Minutes of the Board of Managers meeting of the Dallas County Hospital District, held Wednesday, October 26, 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 12:50 p.m.

Board Member attendees included: Chair Marjorie Petty, JD; Todd Furniss, JD; Reina Gonzalez, JD; Ramon Miguez, PE; Farida Minner, RN; Don O'Bannon, Esq; Elizabeth Palacios, MD; and Lisa Sutter. Jeff Tillotson, JD, arrive at 1:02 pm.

Board members Eric G. Bing, MD, PhD, and John Proctor were not present.

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

April Audain, VP UT Contracts Admin
Carlos Lopez, Sr. Chaplain
Donna Persaud, HOMES/CHNA Medical Director
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 (in-person)
Jessica Hernandez, VP Community Integrated Health
Jose Joglar, UTSW Professor
Joseph Chang, SVP & Chief Medical Officer
Margaret Dutton, Strategy & Integration Analyst
Melanie Roberts, SVP Chief Compliance & Ethics Officer
Michael Malaise, SVP Communications and External Affairs
Pamela Bryant, SVP Chief Supply Chain Officer
Rick Humphrey, EVP & Chief Financial Officer (in-person)
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:
Tzeggabrhan Kidane, Dallas County Commissioners Court
Shanon Rust, Dallas County Commissioners Court (in-person)
Christina Torre, Dallas County Commissioners Court (in-person)

II. Mission Statement

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

III. Invocation

Carlos Lopez, Sr. Parkland Chaplain, 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. Conflicts of Interest

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

VI. Consent Agenda

Minutes 2022-09-27 Budget & Finance Committee

Minutes 2022-09-28 Quality of Care & Patient Safety Committee

Minutes 2022-09-28 Board of Managers – Special Session

Minutes 2022-09-28 Board of Managers

Approve Fiscal Year 2023 Annual Audit Plan

Approve Contracts over $200,000

Approve Patient Settlements

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

Ramon Miguez, PE, motioned for the approval of the Consent Agenda. Farida Minner, RN, seconded the motion. The motion passed unanimously.

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

A. CEO Update on System Operations

Dr. Cerise asked Edmundo Castañeda to give an update on what is being done about security. Edmundo reported on the security consultant currently on-site conducting assessments through next week. The firm is Force Protect based out of Florida. They are conducting a vulnerability assessment and informal interviews in which the eventual

outcome will be that they return with a threat analysis based on likelihood of threat and impact of loss.

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 specifically related to security and access.

C. Strategic Plan Update – Staff & Provider Engagement
Dr. Cerise provided the Board with an update on the Strategic Plan – Staff & Provider Engagement. He reviewed each objective and key result while providing an update on meeting the key result metrics.

D. Questions & Discussion Related to Staff & Provider Engagement Update
The Board asked questions and received further information related to the Staff & Provider Engagement Update.

E. Overview of Parkland Pension Plan
Rick Humphrey provided an overview of the Parkland Pension Plan. He reviewed the current retirement plans, assets, historical costs, hospital comparisons, key questions, social security, and potential alternatives.

F. Questions & Discussion Related to Overview of Parkland Pension Plan
The Board asked questions and received further information related to the Parkland Pension Plan.

G. Community Health Needs Assessment (CHNA) Update - 2022 CHNA Report
Jessica Hernandez provided an in-depth update on the CHNA assessment timeline. She also presented the 2022 CHNA Report for approval.

H. Questions & Discussion Related to Community Health Needs Assessment (CHNA) Update - 2022 CHNA Report
The Board asked questions and received additional information related to the CHNA Update.

I. Accept 2022 CHNA Report
Don O'Bannon, Esq, motioned to Accept 2022 CHNA Report. Farida Minner, RN, seconded the motion. The motion passed unanimously.

J. Board Development Update
The Chair provided a Board Development Update. She shared opportunities for additional training for Board members.

K. Board Requests Update

Saul Cordero reported on the Board Requests Update. He reported working on better coordination and alignment of board request.

Don O'Bannon, Esq, departed at 2:52 pm.

VIII. Executive Session

At 2:52 p.m., the Board went into Executive Session as permitted by the closed meeting exceptions specified on the agenda.

A. Cash Monitoring Audit Update, Report No. 22-12

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

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

D. 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, Edmundo Castañeda, Felicia Miller, Forrest Stovall, Fred Cerise, Rick Humphrey, Roberto de la Cruz, Saul Cordero, Steven Roth, and Vic Summers

Chair adjourned Executive Session and moved into Open Session at 3:55 p.m.

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

A. Approve Master Service Agreement for Physician Services Beginning November 1, 2022

Ramon Miguez, PE, motioned to give the CEO & Chief Legal Officer the authority to draft and negotiate the MSA between Parkland & UT Southwestern with the terms outlined. Todd Furniss, JD, seconded the motion. The motion passed unanimously.

X. Adjourn

With no further business to discuss, Chair Marjorie Petty, JD, adjourned the meeting at 3:55 p.m.

SO RECORDED:

Marjorie Petty
Marjorie Petty (Nov 21, 2022 19:15 CST)

Marjorie D. Petty, JD
Chair

Steven ROth
Steven ROth (Nov 19, 2022 11:35 CST)

Steve Roth, JD, MPH
Assistant Secretary