Minutes of the Board of Managers meeting of the Dallas County Hospital District, held Wednesday, August 23, 2023, scheduled for 12:50 p.m. or immediately following the HOMES meeting at Southeast Community Oriented Primary Care Clinic located at 9202 Elam Road, Dallas, Texas, in the Cafeteria Classroom 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 12:55 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 member Lisa Sutter attended via Webex.

Board Members Todd Furniss, JD, and John Proctor did not attend.

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

April Audain, VP UT Contracts Administration (in-person)
Bruce McDaniels, VP Chief Information Security Officer
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)
Jessica Hernandez, SVP Chief DEI Officer
Joseph Chang, SVP Chief Medical Officer (in-person)
Joseph Longo, SVP Chief Information Officer (in-person)
Melanie Roberts, SVP Chief Compliance & Ethics Officer (in-person)
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
Samia Zia, Director Strategy (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:
Dr. Yosef Khan, Premier Healthcare

II. Mission Statement

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

III. Invocation

Dr. Yosef Khan 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 2023-07-12 Facilities Committee

Minutes 2023-07-25 Budget & Finance Committee

Minutes 2023-07-26 Quality of Care & Patient Safety Committee

Minutes 2023-07-26 Board of Managers

Approve Contracts over $200,000

Approve Capital Substitutions

Approve SYS.RR.006 Informed Consent Policy

Approve SYS.RR.007 General Consent Policy

Approve SYS.LEAD.001 Organizational Plan Policy

Approve SYS.COMP.058 Conflicts of Interest Policy

Approve SYS.PI.001 Quality Assurance and Performance Improvement (QAPI) Plan

Approve Amendment to 2023 Southwestern Medical District Budget Operating Contract

Approve Parkland Health Board Audit Committee Charter

Approve Parkland Health Board Budget & Finance Committee Charter

Approve Parkland Health Board Governance, Compliance and Ethics Committee Charter

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

Approve Parkland Health Board Talent Development and Executive Compensation Committee Charter

Approve Parkland Health Management Executive Compliance Committee Charter

Approve Parkland Health Management Leadership Compliance Committee Charter

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, requested Item F, Approve Capital Substitutions, be removed from the Consent Agenda for discussion.

Elizabeth Palacios, MD, motioned to approve the Consent Agenda without Item F, Capital Substitutions. Ramon Miguez, PE, seconded the motion. The motion passed unanimously.

The Board asked questions and received additional information related to Ref # 1 on Item F, Capital Substitutions.

Ramon Miguez, PE, motioned to approve the Consent Agenda Item F, Capital Substitutions. Vincent Hall seconded the motion. The motion passed unanimously.

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

A. CEO System Update

Dr. Fred Cerise provided the CEO System Update. First, Dr. Joe Chang provided an update on current COVD-19 cases in the community. Next, Dr. Cerise highlighted several community events in which Parkland participated. Dr. Cerise also reported on turnover rates, diversity benchmarks, and contract labor utilization. Lastly, Dr. Cerise shared the engagement survey recently concluded and results are forthcoming.

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 about requesting legislators to review the recent decision to not require workers to take 15-minute breaks. The Board asked questions and received additional information related to physician engagement scores.

C. Review Parkland Health FY24 Budget (Final Version)
Rick Humphrey presented the FY24 Budget. He reviewed the Budget Assumptions relating to Risk Elements, Revenue, Volumes, and Expenses. Next, he reviewed the Final Version of the FY24 Budget. He also reviewed the expected tax valuation changes and remaining timeline for the FY24 budget approval.

Key Metrics:

- Total Operating Revenues: $2,726,048,000
- Total Operating Expenses: $2,724,308,000
- Total Net Income: $83,910,000
- Capital Budget: $241,600,000

D. Questions & Discussion Related to Parkland Health FY24 Budget
The Board asked questions and received additional information related to the FY24 Budget.

E. Approve Parkland Health FY24 Budget Resolution
Rick Humphrey presented the FY24 Budget Resolution for approval.

Ramon Miguez, PE, motioned to approve the Parkland Health FY24 Budget Resolution. Vincent Hall seconded the motion. The motion passed unanimously.

F. Approve Audit Department FY24 Budget

Ramon Miguez, PE, motioned to approve the Audit Department FY24 Budget. Elizabeth Palacios, MD, seconded the motion. The motion passed unanimously.

G. Approve Quality & Safety Operations Department FY24 Budget

Vincent Hall motioned to approve the Quality & Safety Operations Department FY24 Budget. Ramon Miguez, PE, seconded the motion. The motion passed unanimously.

H. Approve Compliance Department FY24 Budget

Elizabeth Palacios, MD, motioned to approve the Compliance Department FY24 Budget. Ramon Miguez, PE, seconded the motion. The motion passed unanimously.

VIII. Executive Session

At 1:55 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. Cybersecurity Update

B. Questions & Discussion Related to Cybersecurity Update

C. Discussion of Master Service Agreement for Physician Services Contract

D. Consultation with Attorney Regarding Potential Construction and Design Defect Claims

E. Consultation with Attorney Regarding Overview of Procurement Laws

F. Personnel Matte Regarding CEO Annual Goals

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

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

Members of management in executive session attendance included:

April Audain, Bruce McDaniels, Donna Richardson, Edmundo Castañeda, Felicia Miller, Forrest Stovall, Fred Cerise, Jessica Hernandez, Joe Longo, Joseph Chang, Melanie Roberts, Michael Lane, Rick Humphrey, Samia Zia, Saul Cordero, Steve Roth, and Vic Summers

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

IX. Action Items

A. Approve CEO Annual Goals

The Chair entertained a motion to approve the CEO Annual Goals.

Vincent Hall motioned to approve the CEO Annual Goals. Ramon Miguez, PE, seconded the motion. The motion passed unanimously.

B. Consideration and possible action to make required findings and authorize engagement of counsel and initiation of litigation to pursue construction and design defect claims as stated in the Notice attached to the Agenda

Vincent Hall motioned to approve the findings discussed in Closed Session based on the notice attached to the Agenda. Elizabeth Palacios, MD, seconded the motion. The motion passed unanimously.

X. Adjourn

With no further business to discuss, Chair Marjorie Petty, JD, adjourned the meeting at 3:57 p.m.

SO RECORDED:

Marjorie D Petty
Marjorie D Petty (Oct 2, 2023 22:04 CDT)

Marjorie D. Petty, JD
Chair

Steven J Roth
Steven J Roth (Oct 1, 2023 10:46 CDT)

Steve Roth, JD, MPH
Assistant Secretary