Minutes of the Governance, Compliance and Ethics Committee meeting of the Board of Managers of the Dallas County Hospital District, held Wednesday, February 7, 2024, 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 10:33 a.m. Committee members); and Lisa Sutter attended in-person. Committee member Eric G. Bing, MD, PhD attended via Webex. Board member Vincent Hall was appointed for quorum.

Committee members Byron Cryer, MD and Ramon Miguez, PE, did not attend.

Board Member Attendees Included: Chair Marjorie Petty, JD (via Webex).

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
Gerry Baker, SVP Revenue Cycle (in-person)
Jennifer Wimberly, Staff Physician-Chair, Institutional Ethics Committee
Kellee Boardingham, Executive Assistant
Melanie Roberts, SVP/Chief Compliance & Ethics Officer
Rick Humphrey, EVP Chief Financial Officer
Roberto de la Cruz, EVP & Chief Clinical Officer (via Webex)
Roshan Thayil, Sr. Director Compliance Programs
Saul Cordero, SVP Chief Governance & Strategy Officer (via Webex)
Steve Roth, EVP & Chief Legal Officer
Vic Summers, SVP Chief Audit Executive
Compliance and Ethics Department (via Webex)

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

A. Recognition & Discussion with Compliance & Ethics Department Staff
Melanie Roberts introduced the Compliance & Ethics Department Staff

B. Policies and Procedures
   I. SYS.LEAD.009 Event Reporting to the BOM
   II. SYS.LEG.005 Authorization to Settle Liability Claims

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

Vincent Hall motioned to recommend Board approval of the Policies and Procedures. Lisa Sutter seconded the motion. The motion passed unanimously.

C. Discuss Board Reimbursement Process
Committee Chair presented proposed changes to the Board reimbursement process for discussion. The Board decided on Parkland arranging and pre-paying for Board members airfare, hotel and conference fees while members will still be responsible for submitting receipts for per diem food and incidental reimbursement. Fred Cerise noted that the changes will be put into a policy and brought to the full Board for approval.

Lisa Sutter motioned to recommend Board approval of the proposed changes to the Board Reimbursement Process. Vincent Hall seconded the motion. The motion passed unanimously.

VI. Executive Session

At 10:57 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. Annual Compliance Program Review
   II. Electronic Health Record Monitoring
   III. Regulatory Update

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

Members of management in executive session attendance included:

Donna Richardson, Edmundo Castañeda; Felicia Miller; Forrest Stovall; Fred Cerise; Gerry Baker; Jennifer Wimberly; Jessica Hernandez; Kellee Boardingham; Melanie Roberts; Rick Humphrey, Roberto de la Cruz; Roshan Thayil; Saul Cordero; Steve Roth; and Vic Summers

Committee Chair Reina Gonzalez, JD, adjourned Executive Session and moved into Open Session at 11:43 a.m.

Vincent Hall, motioned to recommend Board approval of the allowance of a grace period of six months for the Compliance & Ethics Department to provide other options for an independent third-party to perform external review of the compliance. Lisa Sutter seconded the motion. The motion passed unanimously.

VII. Executive Session

At 11:45 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.

D. Chief Compliance & Ethics Officer One-on-One with Committee

Committee Chair Reina Gonzalez, JD, adjourned Executive Session and moved into Open Session at 11:56 a.m.

VIII. Adjourn

With no further business to discuss, Committee Chair Reina Gonzalez, JD, adjourned the meeting at 11:57 a.m.

SO RECORDED:

Reina Gonzalez
Reina Gonzalez (Apr 10, 2024 08:17 CDT)

Reina Gonzalez, JD
Committee Chair

Steven J Roth
Steven J Roth (Apr 2, 2024 17:48 CDT)

Steve Roth, JD, MPH
Assistant Secretary