed to accommodate the additional medical equipment (i.e., colonoscopy equipment and surgical robots). As of 12/8/25, there are $21,377,965 available in contingency funds.		
	Driver(s) of Increased Expense:	Additional space to meet long term storage needs; colonoscopy equipment		
	Description of Item:	Storage space; colonoscopy equipment		
	Grand Total	**$3,648,128**	**$1,698,526**	