

BOARD OF TRUSTEES
Governance Committee

Thursday, October 12, 2023
11:00 A.M.

BOARD ROOM
4800 Fournace Place, Bellaire, Texas 77401

The meeting may be viewed online at: <http://harrishealthtx.swagit.com/live>

Notice: Some Board Members may participate by videoconference.

Mission

Harris Health is a community-focused academic healthcare system dedicated to improving the health of those most in need in Harris County through quality care delivery, coordination of care, and education.

AGENDA

- | | | |
|---|------------------------------|---------------|
| I. Call to Order and Record of Attendance | Dr. Andrea Caracostis | 2 min |
| II. Approval of the Minutes of Previous Meeting | Dr. Andrea Caracostis | 2 min |
| • Governance Committee – September 12, 2023 | | |
| III. Consideration of Recommendation to Board of Trustees for Approval of Revisions to Harris Health Policy No. 2.02, Participation in Board Meetings and Board Committee Meetings via Videoconference Call – Ms. Elizabeth Winn | | 10 min |
| IV. Discussion Regarding Nominations Process for the 2024 Officer Elections – Ms. Olga Rodriguez and Ms. Elizabeth Winn | | 10 min |
| V. Discussion Regarding Board of Trustees 2024 Calendar Planning – Ms. Olga Rodriguez | | 10 min |
| VI. Presentation Regarding Maximizing Motions for Productive Meetings – Ms. Elizabeth Winn | | 20 min |
| VII. Adjournment | Dr. Andrea Caracostis | 1 min |

HARRIS HEALTH SYSTEM
MINUTES OF THE BOARD OF TRUSTEES
GOVERNANCE COMMITTEE MEETING
Tuesday, September 12, 2023
11:00 AM

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
I. Call to Order and Record of Attendance	Dr. Cody M. Pyke, Presiding Officer, called the meeting to order at 11:07 a.m. It was noted there was a quorum present and the attendance was recorded. Dr. Pyke announced that while some Board members are in the room, others will participate by videoconference as permissible by state law and the Harris Health Videoconferencing Policy. Only participants scheduled to speak have been provided dial in information for the meeting. All others who wish to view the meeting may access the meeting online through the Harris Health website: http://harrishealthtx.swagit.com/live .	
II. Approval of the Minutes of the Previous Meeting Governance Committee – August 8, 2023		Moved by Ms. Marcia Johnson, seconded by Dr. Cody M. Pyke, and unanimously approved the minutes of the August 8, 2023 minutes. Motion carried.
III. Consideration of Approval of the Amendment to Harris Health Policy No. 2.02, Participation in Board Meetings and Board Committee Meetings Via Videoconference Call	Dr. Pyke noted that this item has been pulled and will be presented during the October 10th Governance Committee meeting.	Pulled.
IV. Discussion and Possible Action Regarding Board Standard Operating Procedures	Ms. Sara Thomas, Chief Legal Officer/Division Director, Harris County Attorney’s Office, presented revisions to the Board of Trustee’s Standard Operating Procedures. She shared that the most recent version of the Standard Operating Procedures (SOPs) was approved by the Board of Trustees in 2020. She stated that this is an opportunity for the Governance Committee to make recommendations to the full Board to approve and adopt standard operating procedures that are applicable to the current Board. In addition, Ms. Thomas noted that the Governance Committee can recommend incorporating a request	Moved by Dr. Cody M. Pyke, seconded by Ms. Marcia Johnson, and unanimously approved the Governance Committee recommendation as stated. Motion carried.

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
	<p>for formal motions into the Committee charters for all recommendations presented in Committees as well as Board meetings. Dr. Pyke requested that the Board Office staff share the current redlined version of the SOPs with all Board members to solicit feedback and requested the recommendations be sent to Ms. Thomas no later than five (5) days prior to the next Governance Committee meeting. A copy of the revised Standard Operating Procedures is available in the permanent record.</p>	
<p>V. Discussion Regarding Committee Vacancies</p>	<p>Dr. Pyke led the discussion regarding Committee vacancies. She stated that the priority assignments related to Committee vacancies include Quality, Joint Conference, and Budget & Finance Committees. Committee discussions ensued regarding the Committee assignments and the Board’s needs, roles, and responsibilities.</p>	<p>As Presented.</p>
<p>VI. Presentation Regarding Governance Committee Accomplishments</p>	<p>Ms. Olga Rodriguez, Vice President, Corporate Communications & Board Services, delivered a presentation regarding the Governance Committee’s Accomplishments. She provided an overview of the role of the Governance Committee, focus areas of the Committee and priorities for 2023 – 2024. Committee discussions ensued regarding the 2023 Board Self – Assessment and the Board’s goals and priorities. A copy of the presentation is available in the permanent record.</p>	<p>As Presented.</p>
<p>VII. Adjournment</p>	<p>Moved by Ms. Marcia Johnson, seconded by Dr. Cody M. Pyke, and unanimously approved to adjourn the meeting. There being no further business, the meeting adjourned at 11:44 a.m.</p>	

I certify that the foregoing are the Minutes of the Meeting of the Governance Committee of the Board of Trustees of the Harris Health System held on September 12, 2023.

Respectfully submitted,

Cody M. Pyke, MD, Presiding Officer,
 in lieu of Andrea Caracostis, MD, Committee Chair

Recorded by Cherry A. Pierson

Tuesday, September 12, 2023

Harris Health System Board of Trustees Board Meeting – Governance Committee Attendance

Note: For Zoom meeting attendance, if you joined as a group and would like to be counted as present, please submit an email to: BoardofTrustees@harrishealth.org before close of business the day of the meeting.

GOVERNANCE COMMITTEE MEMBERS PRESENT	GOVERNANCE COMMITTEE MEMBERS ABSENT	ADDITIONAL BOARD MEMBERS PRESENT
Dr. Cody M. Pyke (<i>Presiding Officer</i>)	Dr. Andrea Caracostis (<i>Chair</i>)	
Ms. Marcia Johnson	Dr. Ewan D. Johnson (<i>Ex-Officio</i>)	

HARRIS HEALTH EXECUTIVE LEADERSHIP, STAFF & SPECIAL INVITED GUESTS	
Antoinette (Toni) Cotton	Jennifer Zarate
Carolynn Jones	Jerry Summers
Cherry Pierson	John Matcek
Daniel Smith	Kari McMichael
Derek Holmes	Katie Rutherford (<i>Harris County Attorney's Office</i>)
Dr. Esperanza (Hope) Galvan	Krystal Gamarra
Dr. Jackie Brock	Louis Smith
Dr. Jennifer Small	Michael Hill
Dr. Matasha Russell	Nicholas J Bell
Dr. Matthew Schlueter	Olga Rodriguez
Dr. Sandeep Markan	Omar Reid
Dr. Steven Brass	Patrick Casey
Dr. Tien Ko	Randy Manarang
Ebon Swofford (<i>Harris County Attorney's Office</i>)	Sara Thomas (<i>Harris County Attorney's Office</i>)
Elizabeth Winn (<i>Harris County Attorney's Office</i>)	Shawn DeCosta
Jeffrey Baffour	

Thursday, October 12, 2023

Consideration of Recommendation to Board of Trustees for Approval of the Amendment to Harris Health Policy No. 2.02, Participation in Board Meetings and Board Committee Meetings Via Videoconference Call

I.

Background

As presented at the August 8, 2023 Governance committee meeting, members of the Harris Health Board of Trustees may participate in board and committee meetings via videoconference in compliance with TOMA. Harris Health has established an internal policy, consistent with TOMA, Policy 2.02 "Participation in Board Meetings and Board Committee Meetings via Videoconference Call" (the "Videoconferencing Policy") to provide guidance on the manner in which a board member can participate via videoconference. The Videoconferencing Policy, and TOMA as outlined below, require that the public notice include the physical location of the meeting at which a quorum and the presiding officer of the meeting will be physically present.

Legal Analysis

Subchapter F of TOMA governs meetings using telephone, videoconference or internet. See Tex. Gov't Code §§ 551.121-.131. Subchapter F explicitly requires that the presiding officer of a governmental body be present at the physical location of a meeting if the entity is a state governmental body or a governmental body that extends into three or more counties. See Tex. Gov't Code § 551.127(c). This is consistent with the same requirement for other entities written explicitly in other areas of the law. See e.g. Tex. Loc. Gov't Code § 81.001 (b). TOMA impliedly requires the presiding officer of a hospital district such as Harris Health to be present at the physical location of a meeting through the notice section of Subchapter F. That section states that the location where the member of the governmental body presiding over the meeting is physically present shall be open to the public during the open portions of the meeting. Tex. Gov't Code § 551.127(e). Unless Harris Health notices a meeting at the presiding officer's location (i.e., house, office) and opens it to the public, TOMA requires that the presiding officer be at the physical location of the meeting.

Harris Health's policy requiring that the presiding officer of the board or committee meeting be present at the physical location of the meeting is consistent with TOMA and the opinion of the Texas Attorney General's Office.

Recommendation

We recommend revisions to Harris Health's Videoconferencing Policy to further clarify that the presiding officer be present at the physical location of the meeting.

How the language will appear in the policy if changes are accepted:

The below language was added to the Meeting Requirements in Article IV, new subsection C:

IV. Meeting Requirements.

C. The Presiding Officer of the Board/Committee Meeting must attend the meeting in person.

Remaining subsections in IV will be re-lettered.

II.

Additional technological edits were made as a result of changes to minimum standards adopted effective September 15, 2022 (47 TexReg 5479) and proposed by the Texas Department of Information Resources.



POLICY AND REGULATIONS MANUAL

Policy No:	2.02
Page Number:	1 of 7
Effective Date:	09/01/2021
Board Motion No:	21.08-81
Last Date Revised	09/01/2021
Due for Review	09/01/2024

TITLE: PARTICIPATION IN BOARD MEETINGS AND BOARD COMMITTEE MEETINGS VIA VIDEOCONFERENCE CALL

PURPOSE: This policy provides guidance on the manner in which a member of the Harris Health Board of Trustees (“Trustee(s)”) may participate in a Board Meetings or a Board Committee Meeting (“Board/Committee Meeting”) subject to the Texas Open Meetings Act (“TOMA”) via videoconference call (“videoconference”).

POLICY STATEMENT:

Harris Health System conducts its public meetings in compliance with the TOMA, including when one or more of its Trustees participate in a Board/Committee Meeting via Videoconference in accordance with the TOMA.

POLICY ELABORATION:

I. Purpose.

This policy provides guidance on the manner in which a Trustee may participate in a Board/Committee Meeting via videoconference.

II. Procedures.

A. General Information.

- i. All Trustees may participate in a Board/Committee Meeting subject to the TOMA (i.e., open and executive sessions) via videoconference as described in this policy. (Tex. Gov’t Code § 551.127(a))
- ii. A Trustee participating via videoconference and who remains visible and audible to members of the public will be considered present at the Board/Committee Meeting for all purposes. (Tex. Gov’t Code § 551.127(a-2))
- iii. Trustees who participate in a Board/Committee Meeting by videoconference call shall be considered absent from any portion of the meeting during which audio or video communication with the Trustee is lost or disconnected. In that event, the Board/Committee Meeting may continue only if a quorum of the body is

physically present throughout the meeting at the meeting location. (Tex. Gov't Code § 551.127 (a-3))

- iv. A Trustee who is participating via videoconference may make motions, second motions, vote, and take any other action allowed by a Trustee as if physically present at the Board/Committee Meeting location. (Tex. Gov't Code § 551.127 (a-2))

III. Responsibilities of Trustees Participating Via Videoconference.

A. Notice by Trustee.

- i. If a Trustee wants to participate in a Board/Committee Meeting via videoconference, the Trustee shall notify the Program Director of Board Governance for the Harris Health Board of Trustees (“Program Director”) via email communication no later than Seven business days before a regular meeting (less time may be permitted at the discretion of the Board or Committee Chair, respectively) or by a deadline designated by the Board or Committee Chair in the case of a special-called or emergency meeting. Except as provided by Section (III)(5), Trustee requests are prioritized based on the date and time of receipt.
- ii. To avoid being counted as absent and to maintain a quorum at the Board/Committee Meeting location, the Trustee must receive written notification from the Program Director prior to the meeting that they may participate via videoconference.
- iii. This notification will prevent having more than the maximum number of Trustees attempting to participate via videoconference.

B. How to Access a Board/Committee Meeting Via Videoconference.

- i. Trustee must enter the remote meeting room at least 10 minutes prior to the scheduled time of the Board/Committee meeting.
- ii. Trustee must use equipment (e.g., desktop computer, laptop, etc.) that includes a webcam. It is recommended that the equipment screen being used is a standard laptop size, as long as the screen size provides optimum viewing for multiple images simultaneously.

- iii. Trustee must have the proper software installed to enable the Trustee to join the meeting via videoconference.
- iv. Trustee must avoid noisy areas when participating in a Board/Committee Meeting remotely. If Trustee is unable to avoid noisy areas, the Trustee's audio may be muted or the Trustee's videoconference session may be terminated to limit disruptions to the entire meeting.
- v. When not speaking, Trustee must mute their volume to minimize background noises.

IV. Meeting Requirements.

- A. Camera and microphone access shall be provided at the Board/Committee Meeting location by Harris Health so that members of the public and persons making presentations may participate in the meeting.
- B. A quorum of the Board/Committee's Membership must be physically present at the meeting location. (Tex. Gov't Code § 551.127(b))
- C. The Presiding Officer of the Board/Committee Meeting must attend the meeting in person.
- D. ~~C.~~ For Board/Committee Meetings at which the anticipated in-person attendance levels are expected to be greater than necessary to achieve a quorum, a maximum of two Trustees may participate in the meeting via videoconference (the number allowed may be less than two depending on the size of the Committee, and the Board/Committee Chair may utilize discretion to increase the maximum number of Trustees participating via videoconference if extenuating circumstances arise).
- E. ~~D.~~ If more than two videoconference requests for a Board/Committee Meeting are submitted in compliance with the notice requirements in Section IIIA(a) above, the Board/Committee Chair has the sole discretion to give priority to the Trustee who submitted the request sooner in time and/or whose stated purpose of the request evidences a need to join the meeting using videoconference technology.

V. The video and audio feed of the videoconference call:

- A. Must be broadcast live. (Tex. Gov't Code § 551.127 (a-1))
- B. Must permit all Trustees to be able to see and hear each other during the entire Board/Committee Meeting.
- C. Must permit members of the public and persons making presentations to be able to see and hear all Trustees during the entire Board/Committee Meeting.
- D. Must permit all Trustees to be able to see and hear any members of the public and persons making presentations who are permitted to speak during the Board/Committee meeting while they are actually speaking. (Tex. Gov't Code § 551.127(h))
- E. Members of the public who wish to speak at a Board meeting must do so at the physical location of the meeting.
- F. Audio/video signals must be of sufficient quality so that members of the public and persons making presentations can observe the demeanor and hear the voice of each participant during the open portion of the Board/Committee Meeting. (Tex. Gov't Code § 551.127(j))

VI. Public Notice.

- A. In addition to the regular notice requirements, the notice must specify the physical space where the quorum and the person presiding over that particular Board/Committee Meeting are located as “the meeting location.” (Tex. Gov't Code § 551.127(d)(e)) The notice shall indicate that Trustees may participate in the meeting via videoconference.
- B. The notice of any Board/Committee meeting, which includes Trustees participating via videoconference, must be posted in the same manner as the regular meetings posted at the site of the Internet broadcast. (Tex. Gov't Code § 551.128)

VII. Minimum standards for audio and video signals prescribed by the Texas Department of Information Resources (DIR) are:

- A. Videoconferencing equipment must meet International Telecommunications Union (ITU) standards for appropriate transmission medium:

- i. ITU H.320 or H.324 for videoconferencing over a public switched telephone network (PSTN), private line facility, or integrated switched digital network (ISDN).
- ii. ITU H.323/SIP (Session Initiation Protocol) for videoconferencing over the ~~public~~ Internet.
- iii. Use of videoconferencing equipment with proprietary vendor protocols may be used if the vendor certifies that its equipment and proprietary software protocol release version meets or exceeds the ~~above referenced~~required ITU standards. Prior to use, DIR recommends reviewing technical specifications and contacting the vendor to inquire as to whether the deployed technology meets ITU standards.

~~B. All videoconferencing shall employ a minimum 384 KB transmission speed. Note that bandwidth requirements for various resolutions of high-definition video are vendor specific based on the manufacturer's equipment.~~

B. At least one monitor must be available at the primary Board/Committee Meeting site for the audience to view remote meeting participants and be a minimum of 27 inches in size (as measured by the industry). When using a computer web conferencing system at the primary site, a large monitor and adequate speakers shall be used.

C. Audio signals from a remote dedicated video room environment(s) shall be of similar quality and volume as the local audio at the primary dedicated video room environment.

D. At least one monitor shall be available at the primary dedicated video room environment site for the audience to easily see remote meeting participants. When using a computer web conferencing system at the primary site, a large monitor and adequate speakers shall be used. The audience and members of the governmental body shall have full view of at least one monitor at each meeting location. Additional monitors shall be placed, as necessary, to ensure a clear view by all in attendance.

E. If a governmental body uses a dedicated video room environment for the dedicated camera and speaker equipment but is using a computer-based videoconferencing application that is not part of the proprietary dedicated video room equipment setup, then the entity must comply with all minimum standards for computer-based application software and is not subject to the requirements of a dedicated video room environment. 1 T.A.C. § Pt. 10, Ch. 209, Subch. B, Rule 209.11

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VII. Definitions.

HARRIS HEALTH SYSTEM

POLICY AND REGULATIONS MANUAL

Policy No:	2.02
Page Number:	1 of 7
Effective Date:	09/01/2021
Board Motion No:	21.08-81
Last Date Revised	09/01/2021
Due for Review	09/01/2024

- A. Open Meeting means a meeting that is open to the public pursuant to Tex. Gov't Code Ch. 551.
- B. Executive Session means a properly-convened meeting or part of a properly-convened meeting that is closed to the public as a result of an exception under state law that permits closure such as consultation with attorney, confidential personnel matters, etc.
- C. Videoconference call means a communication conducted between two or more ~~Trustees~~ persons in which one or more of the ~~Trustees-participants~~ communicate with the other participants ~~through Trustees~~ through duplex audio and video signals transmitted over a telephone network, a data network, or the Internet. (Tex. Gov't Code § 551.001(8)); 1 T.A.C. § Pt. 10, Ch. 209, Subch. A, Rule 209.1
- D. Codec means a device or computer program which encodes or decodes a digital data stream or signal.
- E. Compressed video means video data that has been digitized and, in the process, condensed by the use of one or more of the common video compression processes (i.e., lossy, lossless, inter frame compression, etc.). A codec produces compressed video and uncompressed video at the remote end. 1 T.A.C. § Pt. 10, Ch. 209, Subch. A, Rule 209.1
- F. ITU-International Telecommunication Union. 1 T.A.C. § Pt. 10, Ch. 209, Subch. A, Rule 209.1.

REFERENCES/RESOURCES

International Telecommunications Union (ITU) standards. 1 T.A.C. § Pt. 10, Ch. 209, Subch. A, Rule 209.

Minimum standards for Meetings Held by Video Conference. 1 T.A.C. § Pt. 10, Ch. 209, Subch. B.
1

Texas Open Meetings Act. Tex. Gov't Code, Ch. 551

See Section 3 above for specific subsections.

OFFICE OF PRIMARY RESPONSIBILITY:

HARRIS HEALTH SYSTEM

POLICY AND REGULATIONS MANUAL

Policy No: 2.02
Page Number: 1 of 7

Effective Date: 09/01/2021
Board Motion No: 21.08-81

Last Date Revised: 09/01/2021
Due for Review: 09/01/2024

Harris Health System Board of Trustees

REVIEW/REVISION HISTORY

Effective Date	Version # (If Applicable)	Review/Revision Date (Indicate Reviewed or Revised)	Approved by:
09/01/2021	1.0	Reviewed 08/26/2021	Board of Trustees Motion # 21.08-81

Thursday, October 12, 2023

Discussion Regarding Nominations Process for the 2024 Officer Elections

NOMINATIONS PROCESS FOR 2024 OFFICER ELECTIONS

During the Week of October 16, 2023, on behalf of the Governance Committee, Board Office sends out information to solicit interest in board officer positions.

The Communication should include (at a minimum):

- Date of Election (December 2, 2023 Board Meeting, per the bylaws)
- Board Officer positions available;
- Description of Offices and list of duties; and
- Deadline to notify Governance Committee Chair of interest in the Officer position.

CONDUCT OF ELECTION AT DECEMBER BOARD MEETING

Governance Committee Chair gives **report**, which includes the final slate of candidates before turning floor over to Board Chair to conduct election.

The Board Chair will then ask if there are any **nominations from the floor**. This would be done for each position, and the Board Chair will close the nominations after asking (recommended 3 times) for floor nominations for each office.

The Board Chair will give each candidate up to 3 minutes to speak on their candidacy.

Motion to close nominations takes place.

Actual Election takes place in **open session for each position**.

Special Notes relating to nominating from the floor:

- Nominations (and actual vote) takes place in the order in which the offices appear in the bylaws;
- Nominations from the floor does not have to be seconded;
- The person nominated from the floor would need to accept or reject the nomination; and
- A person can nominate themselves.

Thursday, October 12, 2023

Discussion Regarding Board of Trustees 2024 Calendar Planning

2024 Board & Board Committee Calendar

BOARD (9:00 AM-1:00 PM)	JANUARY 25, 2024 JULY 25, 2024 FEBRUARY 29, 2024 AUGUST 29, 2024 MARCH 28, 2024 SEPTEMBER 26, 2024 APRIL 25, 2024 OCTOBER 24, 2024 MAY 30, 2024 DECEMBER 12, 2024 JUNE 27, 2024	ASC AT LBJ GOVERNING BODY (9:00-10:30 AM)	FEBRUARY 22, 2024 AUGUST 22, 2024 MAY 23, 2024 NOVEMBER 21, 2024	BUDGET & FINANCE COMMITTEE (9:00-10:00 AM)	FEBRUARY 15, 2024 AUGUST 15, 2024 (9:00-9:30) MAY 16, 2024 NOVEMBER 14, 2024
SPECIAL CALL BOARD	NOVEMBER 14, 2024 (HRSA)	GOVERNANCE COMMITTEE (11:00 AM-12:00 PM)	JANUARY 9, 2024 JUNE 11, 2024 FEBRUARY 13, 2024 AUGUST 13, 2024 MARCH 12, 2024 SEPTEMBER 10, 2024 APRIL 9, 2024 OCTOBER 8, 2024 MAY 14, 2024 NOVEMBER 12, 2024	COMPLIANCE & AUDIT COMMITTEE (10:00-11:30 AM)	FEBRUARY 15, 2024 SEPTEMBER 12, 2024 MAY 16, 2024 NOVEMBER 14, 2024
SPECIAL HHS COMMUNITY TOWN HALL	PLACEHOLDER PLACEHOLDER PLACEHOLDER PLACEHOLDER	QUALITY COMMITTEE (12:00-1:30 PM)	JANUARY 9, 2024 JUNE 11, 2024 FEBRUARY 13, 2024 AUGUST 13, 2024 MARCH 12, 2024 SEPTEMBER 10, 2024 APRIL 9, 2024 OCTOBER 8, 2024 MAY 14, 2024 NOVEMBER 12, 2024	JOINT CONFERENCE COMMITTEE (11:30 AM-12:30 PM)	JANUARY 11, 2024 SEPTEMBER 12, 2024 MARCH 14, 2024 NOVEMBER 14, 2024 MAY 16, 2024
BUDGET WORKSHOP (9:30 AM-11:00 AM)	AUGUST 15, 2024			DEI COMMITTEE (11:30 AM-12:30 PM)	JANUARY 12, 2024 JUNE 14, 2024 FEBRUARY 16, 2024 AUGUST 16, 2024 MARCH 15, 2024 SEPTEMBER 13, 2024 APRIL 12, 2024 OCTOBER 11, 2024 MAY 17, 2024 NOVEMBER 15, 2024

JANUARY							FEBRUARY							MARCH							APRIL							MAY							JUNE						
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JULY							AUGUST							SEPTEMBER							OCTOBER							NOVEMBER							DECEMBER							
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28	29	30	31				25	26	27	28	29	30	31	29	30						27	28	29	30	31			24	25	26	27	28	29	30	29	30	31					

HARRIS HEALTH HOLIDAY CLOSURES:	01/01/24 (New Year's Day)	05/27/24 (Memorial Day)	07/04/24 (Independence Day)	11/28/24 (Thanksgiving)	12/25/24 (Christmas)
	01/15/24 (MLK)	06/19/24 (Juneteenth)	09/02/24 (Labor Day)	11/29/24 (Fri. After Thanksgiving)	

Thursday, October 12, 2023

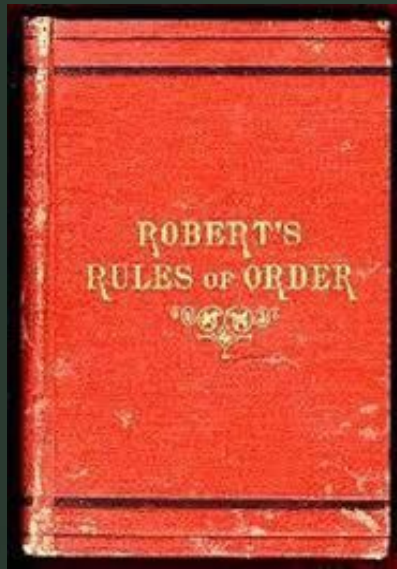
Presentation Regarding Maximizing Motions for Productive Meetings

Presenting on ways to make motions more efficient for a more productive meeting.

Maximizing Motions for A Productive Meeting

By Elizabeth Hanshaw Winn,
Assistant Harris County Attorney
Harris Health Legal Team

Making Motions Correctly Makes All The Difference!



Reminder of the Benefits of Parliamentary procedures

- Working together effectively and smoothly.
- Opportunity for all members to be heard.
 - ▶
- Helps accomplish meeting purpose.
- Forces handling 1 agenda item at a time.

Motion Reminders

- 1. Make Sure the Motion language is Clear!

To make sure everyone is clear on what they are being asked to vote on, especially if there has been a lot of debate/discussion!

The chair should repeat the motion right before the vote is taken.



Motion reminders Cont'd

2. Make sure the motion has been seconded, *if required*.



Note: If the chair fails to secure a second to a motion, and a vote is completed, it is too late to raise a point of order after the vote is taken.

3. Repeat who made the motion and seconded immediately after the motion is made.

Note: it eliminates mistakes in the preparation of minutes!

Example:

“It has been moved by X and seconded by X.”

4. Debate

After the chair announces that a motion has been moved and seconded, the Chair should open the floor for discussion/debate.



Example:

Chair: To the person who made the motion.
“Would you like to make the first comment?”
“The floor is now open for anyone else who would like to comment on the motion.”

5. Vote

- Make sure to give the members time to vote.
- Do not rush the motion process to avoid a Point of Order being raised.



Example:

Chair: “All those in favor signify by saying aye.”

“All those against, signify by saying nay.”

Recess vs. Standing at Ease



Recess:

Note: Breaks can actually be scheduled into the agenda; in those case, the Chair simply announces it break time.

- If a motion is pending, a member can take a personal privilege and ask for a bathroom break. (Second, no debate, vote)
 - ❑ Example: Member: Chair, I would like to take a point of personal privilege and take a 5-minute break. (Motion must be seconded, debate, and vote)

Recess vs. Standing at Ease Cont'd

Recess:

If motion is not pending, a motion to recess must be made. (Second, debate, vote)

□ Example:

Member: Chair, I move that we take a recess for 5 minutes. (Motion must be second, debate, and vote)

Recess vs. Standing at Ease Cont'd

Standing at Ease:

Standing at Ease is simply a brief pause requested by the Chair usually to consult with someone like the parliamentarian or to seek some clarification that helps move the business forward.

Need Guidance on Motion Language?

- Let Chair know you need assistance in forming the motion language.
- Ask Chair for a recess to allow time for assistance with motion language.

Any Questions?



BOARD OF TRUSTEES

Quality Committee

Thursday, October 12, 2023
12:00 P.M.

(or immediately following the Governance Committee)

BOARD ROOM
4800 Fournace Place, Bellaire, Texas 77401

The meeting may be viewed online at: <http://harrishealthtx.swagit.com/live>.

Notice: Some Board Members may participate by videoconference.

Mission

Harris Health is a community-focused academic healthcare system dedicated to improving the health of those most in need in Harris County through quality care delivery, coordination of care, and education.

AGENDA

- | | |
|---|-------------------------------------|
| I. Call to Order and Record of Attendance | Dr. Andrea Caracostis 1 min |
| II. Approval of the Minutes of Previous Meeting | Dr. Andrea Caracostis 2 min |
| • Quality Committee Meeting – September 12, 2023 | |
| III. Harris Health Safety Message: Minute for Medicine – Good Catches | 5 min |
| – <i>Dr. Steven Brass</i> | |
| IV. Presentation Regarding Workplace Safety and Violence Prevention | 10 min |
| – <i>Dr. Jackie Brock and Mr. Omar Reid</i> | |
| V. Presentation Regarding Medical Staff Credentialing | 10 min |
| – <i>Ms.Carolynn Jones and Ms. Jessey Thomas</i> | |
| VI. Executive Session | Dr. Andrea Caracostis 55 min |
| A. Report Regarding Quality of Medical and Healthcare, 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 Reports in Connection with the Evaluation of the Quality of Medical and Healthcare Services, Including Report Regarding Harris Health System Quality Review Councils | <i>(50 min)</i> |
| – <i>Dr. Steven Brass and Dr. Yashwant Chathampally</i> | |

-
- B.** 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 and a Status of Fraud and Abuse Investigations, Pursuant to Texas Health & Safety Code §161.032, and Possible Action Regarding this Matter Upon Return to Open Session – ***Ms.Carolynn Jones***

(5 min)

VII. Reconvene

Dr. Andrea Caracostis 1 min

VIII. Adjournment

Dr. Andrea Caracostis 1 min

HARRIS HEALTH SYSTEM
MINUTES OF THE BOARD OF TRUSTEES
QUALITY COMMITTEE MEETING
Tuesday, September 12, 2023
12:00 PM

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
I. Call to Order and Record of Attendance	Dr. Cody M. Pyke, Presiding Chair, called the meeting to order at 12:02 p.m. It was noted that a quorum was present and the attendance was recorded. Dr. Pyke announced that while some Board members are in the room, others will participate by videoconference as permissible by state law and the Harris Health Videoconferencing Policy. Only participants scheduled to speak have been provided dial in information for the meeting. All others who wish to view the meeting may access the meeting online through the Harris Health website: http://harrishealthtx.swagit.com/live .	
II. Approval of the Minutes of Previous Meeting Quality Committee Meeting – August 8, 2023		Moved by Ms. Marcia Johnson, seconded by Dr. Cody M. Pyke, and unanimously approved the minutes of the August 8, 2023 meeting.
III. Harris Health Safety Message: Sharing Near Misses, Unsafe Conditions	Dr. Steven Brass, Executive Vice President & Chief Medical Executive, delivered a Minute for Medicine video series related to Sharing Near Misses and Unsafe Conditions. Copies of the video series and the presentation are available in the permanent record.	As Presented.
IV. Presentation Regarding Just and Accountable Culture	Mr. Omar Reid, Executive Vice President & Chief People Officer, delivered a presentation regarding Just and Accountable Culture. Harris Health continues its charge to create a Just and Accountable Culture that represents its responsibilities to patients and employees. The key components of a High Reliability Organization are to create and maintain a safety-focused culture and dedication to continuous learning and improvement. A copy of the presentation is available in the permanent record.	As Presented.

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
V. Presentation Regarding the Cardiology Service Line	<p>Ms. Amineh Kostov, Vice President of Operations, System Service Lines, delivered a presentation regarding the Cardiology Service Line. She noted that the cardiology service line will be working on separating the LBJ Chest Pain measures into different patient types to improve the understanding around patient movement (door in door out, and door to door to balloon). Ms. Kostov mentioned that the cardiology service line’s goals include developing a comprehensive system wide pathway for diagnosis and referral of lipid management in high-risk patients and developing a system wide pathway for diagnosis, management, and referral of heart failure patients in the outpatient setting. A copy of the presentation is available in the permanent record.</p>	As Presented.
VI. Presentation Regarding Population Health: Hypertension Remote Patient Monitoring	<p>Dr. Esperanza (Hope) Galvan, Vice President, Population Health, delivered a presentation regarding Population Health: Hypertension Remote Patient Monitoring. She noted that Population Health’s Hypertension Remote Patient Monitoring (RPM) Program demonstrates Harris Health’s ongoing work to promote health equity and reduce disparities in outcomes related to blood pressure. Additionally, Dr. Galvan shared that HealthyConnect Remote Patient Monitoring provides patient education, blood pressure devices and real-time alert management with provider management. A copy of the presentation is available in the permanent record.</p>	As Presented.
VII. Consideration of Recommendation for Approval of Revisions to the Harris Health System 2023 Quality Manual	<p>Dr. Joseph Kunisch, Vice President, Quality Programs, presented a summary of the revisions to the Harris Health System 2023 Quality Manual. He stated that the Harris Health System Quality Manual is reviewed annually to make updates that align with quality assessment requirements of Centers for Medicare & Medicaid Services (CMS) Conditions of Participation and Harris Health System changes related to the strategic goals and operational initiatives. A copy of the 2023 Quality Manual is available in the permanent record.</p>	Moved by Ms. Marcia Johnson, seconded by Dr. Cody M. Pyke, and unanimously accepted that the Committee recommend that the Board approve item VII.
VIII. Executive Session	<p>At 12:49 p.m., Dr. Pyke stated that the Quality Committee of the Board of Trustees would go into Executive Session for items ‘A and B’ as permitted by law under Tex. Health & Safety Code Ann. §161.032, Tex. Occ. Code Ann. §160.007, and Tex. Occ. Code Ann. §151.002.</p>	

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
	<p>A. Report Regarding Quality of Medical and Healthcare, 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 Healthcare Services</p>	<p>No Action Taken.</p>
	<p>B. 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 and a Status of Fraud and Abuse Investigations, Pursuant to Texas Health & Safety Code §161.032, and Possible Action Regarding this Matter Upon Return to Open Session</p>	<p>No Action Taken.</p>
<p>IX. Reconvene</p>	<p>At 1:31 p.m., Dr. Pyke reconvened the meeting in open session; she noted that a quorum was present.</p>	
<p>X. Adjournment</p>	<p>Moved by Ms. Marcia Johnson, seconded by Dr. Cody M. Pyke, and unanimously approved to adjourn the meeting. There being no further business, the meeting adjourned at 1:31 p.m.</p>	

I certify that the foregoing are the Minutes of the Meeting of the Quality Committee of the Board of Trustees of the Harris Health System held on September 12, 2023.

Respectfully submitted,

Cody M. Pyke, M.D., Presiding Officer
 in Lieu of Andrea Caracostis, M.D., MPH, Chair

Recorded by Cherry A. Pierson

Tuesday, September 12, 2023

Harris Health System Board of Trustees Board Meeting – Quality Committee Attendance

Note: For Zoom meeting attendance, if you joined as a group and would like to be counted as present, please submit an email to: BoardofTrustees@harrishealth.org before close of business the day of the meeting.

QUALITY COMMITTEE BOARD MEMBERS PRESENT	QUALITY COMMITTEE BOARD MEMBERS ABSENT	OTHER BOARD MEMBERS PRESENT
Dr. Cody M. Pyke (<i>Presiding Officer</i>)	Dr. Andrea Caracostis (<i>Chair</i>)	
Ms. Marcia Johnson (<i>Acting Committee Member</i>)	Dr. Ewan D. Johnson (<i>Ex-Officio</i>)	

HARRIS HEALTH EXECUTIVE LEADERSHIP, STAFF & SPECIAL INVITED GUESTS	
Amineh Kostov	Ebon Swofford (<i>Harris County Attorney's Office</i>)
Amy Smith	Elizabeth Winn (<i>Harris County Attorney's Office</i>)
Antoinette (Toni) Cotton	Jeff Baffour
Carolynn Jones	Jennifer Zarate
Cherry Pierson	Jerry Summers
Daniel Smith	Jessey Thomas
Derek Curtis	Jocelyn Thomas
Dr. Esmail Porsa (<i>Harris Health System President & CEO</i>)	John Matcek
Dr. Glorimar Medina	King Hillier
Dr. Hemant Kumar Roy	Krystal Gamarra
Dr. Jennifer Small	Louis Smith
Dr. Jackie Brock	Michael Hill
Dr. Joseph Kunisch	Monica Carabajal
Dr. Martha Mims	Nicholas J Bell
Dr. Matasha Russell	Olga Rodriguez
Dr. Matthew Schlueter	Omar Reid
Dr. Michael Nnadi	Patricia Darnauer
Dr. Otis R. Egin	Patrick Casey
Dr. Sandeep Markan	Randy Manarang
Dr. Steven Brass	L. Sara Thomas (<i>Harris County Attorney's Office</i>)
Dr. Tien Ko	Shawn DeCosta
Dr. Yashwant Chathampally	Tiffani Dusang

Thursday, October 12, 2023

Harris Health Safety Message

HRO Safety Message (Video): Harris Health Minute for Medicine – Good Catches

HARRISHEALTH SYSTEM

HRO Safety Message

Good Catches

**Steven Brass, MD, MBA
EVP, Chief Medical Executive**

Board of Trustees Quality Committee

October 12, 2023

SAFETY MESSAGE

HARRIS
HEALTH
SYSTEM

ZERO
HARM

Safety 1st. Always.

Having a High-reliability Organization's Mindset

High-reliability Organizations (HROs) are those that successfully complete their missions despite massive complexity and high risk. Examples include the Federal Aviation Administration's Air Traffic Control system, aircraft carriers, and nuclear power plants. In each case, even a minor error could have catastrophic consequences. Yet, adverse outcomes in these organizations are rare. The key components of High Reliability Organizations (HROs), including leadership, a safety-focused culture, and a dedication to continuous learning and improvement.



HRO Mindset:

Harris Health System Minute For Medicine: Good Catches

- https://youtu.be/NNwG6_g6VRc

Thursday, October 12, 2023

Presentation Regarding Workplace Safety & Violence Prevention



HARRISHEALTH
SYSTEM

Workplace Safety & Violence Prevention

Jacqueline Brock, DNP
SVP, Chief Nursing Executive
Omar Reid, MBA, IPMA-CP
SVP, Chief People Officer

Board of Trustees Quality Committee
October 12, 2023

Definitions

Det Norske Veritas (DNV): (citing OSHA Publication 4138
Guidelines for Preventing Workplace Violence)

“violent acts (including physical assaults and threats of assaults)
directed towards persons at work or on duty”

Joint Commission:

“any act or threat occurring at the workplace that can include
any of the following: verbal, non-verbal, written, or physical
aggressing, threatening, intimidating, harassing, or humiliating
words or actions, bullying, sabotage, sexual harassment,
physical assaults, or other behaviors of concern involving staff,
licensed practitioners, patients or visitors”

Definitions

National Institute for Occupational Safety and Health (NIOSH)

Type 1: Criminal Intent - the perpetrator has no legitimate relationship to the business or its employees, and is usually committing a crime in conjunction with the violence (robbery, shoplifting, trespassing). For example: a nurse assaulted in the hospital parking garage; a home health care nurse is mugged while conducting a home visit.

Type 2: Customer/Client - the customer/client relationship to includes patients, their family members, and visitors, and will be referred to as **CLIENT-ON-WORKER VIOLENCE**. Research shows that this type of violence occurs most frequently in emergency and psychiatric treatment settings, waiting rooms, and geriatric settings.

Prevention of Type 2 is a primary focus.

Type 3: Worker-on-Worker - lateral or horizontal violence. It includes bullying, and frequently manifests as verbal and emotional abuse that is unfair, offensive, vindictive, and/or humiliating though it can range all the way to homicide.

Type 4: Personal Relationship - the perpetrator has a relationship to the nurse outside of work that spills over to the work environment. For example, the husband of a nurse follows her to work, orders her home and threatens her, with implications for not only this nurse but also for her coworkers and patients.

Updates

1. Post event huddle and Enhancement to eIRS - in test phase
2. Incorporating early agitation and aggression tools – education in development
3. Allocated patient safety resource to help manage eIRS data and investigate occurrences
4. Workplace Violence (WPV) Grant – mental health first aid classes in progress for Patient Care Assistants (PCA)

New Texas State Law

Senate Bill 240 relating to workplace violence prevention in certain health facilities

- Establish a WPV Committee
- Adopt, implement and enforce a written workplace violence prevention policy
- Adopt, implement and enforce a written workplace violence prevention plan
- Offer immediate post-incident services
- Compliance deadline 9/1/2024

Harris Health Department of Public Safety Initiatives

Partnerships

- Working with Texas Medical Center Police to provide law enforcement coverage for Ben Taub and LBJ
- TMC police at BT August 2023

Technology

- Plan to deploy Weapons Detection Systems at public entrances at LBJ and Ben Taub - 2023
- Adoption of discreet metal detectors for enhanced screening of high risk patients – deployed units at Ben Taub and LBJ Emergency Centers
- Deployment of Sound/Aggression Detection System to deter and prevent assaults -2023
- Pilot project for Vocera wearable panic alarms -2023
- Consideration of other wearable devices to summon help directly to staff location

Thursday, October 12, 2023

Presentation Regarding Medical Staff Credentialing

Medical Staff Credentialing

**Carolynn Jones, JD
Chief Compliance and Risk Officer**

**Jessey Thomas MBA, MSN, RN, CSMP
SVP, Medical Affairs**

**Board of Trustees Quality Committee
October 12, 2023**

The Role of the Board in Credentialing/Privileging

The Centers for Medicare and Medicaid Services (CMS) requires ***the medical staff*** to do the following:

- Periodically conduct appraisals of its members;
- The purpose of this appraisal is for the *medical staff* to determine the suitability of continuing the medical staff membership or privileges of each individual practitioner, to determine if that individual practitioner's membership or privileges should be continued, discontinued, revised, or otherwise changed; and
- Make recommendations to the governing body on the appointments of candidates based on the appraisal.

The Role of the Board in Credentialing/Privileging

CMS requires ***the governing body*** to do the following:

- Appoint members of the medical staff after considering the recommendations of the existing members of the medical staff;
- The governing body determines whether to grant, deny, continue, revise, discontinue, limit, or revoke specified privileges, including medical staff membership, for a specific practitioner after considering the recommendation of the medical staff; and
- In all instances, the governing body's determination must be consistent with established hospital medical staff criteria, as well as with State and Federal law and regulations.

References

- CMS State Operations Manual Appendix A - https://www.cms.gov/regulations-and-guidance/guidance/manuals/downloads/som107ap_a_hospitals.pdf
- Recorded Webinar by Jamie Orlikoff for the American Hospital Association – “The Role of the Board in Medical Staff Credentialing” - <https://trustees.aha.org/quality/the-boards-role-in-medical-staff-credentialing>

Credentialing and Privileging Overview

<p>Credentialing utilizes the Primary Source Verification (PSV) which is the process to verify the applicant's credentials which includes:</p>	<p>Privileging is the process to verify the applicant's specific scope and competency which includes:</p>
<ul style="list-style-type: none"> • Texas State Standardized Application • Delineation of Clinical Privileges • Texas State Licensure • Board certification as applicable • Professional Liability insurance • Education • Post Grad Training • Experience • CMEs • Peer References • Exclusions/OIG • National Provider Identifier (NPI) • DEA/DPS Registration • National Practitioner Databank (NPDB) • Hospital affiliations 	<ul style="list-style-type: none"> • Procedure/case logs • Training • Board certification as applicable • Proctoring

Credentials Committee Overview

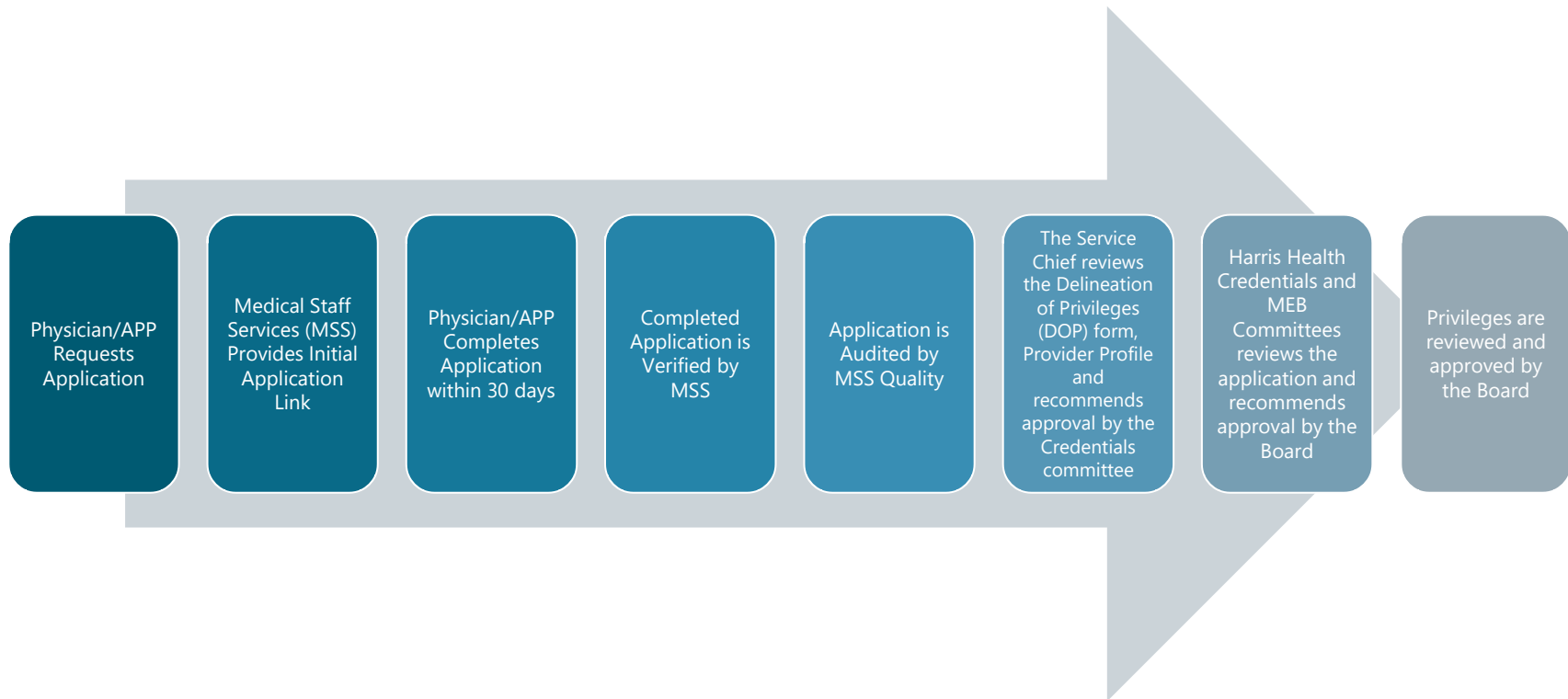
Members: The Credentials committee shall consist of at least seven (7) members of the Active Medical Staff appointed by the Chair of the Medical Executive Board pursuant to Article XIV of the Bylaws. The committee shall have equal representation from the University of Texas Medical School at Houston and Baylor College of Medicine and may also include physicians employed by Harris Health.

Meetings: The Credentials committee meets monthly.

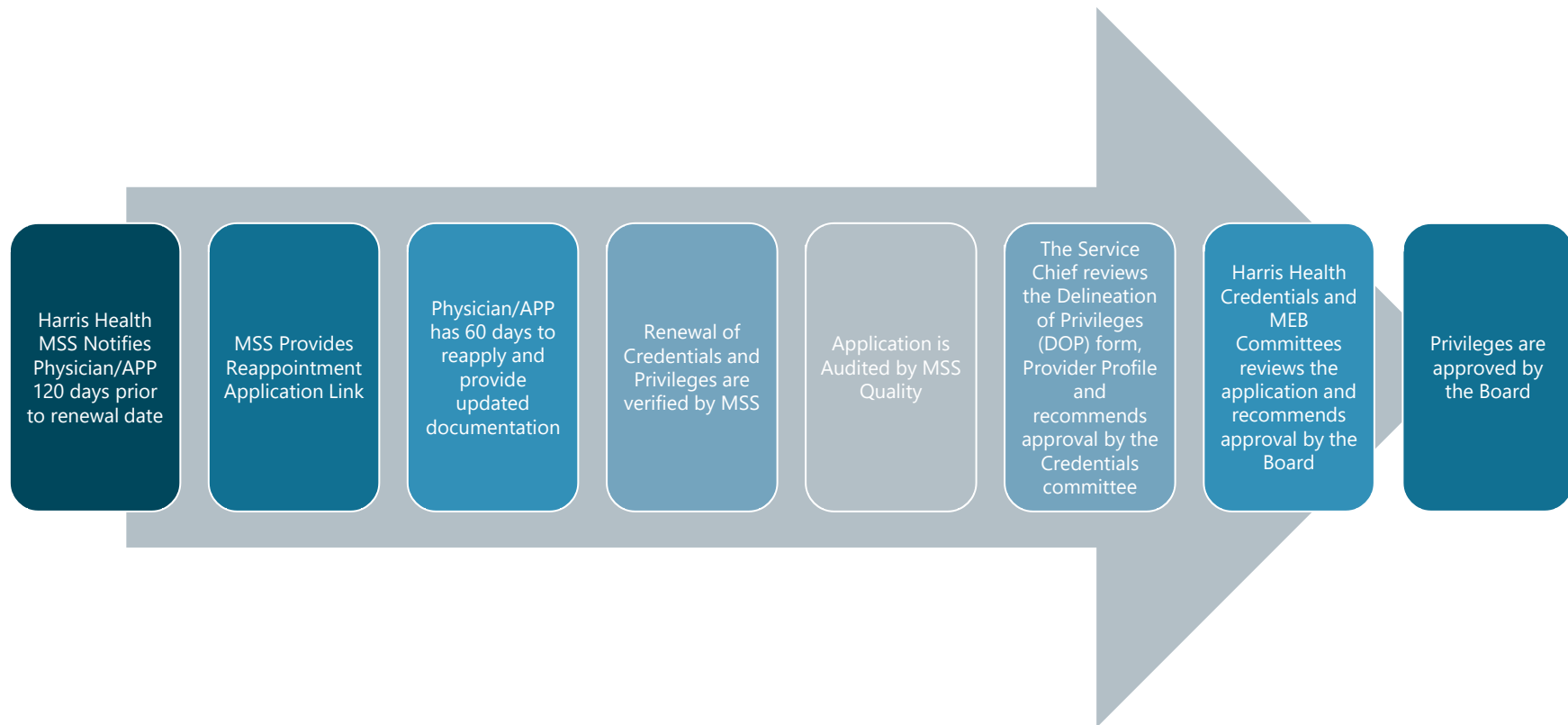
Duties:

1. To **review and evaluate the credentials of all applicants** seeking initial appointment, renewal of appointment, or modification of appointment to the Medical Staff and delineation of Clinical Privileges and to **treat confidentially of all matters brought to the Committee.**
2. To **review and make recommendations** to the Medical Executive Board concerning the qualifications of each applicant for appointment to the Medical Staff, including specific consideration of the recommendations from the services in which such applicant requests privileges; and on any change in status of any member, as recommended by the relevant service; to **develop criteria for appointment and reappointment** to the Medical Staff;
3. To **investigate, review, and report on the clinical performance and conduct** of any Practitioner when so requested by the Medical Executive Board, a Chief of Service, or the Governing Body;
4. To **seek additional information**, through its Chairperson, from Practitioners and others by telephone, letter, or voluntary personal interview and to seek the assistance of the Chairperson of the Medical Executive Board, in order to perform a complete review of the application or the applicant's credentials or to address concerns regarding a Practitioner's qualifications, professional practice or professional conduct;
5. To **review periodically all information available regarding the competence of staff members** and, as a result of such reviews, to make recommendations for the granting of privileges, reappointments, and the assignment of Practitioners to the various services. Reappointments and promotions are recommended to the Credentials Committee by the Chiefs of Services;
6. Report to the **Medical Executive Board and the Governing Body.**

Credentialing Workflow for Initial Application



Credentialing Workflow for Reappointment



How to Address Files for Discussion

Files for Discussion are potential concerns of an applicant which may include:

- Lost privileges
- Unexplained work history gaps
- Training program interruptions
- Changes in hospital staff category
- Negative or lack of response from a reference
- Claims or investigations of fraud
- High number of malpractice claims or lawsuits

The Files for Discussion process includes:

1. Files for Discussion are identified for initial application and reappointments.
2. The file and details are prepared for review by the Medical Leadership.
3. The files for discussion are presented at the Credentials committee and actions are documented after the meeting.
4. The files with the actions are presented to the MEB committee executive session for review and actions are documented and then presented to the Board executive session for review and approval.
5. All files that are approved will be processed for active appointment or reappointment.

Key Takeaways

- The **medical staff** is responsible for **performing** the process of credentialing/privileging and the **Board of Trustees** is responsible for making sure the medical staff **does is right**.
- The medical staff makes **recommendations** to the Board of Trustees and the **Board of Trustees** makes **decisions**.
- Boards that effectively oversee the medical staff credentialing/privileging process go a long way toward fulfilling their critical responsibility for quality and safety.

Thursday, October 12, 2023

Executive Session

Report Regarding Quality of Medical and Healthcare, 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 Reports in Connection with the Evaluation of the Quality of Medical and Healthcare Services, Including Report Regarding Harris Health System Quality Review Councils.

- Pages 31-97 Were Intentionally Left Blank -