Minutes of the Board of Managers meeting of the Dallas County Hospital District, held Wednesday, July 26, 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 12:45 p.m.

Board Member attendees included: Chair Marjorie Petty, JD; Eric G. Bing, MD, PhD; Byron Cryer, MD; Reina Gonzalez, JD; Vincent Hall; Ramon Miguez, PE; Farida Minner, RN; Elizabeth Palacios, MD. Board members Todd Furniss, JD, and Lisa Sutter attended via Webex.

Board Member John Proctor did not attend.

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

April Audain, VP UT Contracts Administration (in-person)
Carolyn Foster, Deputy General Counsel (in-person)
Donna Richardson, EVP & Chief Nursing Executive (in-person)
Edmundo Castañeda, EVP & Chief Operating Officer (in-person)
Edna Ruano, Public Policy Advisor
Felicia Miller, EVP Chief Talent Officer (in-person)
Forrest Stovall, Governance Program Manager (in-person)
Fred Cerise, President & Chief Executive Officer (in-person)
Gerry Baker, SVP Revenue Cycle
Guy Toliver, Director Supplier Diversity & Inclusion
Jared Ginter, VP Institutional Risk Management
Jeffrey Giles, Sr. Associate Attorney
Jessica Hernandez, SVP Chief DEI Officer
Joseph Chang, SVP Chief Medical Officer
Kellee Boardingham, Executive Assistant (in-person)
Melanie Roberts, SVP Chief Compliance & Ethics Officer
Michael Lane, SVP Chief Quality & Patient Safety Officer
Pamela Bryant, SVP Chief Supply Chain Officer
Rick Humphrey, EVP & Chief Financial Officer (in-person)
Robert Case, Associate General Counsel
Roberto de la Cruz, EVP & Chief Clinical Officer (in-person)
Saul Cordero, SVP & Chief Governance & Strategy Officer (in-person)
Steven Roth, EVP & Chief Legal Officer (in-person)
Vic Summers, SVP Chief Audit Executive

Other Attendees:
Rev. Dr. April Johnson Bristow, First United Methodist Church Richardson
Colette Holt, Colette Holt & Associates
Lino Mendiola, Eversheds Sutherland
Darren Nicholson, Burns Charest LLP
Tzeggabrhan Kidane, Dallas County

II. Mission Statement

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

III. Invocation

Rev. Dr. April Johnson Bristow 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 2023-06-27 Audit Committee

Minutes 2023-06-27 Budget & Finance Committee

Minutes 2023-06-28 Quality of Care & Patient Safety Committee

Minutes 2023-06-28 Board of Managers

Approve SYS.RR.006: Informed Consent Policy

Approve Contracts over $200,000

Approve Capital Substitutions

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 to approve the Consent Agenda with the removal of contracts S2 and S5. Elizabeth Palacios, MD, seconded the motion. The motion passed unanimously.

VII. Executive Session

At 12:52 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. Consultation with Attorney Regarding Overview of Procurement Laws

B. Consultation with Attorney Regarding Status of Opioid litigation, Related Claims and Developments

C. Consultation with Attorney on Internal Investigation Process and Update on Pending Investigation

Members of management in executive session attendance included:

Carolyn Foster, Donna Richardson, Edmundo Castañeda, Felicia Miller, Forrest Stovall, Fred Cerise, Guy Toliver, Jeffrey Giles, Jessica Hernandez, Joseph Chang, Kellee Boardingham, Melanie Roberts, Michael Lane, Pam Bryant, Rick Humphrey, Roberto de la Cruz, Saul Cordero, Steven Roth, and Vic Summers

Darren Nicholson, Lino Mendiola, and Colette Holt also attended.

Board Member Todd Furniss, JD, joined via Webex at 12:58 p.m.

Chair adjourned Executive Session and moved into Open Session at 2:45 p.m.

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

A. CEO System Update

Dr. Fred Cerise provided the CEO System Update. He provided an update on contract labor throughout the hospital, nurse vacancy rates, and nurse residency hiring. Dr. Cerise also provided an update on patient volumes in the hospital and emergency room. Four school-based clinics will also close by the end of this year due to low utilization and patients will be referred to the community oriented primary care clinics.

B. Questions & Discussion Related to CEO System Update

The Board asked questions and received additional information related to the CEO System Update. The Board also asked questions and received additional information related to the current One Survey engagement survey occurring.

C. Discussion Regarding Strategic Direction of the System

Dr. Cerise provided an update on the Strategic Direction of the System. He reviewed the strategic initiatives as outlined by the Board of Managers: People, Access, Quality, Trust, Post-Acute Care, and Facilities.

The Board asked questions and received additional information related to the Strategic Direction of the System update. The Board specifically asked questions and received additional information related to the Trust metric expanding beyond to patients to also include employees and other key community stakeholders.

IX. Executive Session

At 3:10 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. Discussion Regarding Campus Security

B. Discussion Regarding New Services and Facilities

Members of management in executive session attendance included:

April Audain, Carolyn Foster, Donna Richardson, Edmundo Castañeda, Felicia Miller, Forrest Stovall, Fred Cerise, Jessica Hernandez, Melanie Roberts, 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 3:27 p.m.

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

A. Review FY24 Parkland Health Budget (1st Pass)

Rick Humphrey presented the FY24 Budget. He reviewed the Budget Assumptions relating to Risk Elements, Revenue, Volumes, and Expenses. Next, he reviewed the FY24 Budget. He also reviewed the expected tax valuation changes and the timeline for the FY24 budget approval.

Key Metrics:

- Total Operating Revenues: $3,013,610,651
- Total Operating Expenses: $2,908,989,962
- Total Net Income: $73,519,872
- Capital Budget: $153,000,000

B. Questions & Discussion Related to FY24 Budget

The Board asked questions and received additional information related to the FY24 Budget. The Board also requested a detailed presentation on the capital project review and planning process.

XI. Executive Session

At 3:55 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. Discussion of Master Service Agreement for Physician Services Contract

B. Update Related to Issues Concerning an Individual Patient's Care that was Raised at June Public Comment for Non-Agenda Items

C. Discussion Regarding Negotiation for Expansion of Nursing Home QIPP Relationship

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 in executive session attendance included:

April Audain, Carolyn Foster, Donna Richardson, Edmundo Castañeda, Felicia Miller, Forrest Stovall, Fred Cerise, Gerry Baker, Jared Ginter, Melanie Roberts, Rick Humphrey, Roberto de la Cruz, Saul Cordero, and Vic Summers

Board Member Lisa Sutter departed Webex at 4:00 p.m.

Chair adjourned Executive Session and moved into Open Session at 4:28 p.m.

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

A. Approve Opioid Settlement

The Chair entertained a motion to approve the Opioid Settlement as discussed in Executive Session.

Ramon Miguez, PE, motioned to approve the Opioid Settlement, giving the Chief Executive Officer and the Chief Legal Officer the authority to negotiate the final settlement terms. Farida Minner, RN, seconded the motion. The motion passed unanimously.

XIII. Adjourn

With no further business to discuss, Chair Marjorie Petty, JD, adjourned the meeting at 4:29 p.m.

SO RECORDED:

Marjorie D. Petty
Marjorie D. Petty (Aug 31, 2023 22:44 CDT)

Marjorie D. Petty, JD
Chair

Steven J Roth
Steven J Roth (Sep 12, 2023 18:58 CDT)

Steve Roth, JD, MPH
Assistant Secretary