Minutes of the Board of Managers meeting of the Dallas County Hospital District, held Wednesday, January 24, 2024, 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; Reina Gonzalez, JD; Elizabeth Palacios, MD; and Lisa Sutter. John Proctor joined via Webex at 2:35 p.m. and left at 3:00 p.m.

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

Brad Nitschke, Associate General Counsel
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
Geoffrey Camp, VP Operations Support
Guy Toliver, Director Inclusion & Supplier Diversity
Jessica Hernandez, SVP Chief DEI Officer
Joe Mayer, Director Treasury
Karen Garvey, VP Safety & Clinical Risk Management
Kellee Boardingham, Executive Assistant
Jessica Hernandez, SVP Chief DEI Officer
Mario Garcia, Network Tech
Mary Stewart Hall, Manager Spiritual Care
Melanie Roberts, SVP Chief Compliance & Ethics Officer
Michael Lane, SVP Chief Quality & Safety Officer
Pam Bryant, SVP Chief Supply Chain Officer
Rick Humphrey, EVP & Chief Financial Officer
Roberto de la Cruz, EVP Chief Clinical Officer
Sara Filipelli, Sr. Associate Attorney
Saul Cordero, SVP Chief Governance & Strategy Officer
Steven Roth, EVP & Chief Legal Officer
Vic Summers, SVP Chief Audit Executive

II. Mission Statement

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

III. Invocation

Mary Stewart Hall 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

Approve Minutes 2023-12-19 Budget & Finance Committee

Approve Minutes 2023-12-20 Quality of Care & Patient Safety Committee

Approve Minutes 2023-12-20 Board of Managers

Approve Contracts over $200,000

Approve 2024 Southwestern Medical District Budget

Approve Sustainability Resolution

Approve Investment Committee Appointments

Approve Investment Policy-Defined Contribution, 8311-1-15

Approve Replacement of Investment Managers

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

The Chair requested Contract N1 be removed for discussion to give the Board an opportunity to ask questions.

Vincent Hall motioned to approve the Consent Agenda with the exception of Contract N1. Ramon Miguez, PE, seconded the motion. The motion passed unanimously.

The Chair shared that Parkland was named one of the best places for working parents in Dallas 2023.

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

A. CEO Update on System Operations and Board FY24 Priorities
Dr. Fred Cerise provided an update on System Operations and Board FY24 Priorities. He reviewed several priority initiatives, how they are being measured, and the status of those initiatives.

B. Questions & Discussion Related to CEO Update on System Operations and Board FY24 Priorities
The Board asked questions and received additional information related to the CEO Update on System Operations and Board FY24 Priorities.

C. Approve Recognizing Board Members Retiring with a Board Resolution
Saul Cordero gave an overview of the Resolution Recognizing Retiring Board Members.

Byron Cryer, MD, motioned to approve Recognizing Board Members Retiring with a Board Resolution. Elizabeth Palacios, MD, seconded the motion. The motion passed unanimously.

D. Governance Updates
Saul Cordero recognized Forrest Stovall's promotion to Strategy & Integration team.

VIII. Executive Session

At 1:29 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 Contract for Retirement Plans Investment Consultant

B. Workplace Safety Update

C. Questions & Discussion Related to Workplace Safety Update

D. Strategic Partnership for Facility Development Update

E. Questions & Discussion Regarding Strategic Partnership for Facility Development Update

F. Discussion Regarding Availability Study Contract

G. Consultation with Attorney Regarding Potential Litigation for Construction & Design Defect Claims

H. Discussion of Board Members Nominated to Serve as Board Officers

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

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

Members of management in executive session attendance included:

Brad Nitschke, Donna Richardson, Edmundo Castañeda, Felicia Miller, Forrest Stovall, Fred Cerise, Geoffrey Camp, Guy Toliver, Jessica Hernandez, Joe Mayer, Karen Garvey, Kellee Boardingham, Jessica Hernandez, Mario Garcia, Melanie Roberts, Michael Lane, Pam Bryant, Rick Humphrey, Roberto de la Cruz, Sara Filipelli, Saul Cordero, Steven Roth, and Vic Summers

Chair adjourned Executive Session and moved into Open Session at 3:42 p.m.

IX. Action items (Open Session)

A. Approve Contracts over $200,000, Contract N1

Ramon Miguez, PE, motioned to approve Contracts over $200,000, Contract N1. Eric G. Bing, MD, PhD, seconded the motion. The motion passed unanimously.

B. Election of Officers of Parkland Health Board of Managers

The Board conducted the Election of Officers of Parkland Health Board of Managers for the Chair, Vice-Chair and Secretary positions. The Board voted by ballot with Marjorie Petty, JD, elected as Chair; Elizabeth Palacios, MD, elected as Vice-Chair; and Todd Furniss, JD, elected as Secretary.

Marjorie Petty, JD, received votes from Eric G Bing, MD, PhD; Byron Cryer, MD; Todd Furniss, JD; Reina Gonzalez, JD; Vincent Hall; Ramon Miguez, PE; Farida Minner, RN; Elizabeth Palacios, MD; Marjorie Petty, JD; and Lisa Sutter. John Proctor was absent.

Elizabeth Palacios, MD, received votes from Eric G. Bing, MD, PhD; Byron Cryer, MD; Todd Furniss, JD; Reina Gonzalez, JD; Vincent Hall; Elizabeth Palacios, MD. Lisa Sutter received votes from Ramon Miguez, PE; Farida Minner, RN; Marjorie Petty, JD; and Lisa Sutter. John Proctor was absent.

Todd Furniss, JD, received votes from Eric G. Bing, MD, PhD; Byron Cryer, MD; Todd Furniss, JD; Reina Gonzalez, JD; Vincent Hall; Ramon Miguez, PE; Farida Minner, RN; Elizabeth Palacios, MD; Marjorie Petty, JD; and Lisa Sutter. John Proctor was absent.

X. Adjourn

With no further business to discuss, the Chair adjourned the meeting at 3:56 p.m.

SO RECORDED:

Marjorie Petty
Marjorie Petty (Mar 20, 2024 10:33 CDT)

Marjorie D. Petty, JD
Chair

Steven J Roth
Steven J Roth (Mar 24, 2024 11:14 CDT)

Steven Roth, JD, MPH
Assistant Secretary