

**MINUTES OF THE HARRIS HEALTH SYSTEM BOARD OF TRUSTEES**

**Board Meeting**

**March 25, 2021**

**9:00 am**

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
<b>I. Call to Order &amp; Record of Attendance</b>	The meeting was called to order at 9:00 a.m. by Arthur Bracey, MD, Chair. It was noted there was a quorum present and the attendance was recorded. Dr. Bracey announced that the meeting is being conducted by videoconference. Per temporary meeting suspension rules issued by Governor Greg Abbott due to the COVID-19 pandemic, the meeting may be viewed online: <a href="http://harrishealthtx.swagit.com/live">http://harrishealthtx.swagit.com/live</a> .	<b>A copy of the attendance is appended to the archived minutes.</b>
<b>II. Approval of the Minutes of Previous Meeting</b>	<ul style="list-style-type: none"> <li><b>Board Meeting – February 25, 2021</b></li> </ul>	<b><u>Motion No. 21.03-26</u></b> <b>Moved by Ms. Elena Marks, seconded by Ms. Linda Morales, and unanimously passed that the Board approve the minutes of the previous meeting. Motion carried.</b>
<b>III. Announcements</b>	<b>A. Special Recognition</b> – Dr. Arthur Bracey, Chair, recognized the appointment of Professor Marcia Johnson to the Harris Health System Board of Trustees. Professor Johnson has been a law professor at Thurgood Marshall School of Law, Texas Southern University for almost 30 years and has served on numerous public boards and organizations throughout Harris County.	
	<b>B. CEO Report Including Updates on COVID-19, Jail Health, Vaccinations and Special Announcements</b>  Dr. Esmail Porsa, Harris Health System President and Chief Executive Officer (CEO), provided a brief overview of Harris Health’s Multi Visit Patient (MVP) Initiative, stating that it is a collaboration between ambulatory and hospital services for patients with recurrent Emergency Department (ED) utilization due to unmet needs such as social, behavioral, and primary care. He stated that patients refer to resources at Harris Health System (HHS) and the Community to fulfill several of those unmet needs. Dr. Porsa explained that there are dedicated care pathways that were developed including ED Care Alerts. Additionally, Dr. Porsa shared that there is the opportunity for HHS to participate in other area hospitals MVP programs.	

Dr. Porsa provided an update regarding Jail Health, stating that HHS is finalizing the Health Management Associates (HMA) update report. He noted that HHS is working with Mr. David Berry, Executive Director, Budget Management, Harris County, and others to provide an interim update to Harris County Commissioners Court. Dr. Porsa stated that he has invited Harris County Sheriff Ed Gonzales and Harris County Precinct 2 Commissioner Adrian Garcia alongside him to tour Dallas County Jail Health Services.

Dr. Porsa recognized HHS Food Rx as America's Essential Hospitals (AEH) honorable mention recipient for the 2021 Gage Award. The Food Farmacy was developed to address health-related social needs and serve patients with food insecurity. Patients who also have uncontrolled diabetes receive a specialized treatment plan, Food Rx, which provides them with the food and tools they need to better manage their diabetes.

Dr. Porsa stated that on Sunday, March 14, 2021, Nursing, Anesthesia and Surgeons at Lyndon B. Johnson (LBJ) Hospital called in additional staff to address the backlog and increased surgical caseload. He reported that thirteen (13) cases were completed including one (1) that lasted eight (8) hours. Dr. Porsa thanked everyone involved for their hard work and dedication.

Dr. Porsa recognized Ms. Andrea Ancer Leal, Nurse Clinician, Ben Taub Hospital (BTH), for her work with The University of Texas School of Public Health (UTSPH) among others in enhancing health literacy for Spanish speaking patients with regard to early recognition of signs and symptoms of stroke.

Dr. Porsa provided a brief update regarding BTH parking. He reported that on March 15, 2021, HHS began transitioning parking for BTH staff from the Texas Medical Center (TMC) to Holly Hall. He noted that Phase I included support and ancillary staff. Additionally, Dr. Porsa stated that by July 2021, HHS would transition most BTH parking to Holly Hall parking.

Dr. Porsa announced that the Patient Experience Collaborative had their kick-off meeting this week. He stated that fifteen (15) members of the Harris Health Council at Large are participating in the Patient Experience Collaborative. Dr. Porsa noted that five (5) pillars were identified as focal points, including: 1) Nurses Listening Carefully, 2) Providers Listening Carefully, 3) Good Communication Between Providers & Nurses, 4) Care Transitions, and 5) Wait Times.

Dr. Porsa stated that all adults would be eligible to receive a COVID-19 vaccine in Texas beginning on Monday, March 29, 2021. He reported that TMC institutions have administered approximately 1M vaccines to date and that HHS has surpassed 100,000 doses. Dr. Porsa stated that there has been an exponential rise in the number of vaccinations administered since the month of December. He reported that 72% of HHS employees have completed their first dose and 91% have completed their second dose.

	<p>Additionally, Dr. Porsa mentioned that over 76,000 patients have been vaccinated. Dr. Porsa stated that there is a continued slow decline in the positivity rate for COVID tests across TMC hospitals; however, it is still more than 2% above our baseline prior to the current surge. Dr. Porsa reported a flattening trend of daily new COVID-19 cases in our region and a very slow decrease in the number of daily new COVID-19 hospitalizations in TMC hospitals. Dr. Porsa noted that information related to COVID-19 vaccination data can be found on the HHS website: <a href="https://www.harrishealth.org/about-us/hh/news/Pages/covid-19-vaccination-data.aspx">https://www.harrishealth.org/about-us/hh/news/Pages/covid-19-vaccination-data.aspx</a>.</p> <p>Dr. Porsa recognized Ms. Elena Marks for her reappointment to Harris Health System Board of Trustees by Harris County Commissioners Court with a Term Ending November 1, 2023.</p>	
	<p><b>C. Board Member Announcements</b> regarding Board member advocacy and community engagements.</p> <p>Ms. Linda Morales welcomed Professor Marcia Johnson as member of the Harris Health System Board of Trustees. She expressed her thanks to Dr. Matasha Russell, Chief Medical Officer, Ambulatory Care Services (ACS), for her exemplary presentation to a group of union leaders in regards to the various COVID-19 vaccines. In honor of Women’s History Month, Ms. Morales recognized the women of Harris Health System. She noted that Women’s History Month is a celebration of women’s contributions to history, culture and society and has been observed annually in the month of March.</p> <p>Ms. Elena Marks recognized Mr. Michael Norby, Executive Vice President &amp; Chief Financial Officer, for his participation in a panel session hosted by the Federal Reserve Bank of Dallas and Asset Funders Network as it relates to the Prevention of Medical Debt.</p>	
<p><b>IV. Public Comment</b></p>	<p>Harris County Precinct 1 Commissioner Rodney Ellis expressed his thanks and appreciation to Harris Health and the Board of Trustees for approving the commission of the disparity study in support of a Minority Woman owned Business Policy appropriate for the health care space.</p> <p>Ms. Dawn McCarty, Catholic Worker, Casa Juan Diego, addressed the Board regarding the importance of not closing the Casa De Amigos Health Center. Ms. McCarty explained that the residents of Harris County rely heavily on Casa De Amigos and its resources to serve immigrants, refugees, and the underprivileged community.</p> <p>Ms. Cynthia Cole, Executive Director, Local #1550 – AFSCME, American Federation of State, County, and Municipal Employees, addressed the Board regarding employee relations matters as it relates to Family Medical Leave Act (FMLA) policy, employee turnover issues, and unjust treatment in the workplace. She stated that she would provide the Board with correspondence and a supporting</p>	

	<p>letter. Ms. Cole requested that the Board to go beyond just checking a box. Ms. Cole concluded by stating that she looks forward to working collaboratively with the organization to address these concerns.</p>	
<p><b>V. Consent Agenda Items</b></p>	<p><b>A. Recommended Committee Approvals</b></p> <ol style="list-style-type: none"> <li>1. Approval to Increase the Ben Taub Emergency Center Modernization and Renovation Project Guaranteed Maximum Price by \$1,370,700.00 and Owner’s Contingency from 7% to 9.5% of Total Project Cost.</li> <li>2. Approval of the Harris Health System Investment Policy to Include Provisions Related to Selection of Qualified and Registered Minority, Women, Veteran and Disabled-Owned Financial Institutions.</li> </ol>	<p><b><u>Motion No. 21.03-27</u></b>  <b>Moved by Ms. Anne Clutterbuck, seconded by Ms. Alicia Reyes, and unanimously passed that the Board approve agenda items V.A.1. and V.A.2. Motion carried.</b></p>
	<p><b>B. New Consent Agenda Affiliation Agreements for Board Approval</b></p> <ol style="list-style-type: none"> <li>1. Approval of an Affiliation Agreement Between Harris County Hospital District d/b/a Harris Health System and Houston Community College System, Global Energy Center of Excellence for Associate of Applied Science in Electronics Engineering Technology for the Term March 1, 2021 – February 28, 2026.</li> </ol>	<p><b><u>Motion No. 21.03-28</u></b>  <b>Moved by Mr. Lawrence Finder, seconded by Ms. Linda Morales, and unanimously passed that the Board approve agenda item V.B.1. Motion carried.</b></p>
	<p><b>C. New Consent Agenda Items for Information Only</b></p> <ol style="list-style-type: none"> <li>1. Harris Health System Council-At-Large Meeting Minutes.</li> </ol> <p><b><i>{End of Consent Agenda}</i></b></p>	<p><b>No Action Required.</b></p>
<p><b>VI. Strategic Discussion</b></p>	<p><b>A. Harris Health System Legislative Initiatives</b></p> <ol style="list-style-type: none"> <li>1. Update and Discussion Regarding Pending State and Federal Legislative and Policy Issues Impacting Harris Health System.</li> </ol> <p>Mr. R. King Hillier, Vice President, Public Policy and Government Relations, led discussion regarding Pending State and Federal Legislative and Policy Issues Impacting Harris Health System. He stated that HHS is closely monitoring the rollout of the American Rescue Plan Act (ARPA) which includes a provision that will have a positive financial impact for Harris Health. Mr. Hillier stated that the House committee meetings were held the first week in March. He reported that over 6700 bills were filed and that Harris Health is closely monitoring approximately 250 bills, three (3) of which are very significant Medicaid bills. He also reported that the House passed the Senate bill for funding on March 10, 2021.</p>	<p><b>As Reported.</b></p>

	<p>Additionally, Mr. Hillier mentioned that there was a rider included in the Senate Finance bill requesting a study by Texas Health and Human Services Commission to determine more cost effective ways to provide dialysis treatment to the undocumented population. A copy of the legislative report is available in the permanent record.</p>	
	<p><b>B. Presentation Regarding the Status of and Progress Related to the Harris Health System Disparity Study</b></p> <p>Ms. Collette Holt, J.D., Project Manager, Collette Holt &amp; Associates, delivered a presentation regarding the Status of and Progress Related to the Harris Health System Disparity Study. She stated that objectives of the Disparity Study includes: 1) to comply with constitutional mandate to examine evidence relevant to whether a race-and gender-based program is supportable, 2) develop accurate data for annual and contract goal setting, 3) gather feedback for program development, and 4) educate Harris Health officials, staff and relevant business owners on these issues. Ms. Holt provided a brief overview of the various elements of the Disparity Study, including Harris Health’s utilization of Minority and Women-Owned Business Enterprises (M/WBEs) as a percentage of all dollars, availability of M/WBEs in Harris Health markets, disparity analysis, economy-wide disparity analyses, anecdotal data collection and analysis and recommendations. Additionally, Ms. Holt stated that Harris Health’s study period is August 1, 2018 through August 1, 2020. Professor Johnson inquired regarding the completion date of the study, Board and staff recommendations as it relates to identifying policies and whether the study includes professionals, consultants and non-contract based entities. Ms. Holt stated that the study is inclusive of any professional services and goods purchased. She noted that recommendations by Collette Holt &amp; Associates will help determine what policies to adopt as well as how to go about implementing those desired policies. Ms. Holt stated that she anticipates that the Disparity Study will be completed by the end of the year. For more information regarding the Disparity Study please visit <a href="http://harrishealth.disparity-study.com">http://harrishealth.disparity-study.com</a> or call 855-692-3529. A copy of the presentation is available in the permanent record.</p>	<p><b>As Presented.</b></p>
	<p><b>C. Presentation Regarding Harris Health’s Diversity and Inclusion Program</b></p> <p>Ms. Jai Collier, Program Manager, Diversity and Inclusion, delivered a presentation regarding Harris Health’s Diversity and Inclusion (D&amp;I) Program. She provided an overview on the program’s mission, vision and goals as well as priorities and expected outcomes. Ms. Collier presented the D&amp;I Program’s Executive Advisory Council in addition to the D&amp;I Committee and diversity champions. She stated that Employee Research Groups (ERGs) have been established to help increase understanding, dialogue, cultural competency, and religious literacy. Ms. Collier mentioned that the goals of D&amp;I include increasing employee engagement, retention, belonging scores, as well as increasing representative diversity</p>	<p><b>As Presented.</b></p>

	<p>reflective of the County population. Data sources noted includes annual engagement survey, stay and exit interviews, focus groups, new hire demographics and State of the System reports. A copy of the presentation is available in the permanent record.</p>	
<p><b>VII. General Action Items</b></p>	<p><b>A. Item(s) Related to Quality Committee</b></p> <p>1. Acceptance of the Medical Executive Board Report to Include Notice of Appointments and Selection of New Service Chiefs.</p> <p>Dr. John Foringer, Chair, Medical Executive Board (MEB), expressed his sincere thanks to Ms. Adriana Barron, Director, Medical Staff Services, and the entire MSS team for their continued hard work serving two (2) very large medical schools, facilitating meetings and transcribing minutes on a daily basis. A copy of the report is available in the permanent record.</p>	<p><b><u>Motion No. 21.03-29</u></b></p> <p><b>Moved by Dr. Ewan Johnson, seconded by Ms. Alicia Reyes, and unanimously passed that the Board approve agenda item VII.A.1. Motion carried.</b></p>
	<p>2. Acceptance of Credentialing Changes for Members of the Harris Health System Medical Staff Subject to Review of Files for Discussion. Dr. Arthur Bracey recused from this agenda item.</p> <p>Dr. John Foringer presented the credentialing changes for members of the Harris Health System Medical Staff. He reported that there were eight (8) temporary privileges, sixteen (16) initial appointments, fifty-four (54) reappointments, three (3) change/add privileges and ten (10) resignations. Dr. Arthur Bracey recused from this agenda item. A copy of the report is available in the permanent record.</p>	<p><b><u>Motion No. 21.03-30</u></b></p> <p><b>Moved by Ms. Alicia Reyes, seconded by Ms. Anne Clutterbuck, and unanimously passed that the Board approve agenda item VII.A.2. Motion carried. Dr. Arthur Bracey recused from this agenda item.</b></p>
	<p>3. Presenting Regarding Harris Health’s Value Based Purchasing</p> <p>Dr. Joseph Kunisch, Vice President, Quality Programs, delivered a presentation regarding Harris Health’s Value Based Purchasing. He stated that the Hospital Value-Based Purchasing (VBP) Program adjusts hospital inpatient Medicare payments based off performance on a set of quality and efficiency measures. He explained that lower performing hospitals would not receive an increase in Medicare reimbursement whereas higher performing hospital can earn up to a 2% increase. Dr. Kunisch noted that there are four (4) equally weighted metrics, which includes: 1) Safety, 2) Clinical Outcomes, 3) Person and Community Engagement and 4) Efficiency and Cost Reduction. He noted that the Institute for Healthcare Improvement (IHI) developed a framework called the Triple Aim to optimize health system performance by; 1) Improving the patient experience of care (including Quality and satisfaction, 2) Improving the health of populations, and 3) Reducing the per capita cost of health care. A copy of the presentation is available in the permanent record.</p>	<p><b>As Presented.</b></p>

	<p><b>B. Item(s) Related to Budget &amp; Finance Committee</b></p> <p>1. Consideration of Purchasing Recommendations Requiring Board Approval (Items (A(1) through A(34))).</p> <p>Ms. Clutterbuck noted that Dr. Arthur Bracey recused from purchasing items A28, A29 and A30. She also noted that purchasing item A17 has been pulled.</p>	<p><b><u>Motion No. 21.03-31</u></b></p> <p>Moved by Mr. Lawrence Finder, seconded by Dr. Ewan Johnson, and unanimously passed that the Board approve agenda item VII. B.1., (purchasing items A1 through A16 and A18 through A34, Purchasing item A17 was PULLED). Motion carried. Dr. Arthur Bracey recused from purchasing items A28, A29 and A30.</p>
	<p>2. Acceptance of Approval of a Resolution Setting the Rate of Mandatory Payment for the Harris County Hospital District Local Provider Participation Fund.</p> <p>Ms. Victoria Nikitin, Senior Vice President, Finance, request the approval of a resolution authorizing Harris County Hospital District to set the amount of the mandatory payment to be collected in April 2021 as <u>1.75</u> percent of the net patient revenue of the collective fund.</p>	<p><b><u>Motion No. 21.03-32</u></b></p> <p>Moved by Mr. Lawrence Finder, seconded by Dr. Ewan Johnson, and unanimously passed that the Board approve agenda item VII. B.2.</p>
	<p><b>C. Item(s) Related to Community Health Choice</b></p> <p>1. Presentation of the 2020 Annual NAIC Filing for Community Health Choice, Inc. and Community Health Choice, Texas.</p> <p>Mr. Mark Van Elden, Chief Financial Officer, Community Health Choice, Inc. (CHC, Inc.) presented the 2020 National Association of Insurance Commissioners (NAIC) Filings for CHC, Inc. for the year ending December 31, 2020. He reported a positive net income of \$9.5M, a year-end capital position of \$92.5M, and an estimated Risk-Based Capital (RBC) of 370%. Mr. Van Elden also presented the 2020 NAIC Filings for Community Health Choice, Texas. He reported a net income of \$139.4M, a capital position of \$209.3M, and an estimated Risk-Based Capital (RBC) of 583%. A copy of the report is available in the permanent record.</p>	<p><b>As Presented.</b></p>

	<p><b>D. Item(s) Related to Population Health</b></p> <p>1. Presentation Regarding Population Health Collaboration and Consideration of Approval of a Collaboration Agreement Between Harris Health System and The University of Texas M.D. Anderson Cancer Center for Quality Assessment and Improvement and Population-Based Activities.</p> <p>Ms. Karen Tseng, Chief Integration Officer, delivered a presentation regarding Population Health Collaboration. She stated that a community health hub is defined as a culturally responsive community-based whole health solution that offers integrated services such as health care, education, and social services, to improve health outcomes. She provided a brief overview of the Acres Homes Population Health Collaborative agreement, scope of collaboration, and 2021 Harris Health initiatives. Additionally, Ms. Tseng stated that the health hub model strengthens systems critical to health, promotes greater community ownership of health, and thus nurtures communities that are more resilient. A copy of the presentation is available in the permanent record.</p>	<p><b>Motion No. 21.03-33</b>  <b>Moved by Ms. Alicia Reyes, seconded by Dr. Ewan Johnson, and unanimously passed that the Board approve agenda item VII. D.1. Motion carried.</b></p>
	<p><b>E. Item(s) Related to Harris County Hospital District Foundation</b></p> <p>1. Approval of the Third Grant Agreement Between Harris Health System and the Harris County Hospital District Foundation in the Amount of \$100,000 from the Foundation Permanent Endowment Fund to be Designated to the Harris Health System Employee Disaster Relief Fund Managed by the Harris County Hospital District Foundation.</p> <p>Mr. Jeffery Baker, Executive Director, Harris County Hospital District Foundation, stated that this is the third grant of \$100K granted to Harris Health from the Foundation's Permanent Endowment Fund. In response to employee demand for assistance due to tropical storm Uri, Dr. Porsa generously requested that these grant funds be designated by Harris Health back to the Harris Health System Employee Disaster Relief Fund managed by the Foundation. Mr. Baker reported that seventy-one (71) employees have applied for disaster relief and overall total amount requested is approximately \$190K. Mr. Omar Reid, Senior Vice President, Human Resources, reported that thirty-three (33) employee requests have been approved for a total amount of \$56K.</p>	<p><b>Motion No. 21.03-34</b>  <b>Moved by Dr. Andrea Caracostis, seconded by Ms. Anne Clutterbuck, and unanimously passed that the Board approve agenda item VII. E.1. Motion carried.</b></p>
<p><b>VIII. Item(s) Related to Health Care for the Homeless Program</b></p>	<p><b>A. Approval of the Following Reports for the Health Care for the Homeless Program as Required by the United States Department of Health and Human Services Which Provides Funding to the Harris County Hospital District d/b/a/Harris Health System to Provide Health Services to Persons Experiencing Homelessness under Section 330(h) of the Public Health Service Act Health Care for the Homeless Program</b></p> <ul style="list-style-type: none"> <li>• <b>Change in Scope: Jackson Hinds Garden Clinic Closure, Effective March 1, 2021</b></li> </ul>	<p><b>Motion No. 21.03-35</b>  <b>Moved by Professor Marcia Johnson, seconded by Ms. Alicia Reyes, and unanimously passed that the Board approve agenda item VIII.A. Motion carried.</b></p>



	<p>Dr. Jennifer Small, Vice President &amp; Associate Administrator, Ambulatory Care Services, presented the Health Care for the Homeless Program (HCHP) operational update including Patient Services, Patient Satisfaction Report and Change in Scope. During the month of February, there were 95 new adult patients associated with the program and 233 telehealth visits. Dr. Small stated that HCHP is expected to see approximately 9,775 patients per year as required by the Health Resources and Services Administration (HRSA). As of February, HCHP served 1805 unduplicated patients with 2888 total visits completed. Dr. Small mentioned that the amount of unduplicated patients seen overall is following the trend from the prior year; however, Dr. Small reported a market drop attributed to facility closures during Winter Storm Uri. Dr. Small stated that one of Harris Health’s shelters, Jackson Hinds Gardens, sustained significant damage due to the storm and is unable to reopen for about a year. She noted that the program has continued to provide services through the mobile unit. Additionally, Dr. Smalls noted that Jackson Hinds Gardens has received funding to demolish and reconstruct their administrative building and housing complexes. As a result, per HRSA requirements, Jackson Hinds Gardens was removed from the HCHP’s scope of project, which was implemented beginning March 1, 2021. Dr. Small reported that the total completed patient visits for the quarter is 10% lower compared to the prior year. She explained that patient visits for the month have declined specially due to the holidays, shelter closures, and the COVID-19 pandemic. Dr. Small provided an overview of the patient satisfaction scores with a 4th Quarter Department Rating of 79%. She stated that there has been a decrease in recommending HCHP facilities and noted that the program is working on addressing issues related to aesthetics and infrastructure. She noted that patient satisfaction scores have gradually increased in categories such as recommend provider, providers listened and nurses listened. Dr. Small stated that the program has exceeded their goals regarding wait times; however, there is room for improvements. A copy of the report is available in the permanent record.</p>	
<p><b>IX. Executive Session</b></p>	<p>At 10:57 a.m., Dr. Arthur Bracey stated that the Board would enter into Executive Session under Texas Health &amp; Safety Code Ann. §161.032, Tex. Gov’t Code Ann. §551.071, Tex. Gov’t Code Ann. §551.074, Tex. Gov’t Code Ann. §551.085, Texas Occupations Code Ann. §151.002, and Texas Occupations Code Ann. §160.007.</p>	
<p><b>X. Reconvene</b></p>	<p>At 1:45 p.m., Dr. Arthur Bracey reconvened the meeting and stated that no action was taken in Executive Session.</p>	
	<p>A. Discussion Regarding Human Resources (HR) Assessment, FY2022 Audit Plan, Pursuant to Texas Health &amp; Safety Code §161.032, and Possible Action Regarding This Matter Upon Return to Open Session.</p>	<p><b>No action taken.</b></p>
	<p>B. Consultation with Harris County Attorney Regarding Litigation Related to E-Cigarettes and Vaping, and Possible Action Upon Return to Open Session to (1) Authorize the Harris Health System President/CEO to Execute All Necessary Documents for Approval of a Contingency</p>	<p><b><u>Motion No. 21.03-36</u></b>  <b>Moved by Dr. Ewan Johnson, seconded</b></p>

Fee Contract with Reich & Birnstock LLP, Richard Schechter, P.C, Law Office Of J. Michael Solar PLLC and Chamberlain, Hrdlicka, White, Williams & Aughtry, PC (Collectively Special Counsel) and to; (2) Authorize the Harris County Attorney and Special Counsel to Pursue Litigation Against Parties Who May Be Responsible for Damages to Harris Health Related to the Manufacture, Distribution and Marketing of E-Cigarettes and Vaping Products, Pursuant to Statutory Notice Provisions Under Tex. Gov't Code Ann. §2254.1036:

- a) This Litigation is of Tremendous Significance to Harris Health Due to the Recent Findings Regarding the Deleterious Health Effects of Vaping. Litigation Against these Parties has Been Pursued by States and Other Jurisdictions All over the Country, as Well as a Number of Private Party Class Actions. Harris Health's Goal in Approving these Actions Would Be to Recover Damages to Help Defray the Costs of Treating Patients Suffering from Conditions Related to Vaping and Providing Resources for Patient Education on Vaping Prevention;
- b) The Proposed Special Counsel Have Decades of Experience Litigating Complex Consumer Class Actions, Especially in the Pharmaceutical Area. They Have Recovered Millions for their Clients and Have Served on Plaintiffs' Steering Committees for Some of the Most Significant Class Actions in Recent Years;
- c) The Proposed Special Counsel has Already Been Retained by Harris County to Pursue Claims Against the Same Potential Defendants;
- d) Because this Litigation is Likely to Require Specialized Knowledge and Will Involve Significant Attorney Time, the Harris County Attorney Does Not Have the Resources to Pursue the Litigation Using its Own Attorneys;
- e) Due to the Nature of the Claims and Because the Claims Against these Parties are Novel and Untested, a Contingency Fee Arrangement is Appropriate and Likely the Only Way that Counsel with the Requisite Skill and Experience Would Agree to Represent Harris Health. Counsel Without the Requisite Experience Would Not Be Able to Navigate the Complexities of a Multi-Party, Multi-Jurisdiction Litigation Involving Hundreds of Classes of Plaintiffs, Difficult Legal Issues, and Well-Funded and Highly Skilled Defense Counsel, Leading to a Materially Lower Recovery for Harris Health. The Plaintiffs in the Cases that Have Already Been Filed Against Manufacturers, Including Many Other Political Subdivisions, Have Retained Counsel on a Contingency Fee Basis; and
- f) A Successful Outcome in the Proposed Litigation Would Inure to the Benefit of Harris Health, the Population it Serves, and the Residents of Harris County. Because the Quantum of Damages Will Be Significantly Increased By Having Sophisticated Counsel Such as the Proposed Special Counsel, the Proposed Contingency Fee Arrangement is in the Best Interest of Harris Health

**by Ms. Elena Marks, and passed by a roll call vote that the Board approve agenda item IX.B. Motion carried.**

	<p>Dr. Bracey motioned for approval via roll call vote. The Board approved the action upon the following roll call vote:</p> <ul style="list-style-type: none"> <li>• Ms. Elena Marks – Yes</li> <li>• Dr. Andrea Caracostis – Yes</li> <li>• Ms. Alicia Reyes – Yes</li> <li>• Ms. Anne Clutterbuck – Yes</li> <li>• Dr. Ewan Johnson – Yes</li> <li>• Mr. Lawrence Finder – No</li> <li>• Professor Marcia Johnson – Yes</li> <li>• Ms. Linda Morales – Yes</li> </ul> <p><i>Harris Health, by and through its Board of Trustees, moves to</i></p> <ol style="list-style-type: none"> <li>1) <i>Authorize the Harris Health System President/CEO to Execute All Necessary Documents for Approval of a Contingency Fee Contract to engage Special Counsel, the names listed on Executive Session Item XI (A) of the agenda and;</i></li> <li>2) <i>Authorize the Harris County Attorney and Special Counsel to Pursue Litigation Against Parties Who May Be Responsible for Damages to Harris Health Related to the Manufacture, Distribution, and Marketing of E-Cigarettes and Vaping Products.</i></li> </ol>	
	C. Consultation with Attorney Regarding Qui Tam Litigation Matters, Pursuant to Tex. Gov't Code Ann. §551.071, and Possible Action Regarding this Matter Upon Return to Open Session	<b>No action taken.</b>
	D. Report Regarding Quality of Medical and Health Care, Pursuant to Tex. Health & Safety Code Ann. §161.032, Tex. Occ. Code Ann. §160.007, and Tex. Occ. Code Ann. §151.002 to Receive Peer Review and/or Medical Committee Report in Connection with the Evaluation of the Quality of Medical and Health Care Services, Including the Harris Health System Quality and Safety Performance Measures, and Possible Action Regarding This Matter Upon Return to Open Session.	<b>No action taken.</b>
	E. Report by the Executive Vice President, Chief Compliance and Risk Officer, Regarding Compliance with Medicare, Medicaid, HIPAA and Other Federal and State Health Care Program Requirements, Including an Update on the CLIA Survey and a Status of Fraud and Abuse Investigations, Pursuant to Tex. Health & Safety Code Ann. §161.032, and Possible Action Regarding This Matter Upon Return to Open Session.	<b>No action taken.</b>
	F. Consultation with Attorney Regarding Patient Safety Incident, Pursuant to Tex. Gov't Code Ann. §551.071, Tex. Health & Safety Code Ann. §161.032, Tex. Occ. Code Ann. §160.007, and Tex. Occ. Code Ann. §151.002 and Possible Action Regarding This Matter Upon Return to Open Session.	<b>No action taken.</b>

	G. Discussion Regarding the Evaluation of Chief Executive Officer, Pursuant to Tex. Gov't Code Ann. §551.074, and Possible Action Regarding This Matter Upon Return to Open Session.	<b>Deferred.</b>
	H. Consultation with Attorney Regarding Jail Health and Commissioners Court Updates, Pursuant to Tex. Gov't Code Ann. §551.071 and Possible Action Regarding This Matter Upon Return to Open Session.	<b>Deferred.</b>
<b>XI. Adjournment</b>	Moved by Dr. Ewan Johnson, seconded by Ms. Alicia Reyes, and unanimously approved to adjourn the meeting. There being no further business to come before the Board, the meeting adjourned at 1:48 p.m.	

I certify that the foregoing are the Minutes of the Harris Health System Board of Trustees Meeting held on March 25, 2021.

Respectfully Submitted,

*Dr. Arthur Bracey*

Arthur Bracey, M.D., Chair

*Elena Marks*

Elena Marks, Secretary

Minutes transcribed by Cherry Pierson