Minutes of the Board of Managers meeting of the Dallas County Hospital District, held Wednesday, September 28, 2022, scheduled for 12:50 p.m. or immediately following the HOMES meeting in the WISH Building 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

Chair Marjorie Petty, JD, noted that a quorum was physically present and called the meeting to order at 12:59 p.m.

Board Member attendees included: Chair Marjorie Petty, JD; Eric G. Bing, MD, PhD; Todd Furniss, JD; Ramon Miguez, PE; Farida Minner, RN; and Elizabeth Palacios, MD. Board member Lisa Sutter attended via Webex. Board members Jeff Tillotson, JD, and John Proctor joined via Webex after the meeting began.

Board members Reina Gonzalez, JD, and Don O'Bannon, Esq, were not present.

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

April Audain VP UT Contracts Admin (in-person)
Blanca Garcia, Strategy & Integration Administrator
Donna Richardson, EVP & Chief Nursing Executive (in-person)
Edmundo Castañeda, EVP & Chief Operating Officer (in-person)
Felicia Miller, EVP & Chief Talent Officer (in-person)
Forrest Stovall, Governance Program Manager (in-person)
Fred Cerise, President & Chief Executive Officer
Margaret Dutton, Strategy & Integration Analyst
Pamela Bryant, SVP Chief Supply Chain Officer
Rick Humphrey, EVP & Chief Financial Officer
Roberto de la Cruz, EVP & Chief Clinical Officer (in-person)
Samia Zia, Director Strategy & Integration
Saul Cordero, VP & Chief Governance Officer (in-person)
Steven Roth, EVP & Chief Legal Officer (in-person)
Vic Summers, SVP & Chief Audit Officer

Other Attendees:
Alison Hollender, Attorney with Husch Blackwell
Elle Cochran, Attorney with Husch Blackwell
Rev. Dr. Neil G. Thomas, Cathedral of Hope
Remigio Acevedo Obregon, Sr. ICU RN UT Dallas Masters Student

II. Mission Statement

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

III. Invocation

Rev. Dr. Neil G. Thomas offered an invocation at the beginning of the meeting.

IV. Public Comments Regarding Non-Agenda Items

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

V. Public Comments Regarding Agenda Items

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

VI. Conflicts of Interest

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

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

A. Status Update Regarding Board Action Plan

The Chair reviewed the Board Action Plan with the Board. She provided a brief update on each item and highlighted those that are a work in progress. She also reviewed the recent board procedure changes outlining how communication between management and the Board of Managers functions.

The Board asked questions and received further information related to the Board Action Plan Status Update.

VIII. Consent Agenda

Minutes 2022-08-03 Governance, Compliance, and Ethics Committee

Minutes 2022-08-03 Talent Development and Executive Compensation Committee

Minutes 2022-08-10 Audit Committee

Minutes 2022-08-17 Facilities Committee

Minutes 2022-08-17 Governance, Compliance, and Ethics Committee

Minutes 2022-08-23 Budget & Finance Committee

Minutes 2022-08-24 Quality of Care & Patient Safety Committee

Minutes 2022-08-24 Board of Managers

Minutes 2022-08-24 Board of Managers – Special Session

Approve Contracts over $200,000

Approve Capital Substitution(s)

Approve IP 1-00 Authority Statement and Program Elements for Infection Prevention

Approve Medical Executive Committee Resolution for Appointments/Reappointments, Privileges and Staff Status Changes of the Medical Staff and Non-Physician Clinical Providers

Todd Furniss, JD, motioned for the approval of the Consent Agenda. Ramon Miguez, PE, seconded the motion. The motion passed unanimously.

IX. Public Hearing on the LPPF Mandatory Payment Assessment

A. Presentation on the Mandatory Rate
Keri Disney-Story presented the LPPF Mandatory Payment Assessment update to the Board. The proposed FY23 rate is 6%. Keri explained the need for this rate and the expected collection amounts.

B. Public Comments Regarding the Mandatory Rate and Use of Collected Funds
No members of the public were present to make public comment on the Mandatory Rate and Use of Collected Funds.

C. Vote on Establishment of the Mandatory Rate of SFY23
Keri Disney-Story presented the proposed Mandatory Rate for SFY2023 to the Board for approval.

Todd Furniss, JD, motioned for the approval of the 6% LPPF Mandatory Rate for SFY 2023. Ramon Miguez seconded the motion. The motion passed unanimously.

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

A. CEO Update on System Operations
Dr. Cerise apprised the Board of recent recognitions for Parkland Health, specifically the compliance department.

B. Questions & Discussion Related to CEO Update on System Operations
The Board asked questions and received further information related to the CEO Update on System Operations.

C. Strategic Plan Update – Taxpayer Investment Update
Dr. Cerise provided the Board with an update on the Strategic Plan – Taxpayer Investment priority. He reviewed each objective and key result while providing an update on meeting the key result metrics.

D. Questions & Discussion Related to Taxpayer Investment Update
The Board asked questions and received further information related to the Strategic Plan Update – Taxpayer Investment. Questions & discussion centered around the Days Cash on Hand metric.

E. Approve Peritoneal Dialysis Clinic Resolution
Edmundo Castañeda reported on the Peritoneal Dialysis Clinic. He summarized the regulatory requirements for the clinic and noted the requirement of a local governing body. He reviewed the current governing body membership and expectations for an upcoming survey for the clinic.

The Board asked questions and received further information related to the Peritoneal Dialysis Clinic Resolution.

The Peritoneal Dialysis Clinic Resolution was presented to the Board of Managers for approval.

Todd Furniss, JD, motioned to Approve the Peritoneal Dialysis Clinic Resolution. Eric G. Bing, MD, PhD, seconded the motion. The motion passed unanimously.

F. Discussion Regarding Board of Managers Community Involvement
The Chair provided the Board of Managers members with the opportunity to share about communities in which they serve and other organizations in which they are apart. Marjorie Petty, Todd Furniss, Ramon Miguez, and Lisa Sutter

John Proctor left the meeting at 2:36 p.m.

XI. Executive Session

At 2:38 p.m., the Board went into Executive Session as permitted by the closed meeting exceptions specified on the agenda.

A. Old Parkland Hospital Demolition Update

B. Discussion of Master Service Agreement for Physician Services FY23 Contract

C. Discussion of 2210 Butler Street Real Estate Property

D. Personnel Matters Pertaining to Duties and Responsibilities of Chief Executive Officer

E. Personnel Matters Pertaining to Duties and Responsibilities of Board Members

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

Members of management in executive session attendance included:

April Audain, Donna Richardson, Edmundo Castañeda, Felicia Miller, Forrest Stovall, Fred Cerise, Rick Humphrey, Roberto de la Cruz, Saul Cordero, Steve Roth, and Vic Summers

Chair adjourned Executive Session and moved into Open Session at 3:36 p.m.

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

A. Discussion Related to Emergency/Deviation Approval Process

The Chair presented the current Emergency/Deviation Approval Process for discussion.

The Board asked questions and received further information related to the current process.

The Board discussed amending the current approval process to the following:

- Upon approval by the CEO, the approval will go to the Budget & Finance Committee Chair.
- If the Budget & Finance Committee Chair is not available, the approval will route to the Board Chair.
- If the Board Chair is not available, the approval will route to the Board Vice-Chair.

Elizabeth Palacios, MD, motioned to approve providing redundancy and following the above plan for Emergency/Deviation Approvals. Todd Furniss, JD, seconded the motion. The motion passed unanimously.

B. Approve Master Service Agreement for Physician Services Beginning October 1, 2022

Ramon Miguez, PE, motioned to give the CEO & Chief Legal Officer the authority to draft and negotiate a one-month extension to the existing MSA between Parkland & UT Southwestern. Todd Furniss, JD, seconded the motion. The motion passed unanimously.

A. Adjourn

With no further business to discuss, Chair Marjorie Petty, JD, adjourned the meeting at 3:56 p.m.

SO RECORDED:

Marjorie D Petty
Marjorie D Petty (Oct 27, 2022 11:48 CDT)

Marjorie D. Petty, JD
Chair

Steven J Roth
Steven J Roth (Oct 26, 2022 17:44 CDT)

Steve Roth, JD, MPH
Assistant Secretary