

# HARRIS HEALTH SYSTEM

## HARRIS HEALTH SYSTEM

### MINUTES OF THE SPECIAL CALLED BOARD OF TRUSTEES MEETING

Thursday, August 9, 2018

Board Room – Administration Building

#### Members Present:

Ms. Anne Clutterbuck, Chair  
Dr. Kimberly Monday, Vice Chair  
Ms. Linda Morales, Secretary  
Dr. Arthur Bracey  
Mr. Lawrence Finder  
Dr. Ewan Johnson  
Ms. Elena Marks  
Ms. Carolyn Truesdell

#### Members Absent:

Mr. Art Morales

#### Others Present:

Mr. George Masi, President & Chief Executive Officer  
Dr. Ericka Brown, Senior Executive Vice President & Chief Operating Officer  
Mr. Michael Norby, Executive Vice President & Chief Financial Officer  
Dr. Parikshet Babber, Executive Vice President & Chief Medical Officer  
Mr. Tim Tindle, Executive Vice President & Chief Information Officer  
Dr. Nathan Deal, Executive Vice President & Administrator, Ben Taub Hospital  
Dr. Jennifer Small, Interim Executive Vice President & Administrator, Ambulatory Care Services  
Dr. Alan Vierling, Executive Vice President & Administrator, Lyndon B. Johnson Hospital  
Dr. Jose Garcia, Assistant Director, Affiliated Medical Services  
Dr. David Robinson, Chair, Medical Executive Board  
Dr. Kenneth Mattox, Chief of Staff, Ben Taub Hospital  
Dr. Tien Ko, Chief of Staff, Lyndon B. Johnson Hospital  
Dr. Mohammad Zare, Chief of Staff, Ambulatory Care Services  
Ms. Nicole Streeter, Vice President, Chief Governance Officer  
Ms. Sarah Thomas, Attorney, Harris County Attorney's Office  
Mr. DeWight Dopslauf, Purchasing Agent, Harris County Purchasing  
Ms. Peggy Boice, Harris County Judge Ed Emmett's Office  
Ms. Carole Lamont, Commissioner Steve Radack's Office  
Mr. Paul Shanklin, Commissioner Jack Cagle's Office  
Ms. Amber Weed, Commissioner Ellis's Office  
Mr. August Williams, Commissioner Jack Morman's Office  
Administrative Staff

Guests

(Sign-in Sheets attached to permanent record)

## **I. Call to Order and Record of Attendance**

Ms. Anne Clutterbuck, Chair, called the meeting to order at 8:30 a.m., and noted that a quorum was present. The attendance was recorded.

## **II. Approval of the Minutes of Previous Meeting**

### **Motion 18.08-05**

Moved by Dr. Ewan Johnson, seconded by Linda Morales, and unanimously passed that the Board approve the minutes of the May 10, 2018 Special Called Board of Trustees meeting.

## **III. Board Review and Action Item**

### **Motion 18.08-06**

Moved by Dr. Kimberly Monday, seconded by Mr. Lawrence Finder, and unanimously passed that the Board refer agenda item III.A.1. to the Planning & Operations Oversight Committee for further discussion.

### **A. Item Submitted Direct to Board**

1. Approval to Revise the Harris Health System Post-Employment Benefits for Retiree Healthcare Effective Term January 1, 2020.

## **IV. Executive Session**

At 8:34 a.m., Ms. Clutterbuck stated that the Board would enter into Executive Session under Texas Gov't Code Ann. §551.085 and Texas Health & Safety Code Ann. §161.032.

## **V. Reconvene**

At 10:43 a.m., Ms. Clutterbuck reconvened the meeting and stated that no action was taken in Executive Session.

- ### **A. Discussion Regarding Financial Planning Information related to the Negotiation for the Arrangement or Provision of Medical Services by Harris County Clinical Services, Inc. and Management of the Medical Services Provided By Affiliated Medical Services Pursuant to Tex. Gov't Code Ann. Section 551.085 and Possible Action up to and Including Termination of the Agreements Upon Return to Open Session**

### **Motion 18.08-07**

Moved by Ms. Anne Clutterbuck that Harris Health System issue a notice of termination without cause to Affiliated Medical Services pursuant to Section 7.4.2 of the Affiliation and Support Agreement effective as of November 1, 2017 between Affiliated Medical Services and Harris County Hospital District d/b/a Harris Health System and to take such actions as are necessary to prepare for the termination in five (5) years; and to recommend that Harris County Clinical Services, Inc. give notice to terminate its Base Agreement with Affiliated Medical Services with a similar 60 month transition period.

Dr. Ewan Johnson seconded the motion. Mr. Lawrence Finder ordered a roll call vote. The motion was approved and unanimously passed by a roll call vote as follows:

Ms. Elena Marks – Aye  
Dr. Ewan Johnson – Aye  
Ms. Carolyn Truesdell – Aye  
Ms. Linda Morales - Aye  
Ms. Anne Clutterbuck - Aye  
Dr. Kimberly Monday - Aye  
Mr. Lawrence Finder – Aye

Dr. Arthur Bracey recused from agenda item IV.A and Executive Session discussion.

B. Discussion Regarding the Financial Performance of Community Health Choice, Inc. (CHC) and Community Health Choice Texas, Inc. (CHCT), collectively “Community,” Pursuant to Texas Gov’t Code §551.085

No action taken.

C. Report by the Senior Vice President of Corporate Compliance Regarding Compliance with Medicare, Medicaid, HIPAA, and Other Federal and State Health Care Program Requirements and a Status of Fraud and Abuse Investigations, Pursuant to Section 161.032 of the Texas Health & Safety Code, and Possible Action Upon Return to Open Session

No action taken.

## VI. Adjournment

Moved by Dr. Kimberly Monday, seconded by Mr. Lawrence Finder, and unanimously accepted to adjourn the meeting.

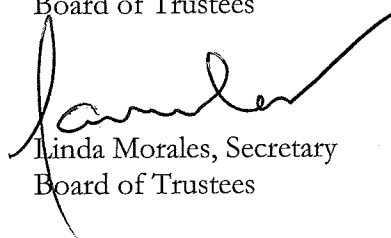
There being no further business, the meeting adjourned at 10:43 a.m.

I certify that the foregoing are the Minutes of the meeting of the Board of Trustees of the Harris County Hospital District d/b/a Harris Health System held at the Administration Building in Houston, Texas on August 9, 2018.

Respectfully submitted,



Anne Clutterbuck, Chair  
Board of Trustees



Linda Morales, Secretary  
Board of Trustees