Minutes of the Board of Managers meeting of the Dallas County Hospital District, held Wednesday, December 20, 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 12:50 p.m.

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

Board Members Reina Gonzalez, JD, and John Proctor were not present.

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

Donna Richardson, EVP & Chief Nursing Executive
Edmundo Castañeda, EVP & Chief Operating Officer
Felicia Miller, EVP & Chief Talent Officer
Forrest Stovall, Governance Program Manager
Fred Cerise, President & Chief Executive Officer
Jessica Hernandez, SVP Chief DEI Officer
Joseph Longo, SVP Chief Information Officer
Kellee Boardingham, Executive Assistant
Melanie Roberts, SVP Chief Compliance & Ethics Officer
Michael Lane, SVP Chief Quality & Safety Officer
Michael Wood, Sr. Director Facilities Support Services
Miranda Jolliff, Director Operations Sustainability & Energy Conservation
Pam Bryant, SVP Chief Supply Chain Officer
Paula Denney, Associate General Counsel
Rick Humphrey, EVP & Chief Financial Officer
Roberto de la Cruz, EVP Chief Clinical Officer
Saul Cordero, SVP & Chief Governance & Strategy Officer (via Webex)
Steve Miff, PCCI CEO
Steve Roth, EVP & Chief Legal Officer
Vic Summers, SVP Chief Audit Executive

**Other Attendees:**
Charlene Jin Lee, First Presbyterian Church of Dallas

## II. Mission Statement

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

**III. Invocation**

Rev. Dr. Charlene Jin Lee 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. Public Comments Regarding Non-Agenda Items**

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

**VI. Conflicts of Interest**

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

The Chair expressed appreciation to the Board of Managers members as well as the Parkland staff for their work and efforts in support of Parkland's mission.

**VII. Consent Agenda**

Approve Minutes 2023-11-01 Governance, Compliance and Ethics Committee

Approve Minutes 2023-11-01 Talent Development and Executive Compensation Committee

Approve Minutes 2023-11-14 Budget & Finance Committee

Approve Minutes 2023-11-15 Quality of Care & Patient Safety Committee

Approve Minutes 2023-11-15 Board of Managers

Approve Contracts over $200,000

Approve Capital Substitution(s)

Approve Neonatal Program Plan & Resolution

Approve Furniture Donation Resolution

Approve Patient Settlements

Approve Fiscal 8311-1-04, Investment Policy – Operating Funds

Approve Medical Staff Bylaws

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. Vincent Hall seconded the motion. The motion passed unanimously.

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

A. CEO Update on System Operations

Dr. Fred Cerise informed the Board of the success of the ICARE, I Share gift campaign for employees. A video show casing the program was also played. Next, Dr. Cerise reviewed the November 2023 Fiscal-Year-to-Date Key Statistics. He also informed the Board of efforts around master planning, improving employee health, and evaluating how Parkland collects money from patients.

B. Questions & Discussion Related to CEO Update on System Operations

The Board asked questions and received additional information related to the CEO Update on System Operations.

C. Approve Transfer of $22.8 million from Parkland Health to Parkland Community Health Plan, Inc

Rick Humphrey informed the Board of a transfer from Parkland Health to Parkland Community Health Plan, Inc. (PCHP) to address a reporting error in 2022.

Ramon Miguez, PE, motioned to approve the transfer of $22,807,041.93 from Parkland Health to Parkland Community Health Plan, Inc. to address a reporting error. Farida Minner, RN, seconded the motion. The motion passed unanimously.

D. Environmental Sustainability Update

Miranda Jolliff provided an Environmental Sustainability Update. She provided an overview of sustainability, defined the climate and health relationship, reviewed Parkland's current sustainability program, then outlined plans for the program moving forward. She highlighted Parkland's recent achievements in sustainability as well as awards Parkland has received. In conclusion, Miranda presented the 2024-2026 strategic priorities for sustainability.

E. Questions & Discussion Related to Environmental Sustainability Update

The Board asked questions and received additional information related to the Environmental Sustainability Update. The Board also asked questions and received additional information related to future plans for electric and hybrid vehicles.

F. Board of Managers Assessment
The Chair informed the Board of an upcoming assessment to evaluate governance best practices which will be sent to them this week. The assessment will be open for completion over the next two weeks.

G. Board of Managers Officer Election Process
The Chair reminded the Board that Board Officer Elections will occur at the next Board of Managers meeting. Nominations are due to Saul Cordero by January 10th.

## IX. Executive Session

At 2:01 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. Strategic Partnership for Facility Development

B. Questions & Discussion Regarding Strategic Partnership for Facility Development

C. Consultation with Attorney Regarding Parkland Center for Clinical Innovation (PCCI) and Pieces Technology, Inc (PTI) Agreement

D. Questions & Discussion Regarding PCCI and PTI Agreement

Members of management in executive session attendance included:

Donna Richardson, Edmundo Castañeda, Felicia Miller, Forrest Stovall, Fred Cerise, Jessica Hernandez, Joseph Longo, Kellee Boardingham, Melanie Roberts, Michael Lane, Paula Denney, Rick Humphrey, Roberto de la Cruz, Saul Cordero, Steve Miff, Steve Roth, and Vic Summers

Chair adjourned Executive Session and moved into Open Session at 2:57 p.m.

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

A. Approve PCCI and PTI Agreement

Ramon Miguez, PE, motioned to approve signature by the PCCI CEO on the non-binding Letter of Intent between PCCI and Pieces Technology, Inc. that was previously approved by the PCCI Board and approve signature by the Parkland CEO on the non-binding Letter of Intent between Parkland and Pieces Technology, Inc. provided that there is successful negotiation of parameters acceptable to the Board as discussed in Executive Session. Elizabeth Palacios, MD, seconded the motion. The motion passed unanimously.

## XI. Executive Session

At 2:59 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. 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 3:25 p.m.

## XII. Adjourn

With no further business to discuss, the Chair adjourned the meeting at 3:27 p.m.

SO RECORDED:

Marjorie D Petty, J.D.
Marjorie D Petty, J.D. (Jan 26, 2024 09:23 CST)

Marjorie D. Petty, JD
Chair

Steven J Roth
Steven J Roth (Jan 25, 2024 19:59 CST)

Steve Roth, JD, MPH
Assistant Secretary