Minutes of the Governance, Compliance and Ethics Committee meeting of the Board of Managers of the Dallas County Hospital District, held Wednesday, August 2, 2023, scheduled for 10:30 a.m. in the WISH Building Executive 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

Committee Chair Reina Gonzalez, JD, noted that a quorum was physically present and called the meeting to order at 10:30 a.m. Committee member Ramon Miguez, PE; attended in-person and arrived at 10:31 a.m. Committee member Lisa Sutter attended via Webex. Board members Byron Cryer, MD; and Farida Minner, RN, were appointed for quorum to start the meeting at 10:30 a.m.

Committee member Eric G. Bing, MD, PhD, did not attend.

Board Member Attendees Included: Chair Marjorie Petty, JD (via Webex); Byron Cryer, MD; Vincent Hall; and Farida Minner, RN.

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

Carolyn Foster, Deputy General Counsel (in-person)
Donna Richardson, EVP Chief Nursing Executive
Edmundo Castañeda, EVP & Chief Operating Officer
Felicia Miller, EVP & Chief Talent Officer
Forrest Stovall, Governance Program Manager (in-person)
Fred Cerise, President & Chief Executive Officer (in-person)
Gerry Baker, SVP Revenue Cycle
Jessica Hernandez, SVP Chief DEI Officer
Jennifer Wimberly, Staff Physician-Chair, Institutional Ethics Committee (in-person)
Kellee Boardingham, Executive Assistant (in-person)
Mary Lea-Holmes, VP Compliance Oversight
Melanie Roberts, SVP/Chief Compliance & Ethics Officer (in-person)
Michael Lane, SVP & Chief Quality and Safety Officer
Roberto de la Cruz, EVP & Chief Clinical Officer
Roshan Thayil, Sr. Director Compliance Programs
Steve Roth, EVP & Chief Legal Officer (in-person)
Vic Summers, SVP Chief Audit Executive

II. Mission Statement

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

III. Public Comments Regarding Agenda Items

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

IV. Conflicts of Interest

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

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

A. Approve Committee Charters

I. Audit Committee
II. Budget & Finance Committee
III. Governance, Compliance, and Ethics Committee
IV. Quality of Care and Patient Safety Committee
V. Talent Development and Executive Compensation Committee
VI. Executive Compliance Committee
VII. Leadership Compliance Committee

Chair Reina Gonzalez, JD, presented the Committee Charters for approval. Melanie Roberts reviewed the approval process for the charters and noted material changes to the compliance charters.

Byron Cryer, MD, motioned to recommend Board approval of the Committee Charters. Ramon Miguez, PE, seconded the motion. The motion passed unanimously.

B. Approve Policies and Procedures

I. SYS.LEAD.004 Organizational Plan
II. SYS.COMP.058 Conflicts of Interest

Melanie Roberts presented the Policies and Procedures for approval noting the material changes to each.

Ramon Miguez, PE, motioned to recommend Board approval of the Policies and Procedures. Lisa Sutter seconded the motion. The motion passed unanimously.

C. Approve Fiscal Year 2024 Compliance & Ethics Department Budget

Melanie Roberts presented the Fiscal Year 2024 Compliance & Ethics Department Budget for approval. She noted the variance in Salaries between fiscal years due to anticipated market adjustments.

The Committee asked questions and received additional information related to the FY24 Budget.

Lisa Sutter motioned to recommend Board approval of the Fiscal Year 2024 Compliance & Ethics Department Budget. Byron Cryer, MD, seconded the motion. Ramon Miguez, PE, abstained from the vote. All other present committee members voted in favor.

VI. Executive Session

At 10:53 a.m., the Committee went into executive session to discuss the items on the Executive Session agenda.

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

A. Institutional Ethics Committee Report

B. Compliance and Ethics Report
   - I. Q4 Program Activities
   - II. FY24 Department Work Plan
   - III. Senate Bill 490
     Re: Itemized billing for health care services and supplies provided by health care providers

C. Attorney-Client Privileged & Confidential
   Quarterly Report of Open Compliance Reviews

Members of management in executive session attendance included:

Carolyn Foster, Donna Richardson, Edmundo Castañeda; Felicia Miller; Forrest Stovall; Fred Cerise; Gerry Baker; Jennifer Wimberly; Jessica Hernandez; Kellee Boardingham; Mary Lea-Holmes; Melanie Roberts; Michael Lane; Roberto de la Cruz; Roshan Thayil; Steve Roth; and Vic Summers

Committee Chair Reina Gonzalez, JD, adjourned Executive Session and moved into Open Session at 11:46 a.m.

VII. Adjourn

With no further business to discuss, Committee Chair Reina Gonzalez, JD, adjourned the meeting at 11:46 a.m.

SO RECORDED:

Reina Gonzalez
Reina Gonzalez (Oct 3, 2023 17:13 CDT)

Reina Gonzalez, JD
Committee Chair

Steven Roth
Steven Roth (Oct 1, 2023 09:21 CDT)

Steve Roth, JD, MPH
Assistant Secretary