Minutes of the Board of Managers meeting of the Dallas County Hospital District, held Wednesday, March 29, 2023, 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 12:40 p.m.

Board Member attendees included: Chair Marjorie Petty, JD; Eric G. Bing, MD, PhD; Todd Furniss, JD; Reina Gonzalez, JD; Ramon Miguez, PE; Farida Minner, RN; Don O'Bannon, Esq; Elizabeth Palacios, MD; John Proctor (via Webex); and Lisa Sutter. Jeff Tillotson, JD, joined at 1:10 pm via Webex.

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

April Audain, VP UT Contracts Administration
Andrew Devine, Associate General Counsel
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 (in-person)
John Raish, SVP Support Services (in-person)
Kellee Boardingham, Executive Assistant (in-person)
Melanie Roberts, SVP Chief Compliance & Ethics Officer
Michael Horne, President & CEO Parkland Health Foundation (in-person)
Michael Lane, SVP Chief Quality & Patient Safety Officer
Pamela Bryant, SVP Chief Supply Chain Officer
Rick Humphrey, EVP & Chief Financial Officer
Roberto de la Cruz, EVP Chief Clinical Officer (in-person)
Saul Cordero, VP & Chief Governance Officer (in-person)
Steven Roth, EVP & Chief Legal Officer (in-person)
Vic Summers, SVP Chief Audit Executive

Other Attendees:
Ivan Lemus, RazorBlade Solutions
Rev. Jessie Light-Wells, UKirk SMU

II. Mission Statement

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

III. Invocation

Rev. Jessie Light-Wells 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 2023-02-08 Talent Development and Executive Compensation Committee

Minutes 2023-02-08 Audit Committee

Minutes 2023-02-21 Budget & Finance Committee

Minutes 2023-02-22 Quality of Care & Patient Safety Committee

Minutes 2023-02-22 Board of Managers

Approve Contracts over $200,000 for January 2023

Approve Contracts over $200,000 for February 2023

Approve Capital Substitutions

Approve Parkland Health Board Quality of Care & Patient Safety Committee Charter

Approve Infection Prevention Annual Plan

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

Todd Furniss, JD, motioned to approve the Consent Agenda. Ramon Miguez, PE, seconded the motion. The motion passed unanimously.

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

A. Highlights from Society of Corporate Compliance and Ethics (SCCE) Conference

Reina Gonzalez provided the Board with a review of the SCCE Conference she recently attended in Arizona. She provided a summary of the sessions she attended and the key

takeaways that she learned. Chair Marjorie Petty also announced that Reina will be chairing the Governance, Compliance, and Ethics Committee in the coming year.

B. CEO System Update
Dr. Fred Cerise provided the CEO System Update. He first provided the Board with a copy of *The People's Hospital*, a recently published book, that he recommends as reading material specific to the history of the safety net hospital. Dr. Cerise also announced several awards recently received by Parkland, including the American Rescue Plan Act funding from Dallas County. Dr. Cerise highlighted eight Parkland nurses who recently received the annual DFW Great 100 Nurse Award. He shared several Parkland employees have made recent trips to Austin to testify on behalf of Parkland, and he also provided an update on the zoning process for the new Vickery Clinic and potential changes related to the affiliated nursing homes. Lastly, Dr. Cerise provided an update on workforce development initiatives and productivity goals.

C. Questions & Discussion Related to CEO System Update
The Board asked questions and received additional information related to the CEO System Update.

D. Discuss Board of Managers Committee Assignments
Chair Marjorie Petty announced the 2023 Board of Managers Committee assignments.

E. Discuss Board of Managers Strategic Planning Retreat and Development Opportunities
Chair Marjorie Petty announced the Board Strategic Planning Retreat on Friday, April 21st, as well as the CHNA Forum on April 11th and the State of Homelessness Address on April 13th. Chair Marjorie Petty also reminded the Board of the annual Texas Healthcare Trustee Conference in July.

VIII. Executive Session

At 1:24 p.m., 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. Former Campus Demolition Update

B. Questions & Discussion Related to Former Campus Demolition Update

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 in executive session attendance included:

April Audain, Andrew Devine, Donna Richardson, Edmundo Castañeda, Felicia Miller, Forrest Stovall, Fred Cerise, John Raish, Kellee Boardingham, Melanie Roberts, Michael Lane, Pam Bryant, Rick Humphrey, Roberto de la Cruz, Saul Cordero, Steven Roth, and Vic Summers

Chair adjourned Executive Session and moved into Open Session at 2:10 pm.

IX. Action Items (Open Session)

A. Approve Contracts over $200,000 for March 2023

Don O'Bannon, Esq, motioned to approve the Contracts over $200,000 for March 2023 with the exception of the FedEx contract. Todd Furniss, JD, seconded the motion. The motion passed unanimously.

Don O'Bannon, Esq, motioned to approve extending the contract with Castle for 60 days pending final consideration for a new contract by the Board. Todd Furniss, JD, seconded the motion. The motion passed unanimously.

Ramon Miguez, PE, motioned to approve the Former Campus Demolition Contract as proposed by staff with the capital substitution from the Vickery Meadows Clinic funds to make up the necessary difference. Lisa Sutter seconded the motion. All present board members voted in favor of approving Contracts over $200,000 for March 2023 with the exception of Reina Gonzalez, JD; Don O'Bannon, Esq; and John Proctor voting no.

B. Discussion of Board Fiduciary Duties with Respect to Affiliated Boards & Nursing Homes
This topic was moved to the next Board of Managers meeting scheduled for April 26, 2023.

C. Questions & Discussion Related to Board Fiduciary Duties with Respect to Affiliated Boards & Nursing Homes
This topic was moved to the next Board of Managers meeting scheduled for April 26, 2023.

D. Parkland Health Foundation Update
Dr. Michael Horne provided an overall report on the Parkland Health Foundation. He reviewed key objectives, goals, and achievements of the Foundation. He highlighted Foundation initiatives related to the New Parkland Hospital, the Moody Breast Center, Public Health Preparedness Fund, Pediatric Behavioral Health, Maternal Care After Pregnancy, as well as future initiatives.

E. Questions & Discussion Regarding Parkland Health Foundation Update
The Board asked questions and received additional information related to the Parkland Health Foundation Update.

X. Executive Session

At 2:50 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. Personnel Matters Pertaining to Duties and Responsibilities of Chief Executive Officer

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

Members of management in executive session attendance included:

Fred Cerise

Chair adjourned Executive Session and moved into Open Session at 3:22 pm.

XI. Adjourn

With no further business to discuss, Chair Marjorie Petty, JD, adjourned the meeting at 3:22 pm.

SO RECORDED:

Marjorie D. Petty
Marjorie D. Petty (May 1, 2023 17:01 CDT)

Marjorie D. Petty, JD
Chair

Steven Roth
Steven Roth (May 2, 2023 11:16 CDT)

Steve Roth, JD, MPH
Assistant Secretary