Minutes of the Board of Managers meeting of the Dallas County Hospital District, held Wednesday, September 25th , 2024, scheduled for 12:50 PM. (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 12:45PM.

**Board Member attendees included:** Vincent Hall; Ramon Miguez, PE, MD; Byron Cryer, MD, Lisa Sutter, Reina Gonzalez JD, Farida Minner, RN, Todd Furniss, JD and Elizabeth palacios, MD.

Board member John Proctor was not present.

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

Alison Leonard, Dir., Nursing
Bruce McDaniels, VP & Chief Information Security Officer
Blanca Garcia, Mgr., Strategy
Breanne Ward, Sr. RN Emergency Department
Edmundo Castañeda, EVP & Chief Operating Officer
Felicia Miller, EVP & Chief Talent Officer via
Forrest Stovall, Program Manager Strategy
Fred Cerise, President & Chief Executive Officer
James Orrison, Administrative Resident
James Blasingame, Dir., Government Reimbursement
Joseph Chang, SVP & CMO
Joe Longo, Chief Information Officer
Katherine Yoder, VP Government Relations
Keri-Disney Story, VP Clinical Finance via Webex
Morgan Simmons, Governance Program Coordinator
Paula Denny, Associate General Counsel, Legal Affairs
Rick Humphrey, EVP & Chief Financial Officer
Saul Cordero, SVP & Chief Governance & Strategy Officer
Samia Zia, Dir., Strategy
Steven Roth, EVP & Chief Legal Office
Stephanie Kester, RN Prof Development Practitioner
Vic Summers, SVP Internal Audit

**Additional Attendees:**
Socorro Salazar, Commissioners Court
Charlie Johnson, Forvis & Mazars

**II. Mission Statement**

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

**III. Invocation**

Rev. Dr. Edgar Bazan 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**

A. Consideration and Appropriate Action Regarding Minutes 2024-08-07 Governance, Compliance and Ethics Committee

B. Consideration and Appropriate Action Regarding Minutes 2024-08-07 Talent Development and Executive Compensation Committee

C. Consideration and Appropriate Action Regarding Minutes 2024-08-27 Budget & Finance Committee

D. Consideration and Appropriate Action Regarding Minutes 2024-08-28 Quality of Care & Patient Safety Committee

E. Consideration and Appropriate Action Regarding Minutes 2024-08-28 Board of Managers

Marjorie Petty asked for a motion of approval for the minutes. Vincent Hall, motioned to approve all consent agenda minutes. Elizabeth Palacios seconded the motion.
The motion passed unanimously.

**Consent Agenda: Contracts**

F. Consideration and Appropriate Action Regarding Contracts over $200,000 (See Attached List of Contracts)

Marjorie Petty asked for a motion of approval for the contracts. Ramon Miguez, motioned to approve all consent agenda contracts. Vincent Hall seconded the motion.
The motion passed unanimously.

**Consent Agenda: Medical Executive Committee Items**

G. Consideration and Appropriate Action Regarding Medical Executive Committee Resolution for Appointments/Reappointments, Privileges and Staff Status Changes of the Medical Staff and Non-Physician Clinical Providers

Marjorie Petty asked for a motion of approval for the MEC items. Ramon Miguez, motioned to approve all consent agenda MEC items. Lis Sutter seconded the motion.
The motion passed unanimously.

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

A. Recognitions
Donna Richardson presented a recognition of this month's Daisy Award given to Monica Garcia for being an extraordinary nurse practitioner in her area. Donna read a personal anecdote from a Parkland patient commending Monica for her attentiveness and care during the patient's stay in the hospital.

B. Audit External Assessment Discussion/ Presentation
Charlie Johnson presented the external audit assessment to the Board. Charlie reviewed the internal audit department structure at Parkland and noted there are no recommendations besides possible future increases or decreases in total full-time employees warrants revisiting as department leadership transitions in the future. Charlie mentioned the IA plan development processes conform to relevant institute of internal auditors' standards and contain topical and functional audits typical of other healthcare organizations of this size. Charlie noted a possible recommendation to ensure high level of executive management feedback on internal audit as leadership should be reviewing internal audit plans to ensure congruity. Charlie also recommended to continue to focus on lowering the number of engagements and hours spent on annual internal audits in favor of 'risk-based' internal audits. Charlie recommended better coordination and collaboration between departments as stakeholders reported varying levels of understanding regarding Internal Audit coordination among all assurance providers. Charlie presented on the benefits of having certain audits performed by an external/third party vendor for certain hospital matters. This topic was further discussed by the Board and members of the committee asked Charlie to bring back a possible list of audits typically performed by an external vendor as recommended for best practice.

Charlie presented on the number of audits and related efficiency and recommended there be increased involvement by executive management in the engagement-level scoping, planning and status monitoring. Charlie closed by mentioning the reporting structure conforms to relevant IIA standard and standing meetings are scheduled with the CEO and CFO which allows for alignment and consistency.

The Board asked follow-up questions and received additional information regarding the External Audit Assessment.

C. Update and Report on Parkland's Center of Clinical Innovation Restated and Amended Bylaws

Paula Denney presented an update on the PCCI Amended and Restated Bylaws. Paula stated the triennial review of the PCCI Bylaws was presented to the Parkland Board in March 2024 which elicited through discussion and resulted in feedback regarding PCCI Board Members length of terms and mechanisms by which the Parkland Board could remove a member of the PCCI Board if need be. The PCCI Bylaws committee reviewed this feedback and proposed the maximum PCCI Board Member term length be reduced to 12 years with one caveat; there are two current PCCI Board members between 12-15 years of service who have already been approved for reinstatement by the Parkland Board will not be asked to step down this term. Paula mentioned the second change to the PCCI Bylaws is updated language regarding a Parkland Board majority vote to remove a PCCI Board Members from their position if need be. Lisa Sutter questioned what "other methods" pertains to when considering removing a PCCI Board Member. After discussion with the rest of the Board, Lisa Sutter motioned to approve the amended and restated bylaws with the removal of the phrase "or by such other method as the Parkland Board determines", and simply state that the Parkland Board can remove a PCCI Board Member by majority vote. Paula ensured the Board these changes would be included in the final document version.

The Board asked follow-up questions and received additional information regarding the PCCI Amended and Restated Bylaws.

Marjorie asked for a motion of approval for the PCCI Amended and Restated Bylaws. Lisa Sutter, motioned to approve. Ramon Miguez seconded the motion. The motion passed unanimously.

D. Public Hearing on the LPPF (Local Provider Participation Funds) Mandatory Payment Assessment

Dr. Cerise presented an introduction to the LPPF Process to the Board. Dr. Cerise mentioned that Parkland sends money to the State of Texas via intergovernmental transfer to fund the supplemental payments. Medicaid sends this money to the federal government and other state funds to traditional and supplemental programs. Dr. Cerise mentioned the federal government matches these funds and in Texas the ratio is a 2:3 ratio match. This match then is reimbursed to Parkland through supplemental funding. The LPPF is a way for private hospital to generate some state-share and receive supplemental funding. Dr. Cerise provided insight as to how the supplemental payments are re-dispersed to public and private hospitals and why setting the LPPF is vital for private entities and how Parkland is the administrator of this rate.

Keri Disney-Story and James Blasingame presented on the LPPF Mandatory Assessment. James mentioned the necessity to set the rate for FY2025. James informed the Board that the ultimate ask is for the rate to remain at 6% which is the maximum allowance for the rate. James further explained that the mandatory payments are funded through provider assessments on local hospitals net patient revenue with a maximum rate of 6%. Parkland and other public hospitals are not assessed a fee because our source of intergovernmental transfer is already a public dollar which can be used as nonfederal match for Medicaid supplemental payments. James reviewed parkland's obligation to determine the appropriate assessment rate and act as a collector to protect the integrity of the fund by pursuing unpaid amounts in an ethical and thoughtful manner. James reviewed the fiscal year 2025 proposed assessment rate along with these sources of funding and expected needs. James restated the request to approve an LPF assessment for FY2025 of 6% of net patient revenues for the hospitals in the Dallas service area.

There we no public comments regarding the Mandatory rate and use of collected funds.

Dr. Byron Cryer excused himself from this discussion and abstained from the LPPF vote as a current practitioner at a private hospital.

The Board asked follow-up questions and received additional information regarding the LPPF Mandatory Rate.

Marjorie asked for a motion of approval for the LPPF Mandatory Rate. Todd Furniss, motioned to approve. Vincent Hall seconded the motion. The motion passed unanimously.

E. Consideration and Appropriate Action Regarding all Board Committee Charters
Saul Cordero presented all the updated and amended charters which included language regarding when and by whom a committee meeting can be called. All charters were viewed and deliberated as needed by the respective committees.

Marjorie asked for a motion of approval for the amendments to the Committee Charters. Elizabeth Palacios, motioned to approve. Vincent Hall seconded the motion. The motion passed unanimously.

**Scheduled 10-Minute Break**

F. Update and Report Regarding Board Development Opportunities
Morgan Simmons provided an update on upcoming Board development opportunities including the NRC Health Conference in Las Colinas Texas, in October. Morgan reminded the Board of their mandatory pension review board training hour which are due In December. Morgan also reminded the Board of the Presential Reception occurring in October hosted by the Parkland Foundation.

G. Update and Report by Chief Executive Officer Regarding Strategic and Operational Performance and Plans
Dr. Cerise highlighted some recent publications regarding HIV prevalence disproportionately affecting black communities in the Dallas County. Dr. Cerise mentioned PCCI's recent publication along with Parkland Center for Innovation and Value on using machine learning algorithms to predict risk for HIV evaluation for pre-exposure prophylaxis prevention. Dr. Cerise mentioned how these current HIV publications are now implemented aligned with the 2022 Implementation Plan to develop high-risk predictive models and HIV testing programs. Dr. Cerise reminded the Board that the FY2025 Budget is approved by the Commissioners Court and presented on the spending growth. Dr. Cerise also reviewed the gross patient revenue by payor type as related to Medicaid and Medicare along with other supplemental payor options.

## VIII. Executive Session

At 2:38 pm., 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. Review of Parkland's Insurance Portfolio
*Tex. Gov't Code §§ 551.072 and 418.183(f).*

B. Update and Report Regarding Parkland's Cybersecurity Ongoing Initiatives
*Tex. Gov't Code § 418.183(f).*

C. Discussion of Master Service Agreement for Physician Services FY25 Contract
*Tex. Gov't Code § 551.085.*

D. Review of Parkland's Insurance Portfolio
*Tex. Gov't Code §§ 551.072 and 418.183(f).*

E. Update and Report Regarding Parkland's Cybersecurity Ongoing Initiatives
*Tex. Gov't Code § 418.183(f).*

F. Discussion of Master Service Agreement for Physician Services FY25 Contract
*Tex. Gov't Code § 551.085.*

G. Review of Parkland's Insurance Portfolio
*Tex. Gov't Code §§ 551.072 and 418.183(f).*

Chair adjourned Executive Session and moved into Open Session at 3:45pm.

The Chair asked for a motion to approve the Parkland Master Service Agreement for Physician Services FY25 Contract. Management noted the agreement deadline which is October 1st, 2024. Ramon Miguez motioned for approval. Todd Furniss seconded the motion. The motion carried unanimously.

## IX. Adjourn

With no further business to discuss, the Chair adjourned the meeting at 3:47 p.m.
SO RECORDED:

Marjorie D. Petty
Marjorie D. Petty (Nov 18, 2024 15:53 CST)

Marjorie D. Petty, JD
Chair

Steven J Roth
Steven J Roth (Nov 2, 2024 11:32 CDT)

Steven Roth, JD, MPH
Assistant Secretary

## Appendix A (Contracts Reviewed for Appropiate Action)

| Item | Contract Type | Service or Product | Supplier | Contract Term | Current Contract Approval Amount Request | New Approved Contract Value | Selection Method | Budgeted? | Business Owner / Dept. | MWBE % | MWBE Gender | MWBE Ethnicity |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| September 25, 2024 | | | | | | | | | | | | |
| **Medical Products and Services** | | | | | | | | | | | | |
| M1 | Expense | Mod # 10 Clinical Services – Part A Expense | The University of Texas Southwestern Medical Center | 10/1/2014-9/30/2025 | $766,454 | $8,294,400 | Sole Source Modification | Yes | Shelia Fisher | N/A | N/A | N/A |
| M2 | Revenue | Mod # 10 Clinical Services – Part B Revenue | The University of Texas Southwestern Medical Center | 10/1/2014-9/30/2025 | ($2,129,236) | ($19,476,356) | Sole Source Modification | N/A-Revenue | Niccole McKinley | N/A | N/A | N/A |
| M3 | Revenue | Mod # 2 Clinical Research Services | The University of Texas Southwestern Medical Center | 10/1/2021-3/31/2025 | ($350,000) | ($2,450,000) | Sole Source Modification | N/A-Revenue | Susan Partridge | N/A | N/A | N/A |
| M4 | Expense | Mod # 4 Biotel services | The University of Texas Southwestern Medical Center | 10/1/2016-9/30/2025 | $211,317 | $449,234 | Sole Source Modification | Yes | Melody Gardner and Courtney Edwards | N/A | N/A | N/A |
| **Construction and Facilities** | | | | | | | | | | | | |
| C1 | Capital | 8th & 9th Floor Build-Out | Beck-AO Joint Venture | 10/1/2024-9/30/2026 | $37,000,000 | $37,000,000 | Request for Qualifications | Yes | Marc Leediker | 30% | TBD | TBD |
| C2 | Expense | Strategic Facilities Plan | Blue Cottage Consulting, Inc | 10/1/2024-12/31/2025 | $2,576,717 | $2,576,717 | Request for Qualifications | Yes, for the current fiscal year. Additional years costs will be budgeted in the appropriate fiscal year budgets. | Saul Cordero | 29% | See Chart | See Chart |
| C3 | Capital | AMX Navigate PLUS, X-ray Portables | GE Healthcare, LLC | Last Signature - 9/30/2025 | $1,682,698 | $1,682,698 | GPO Purchase | Yes | Patrick Eaton | 0% | N/A | N/A |
| C4 | Capital | RS 3400 QuaStar® X-Ray BLOOD IRRADIATOR | Rad Source Technologies, Inc. | Last Signature - 9/30/2025 | $262,188 | $262,188 | Sole Source | Yes | Bernie Buenvenida | 0% | N/A | N/A |
| C5 | Expense | Mod # 9 Adding funds Agile Destination Dispatch Screens | ThyssenKrupp Elevator | 6/14/2012-10/31/2025 | $1,137,672 | $8,764,391 | Sole Source Modification | Yes, for the current fiscal year. Additional years costs will be budgeted in the appropriate fiscal year budgets. | Roderick Stephens | 0% | N/A | N/A |
| **Hospital Operations** | | | | | | | | | | | | |
| O1 | Expense | The County will provide health care services reimbursable by Parkland Health | Dallas County Health & Human Services | 10/1/2024-9/30/2025 | $12,321,517 | $12,321,517 | Sole Source | Yes | Tabitha Lee | N/A | N/A | N/A |
| O2 | Expense | Mod # 7 Extend midlevel time studies for one year | Forvis Mazars, LLP | 4/21/2024-9/30/2025 | $125,400 | $600,166 | Sole Source Modification | Yes, for the current fiscal year. Additional years costs will be budgeted in the appropriate fiscal year budgets. | James Blasingame | 0% | N/A | N/A |
| O3 | Revenue | Mod # 2 Administrative Services | Parkland Community Health Plan, Inc. | 10/1/2021-9/30/2025 | ($2,750,000) | ($11,025,000) | Sole Source Modification | N/A-Revenue | Tabitha Lee | N/A | N/A | N/A |
| O4 | Expense | Mod # 3 Sanction Screening Tool for Compliance, One Year Extension | Streamline Verify, LLC | 6/1/2018-9/30/2025 | $102,352 | $321,852 | Non-Sole Source Modification | Yes, for the current fiscal year. Additional years costs will be budgeted in the appropriate fiscal year budgets. | Carol Slovacek | 0% | N/A | N/A |