

# HARRIS HEALTH SYSTEM

**HARRIS HEALTH SYSTEM**  
**MINUTES OF THE BOARD OF TRUSTEES MEETING**  
**Thursday, May 30, 2019**  
**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 (11:30 a.m. departure)  
Dr. Ewan Johnson  
Ms. Elena Marks  
Mr. Art Morales  
Ms. Alicia Reyes

**Members Absent:**

**Others Present:**

Mr. George Masi, President & Chief Executive Officer  
Mr. Michael Norby, Executive Vice President & Chief Financial Officer  
Dr. Nathan Deal, Executive Vice President & Administrator, Ben Taub Hospital  
Ms. Patricia Darnauer, Executive Vice President & Administrator, Lyndon B. Johnson Hospital  
Dr. Glorimar Medina-Rivera, Executive Vice President & Administrator, Ambulatory Care Services  
Mr. Omar Reid, Senior Vice President, Human Resources  
Mr. Michael Hill, Senior Vice President, Chief Business Development and Strategy Officer  
Ms. Karen Tseng, Senior Vice President, Population Health Transformation  
Ms.Carolynn Jones, Senior Vice President, Corporate Compliance  
Mr. David Webb, Interim Senior Vice President & Chief Information Officer  
Dr. Yvonne Chu, General Director, Affiliated Medical Services  
Dr. John Foringer, Chair, System Utilization Review Committee  
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  
Mr. Christopher Okezie, Vice President, System Operations  
Mr. Jeffrey Vinson, Vice President & Chief Information Security Officer  
Dr. Jennifer Small, Vice President & Associate Administrator, Ambulatory Care Services  
Ms. Nicole Streeter, Vice President, Chief Governance Officer  
Ms. Sara Thomas, Attorney, Harris County Attorney's Office  
Ms. Erikka Perkins, Chief Assistant County Auditor, Harris County Auditor's Office  
Mr. DeWight Dopslauf, Purchasing Agent, Harris County Purchasing  
Ms. Peggy Boice, Harris County Judge Lina Hidalgo'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. Mohammed Jamal, Commissioner Adrian Garcia'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 9:02 a.m., and noted that a quorum was present. The attendance was recorded.

## II. Approval of the Minutes of Previous Meeting

### Motion 19.05-41

Moved by Ms. Linda Morales, seconded by Dr. Ewan Johnson, and unanimously passed that the Board approve the minutes of the April 11, 2019, May 13, 2019, and May 20, 2019 Special Called Board of Trustees meetings and of the April 25, 2019 regularly scheduled Board of Trustees meeting.

## III. Announcements / Special Presentations

- A. Special Recognition** – Dr. Maureen Padilla, Senior Vice President and Chief Nursing Executive, recognized the Harris Health nurses who were nominated for inclusion in the *Houston Chronicle's* Salute to the Top 150 Nurses in the Houston area. She stated that a total of eight (8) Harris Health nurses were included in this honor and that two of the eight nurses were recognized as one of the top fifteen (15) nurses in Houston. Dr. Padilla read aloud the names of the eight (8) Harris Health nurses, and she introduced Mr. Marcus Pollard, Director of Nursing, Ben Taub Hospital (BTH), who was included in the list of the top fifteen (15) nurses.
- B. Board Resolution** – Ms. Clutterbuck presented a resolution commemorating June 2, 2019 as the 30th Anniversary of the founding of Lyndon B. Johnson Hospital (LBJ). She stated that the resolution was one of many proclamations that Harris Health received from elected officials at the local, state, and national levels to pay tribute to this occasion. Ms. Patricia Darnauer, Executive Vice President and Administrator, LBJ, stated that LBJ will conduct events throughout the remainder of the year to celebrate its 30th anniversary.
- C. Board Member Announcements** regarding Board member advocacy and community engagement. Ms. Linda Morales stated that on May 11, 2019 she delivered the commencement address for the graduates of the School of Diagnostic Medical Imaging, and she recognized Dr. Cleveland Black, Administrative Director, The Learning and Resource Center, and his staff for arranging and hosting the commencement ceremony. Mr. Art Morales stated that he felt honored to attend Harris Health's annual Trauma Survivors Celebration on May 21, 2019. Ms. Clutterbuck stated that the Harris County Hospital District Foundation (Foundation) held its annual Silver Tea on May 23, 2019 in honor of National Nurses Week. She explained that the Foundation utilizes the Silver Tea event to raise funds for continuing education for Harris Health's nurses.

## IV. Hear from Citizens

Ms. Cynthia Cole, Executive Director, Local #1550 – AFSCME, American Federation of State, County, and Municipal Employees, expressed her concern regarding the state of the partnership between AFSCME and Harris Health's Human Resources department. She offered recommendations for improvement such as eliminating surprises during employee evaluations, eliminating antagonism between management and staff, and providing opportunities for career advancement and community involvement. Ms. Cole distributed a letter to the Board which outlined these and other concerns for the Board's review.

Mr. Joseph Rossyion, former Harris Health employee, spoke regarding alleged wrongful termination. He stated that he was terminated after being late to work due to circumstances he felt were beyond his control and after he followed the instructions that were given him by his supervisors to notify them of his impending tardiness. Mr. Rossyion stated that he feels he was wrongly terminated because his years of hard work and dedication to his duties at Harris Health should have outweighed his tardiness.

Ms. Taysha White-Rhodes, former Harris Health employee, spoke regarding alleged wrongful termination. Ms. White-Rhodes stated that she was wrongly terminated for tardiness and that her hard work and dedication to her duties at LBJ should have outweighed her tardiness.

## V. Consent Agenda Items

### A. Recommended Committee Approvals

#### Motion 19.05-43

Moved by Mr. Art Morales, seconded by Ms. Linda Morales, and passed that the Board approve agenda items V.A(1)a. through V.A.4. Mr. Lawrence Finder abstained from the vote on the purchasing items. Ms. Alicia Reyes recused from agenda item V.A.2.

1. Consideration of Purchasing Recommendations Requiring Board Approval (Items A(1)a. through A(1)ll.)
  - a. approve purchase on the basis of best contract for GE Healthcare [PP-IM-265] to provide computed tomography in the amount of \$1,134,163.
  - b. approve award on the basis of best proposal meeting requirements for Linbeck Group, LLC to provide renovation of the CT scan suite and equipment replacement at Lyndon B. Johnson Hospital in the amount of \$675,000 (\$589,017 project price / \$85,983 owner contingency).
  - c. approve purchase on the basis of product standardization for Draeger, Inc. [PP-MM-429] to provide anesthesia equipment, accessories, and supplies in the amount of \$536,286.
  - d. approve purchase on the basis of product standardization for GE Healthcare [PP-IM-268] to provide mobile C-Arms in the amount of \$261,248.
  - e. approve purchase on the basis of best contract for Samsung NeuroLogica Corporation [PP-IM-314] to provide ultrasound equipment in the amount of \$227,751.
  - f. approve purchase on the basis of best contract for Mizuho OSI [PP-OR-1579] to provide operating room tables in the amount of \$200,291.
  - g. approve award on the basis of highest overall evaluation for Linbeck Group, LLC to provide construction manager at risk services for the renovation and conversion of Quentin Mease Hospital to an outpatient clinic in the estimated amount of \$2,681,040.
  - h. approve award on the basis of highest overall evaluation for Linbeck Group, LLC to provide construction manager at risk services for the renovation and build-out of the inpatient/outpatient pharmacy and compounding suite at Lyndon B. Johnson Hospital in the estimated amount of \$729,783.

- i. approve the second of four (4) renewal options for GLOBO Language Solutions, LLC to provide language interpretation services in the estimated amount of \$2,800,000 for the term June 1, 2019 through May 31, 2020.
- j. approve additional (non-budgeted) funds for GLOBO Language Solutions, LLC to provide language interpretation services in the additional (non-budgeted) amount of \$600,000 for the term June 1, 2018 through May 31, 2019 (Board previously approved funds in the amount of \$2,500,000 for the term June 1, 2018 through May 31, 2019).
- k. approve the second of four (4) renewal options for CareFusion Solutions, LLC [PP-IV-110] through Cardinal Health to provide infusion devices and device-dedicated sets in the estimated amount of \$1,189,898 for the term June 30, 2019 through June 29, 2020.
- l. approve first-year funding on the basis of best contract for Medline Industries Inc. [PP-NS-1230] through Cardinal Health to provide exam gloves in the estimated amount of \$1,171,110 for the term May 1, 2019 through April 30, 2020.
- m. approve the first of four (4) renewal options for Abbott Laboratories Inc. to provide cardiac rhythm management products and devices in the estimated amount of \$839,776 for the term June 15, 2019 through June 14, 2020.
- n. approve second-year funding for the GPO contract for Welch Allyn Inc. [AS-MM-631] through Cardinal Health to provide blood pressure cuffs and accessories in the estimated amount of \$430,663 for the term June 1, 2019 through May 31, 2020.
- o. approve the second of four (4) renewal options for CareFusion Solutions, LLC [PP-IV-150] through Cardinal Health to provide needleless connectors in the estimated amount of \$417,686 for the term June 30, 2019 through June 29, 2020.
- p. approve first-year funding on the basis of lowest-priced contract for Bard Medical Division [PP-NS-1220] through Cardinal Health to provide general urological products in the estimated amount of \$363,087 for the term March 1, 2019 through February 29, 2020.
- q. approve third-year funding for the GPO contracts for ICU Medical Sales, Inc. [PP-NS-1045] (\$3,270); Arrow International Inc. [PP-NS-1043] (\$106,141); and Edwards Lifesciences LLC [PP-NS-1046] (\$239,971) to provide hemodynamic monitoring products and accessories in the estimated multi-vendor amount of \$349,382 for the term July 1, 2019 through June 30, 2020.
- r. approve third-year funding for the GPO contract for KCI USA, Inc. [PP-NS-1246 f/k/a PP-NS-938] to provide negative pressure wound therapy products in the estimated amount of \$320,389 for the term June 1, 2019 through May 31, 2020.
- s. approve third-year funding for the GPO contracts for Professional Disposables International [PP-NS-1058] (\$123,538) and Becton Dickinson and Company/CareFusion 213, LLC [AS-NS-1057] (\$186,817) (all through Cardinal Health) to provide chlorhexidine gluconate skin prep products in the estimated multi-vendor amount of \$310,355 for the term August 1, 2019 through July 31, 2020.
- t. approve fifth-year funding for the GPO contract for Sanofi-Aventis U.S. LLC f/k/a Genzyme Corporation [PPPH18SNA01] to provide resorbable adhesion barrier in the estimated amount of \$187,247 for the term July 1, 2019 through June 30, 2020.
- u. approve first-year funding on the basis of single-source ASCEND contract for CareFusion 2200, Inc. [AS-OR-1588] to provide surgical instruments in the estimated amount of \$183,035 for the term February 1, 2019 through January 31, 2020.

- v. approve the first of two (2) renewal options for Ecolab, Inc. to provide temperature management equipment in the estimated amount of \$137,000 for the term June 27, 2019 through June 26, 2020.
- w. approve the third of four (4) renewal options for MCG Health, LLC to provide evidence-based clinical decision support software in the estimated amount of \$266,172 for the term June 29, 2019 through June 28, 2020.
- x. approve additional (budgeted) funds and an extension for Roche Diagnostics Corporation, formerly Ventana Medical Systems, Inc., to provide immunohistochemistry staining and special staining systems, including analyzers, reagents, consumables, and service, in the additional (budgeted) amount of \$570,000 for the extended term July 1, 2019 through December 31, 2019 (Board previously approved funds in the amount of \$4,264,541 for the term October 1, 2014 through June 30, 2019).
- y. approve an exemption from the competitive bid requirements and renewal for The Methodist Hospital to provide specialized health services for patients in the estimated amount of \$275,000 for the term July 1, 2019 through June 30, 2020.
- z. approve renewal for Harris County Public Health Services to provide laboratory technical consulting services in the estimated revenue amount of \$35,100 for the term June 15, 2019 through June 14, 2020.
- aa. approve third-year funding of a five-year Agreement as an exception to the Harris Health Purchasing Manual bid requirements for Aperture Credentialing, LLC through the Texas Association of Health Plans, Inc. to provide a credentialing verification organization for Community Health Choice, Inc. in the estimated amount of \$65,160 for the term June 23, 2019 through June 22, 2020.
- bb. ratify purchase as an exception to the Harris Health System Purchasing Manual requirements for OptumHealth Care Solutions to provide bill audit services for Community Health Choice, Inc. in the estimated amount of \$1,500,000 for the term January 1, 2019 through December 31, 2019.
- cc. approve additional (non-budgeted) funds for the GPO contract for US Foods [PP-DI-001C] to provide national foodservice distribution in the additional estimated (non-budgeted) amount of \$579,000 for the term July 1, 2018 through June 30, 2019 (Board previously approved funds in the amount of \$4,050,000 for the term July 1, 2018 through June 30, 2019).
- dd. approve the second of four (4) renewal options for Alliant Insurance Services, Inc. to provide human resources consulting services in the estimated amount of \$262,600 for the term June 19, 2019 through June 18, 2020.
- ee. approve renewal for ConvergeOne Systems Integration, Inc. f/k/a Arrow Systems Integration, Inc. and Shared Solutions and Services, Inc. to provide maintenance of telephone and voice communication systems in the estimated amount of \$860,652 for the term June 1, 2019 through May 31, 2020.
- ff. approve purchase on the basis of low quote for Sequel Data Systems, Inc. [DIR-TSO-4160] to provide Hewlett-Packard Enterprise servers in the estimated amount of \$551,398.
- gg. approve purchase on the basis of low quote for Sequel Data Systems, Inc. [DIR-TSO-4160] to provide Hewlett-Packard Enterprise equipment in the estimated amount of \$454,458.

- hh. approve purchase on the basis of low quote for Sequel Data Systems, Inc. [DIR-TSO-4160] to provide Hewlett-Packard Enterprise servers in the estimated amount of \$270,653.
  - ii. approve purchase on the basis of sole source for Epic Systems Corporation to provide implementation services for Epic Beaker laboratory software in the estimated amount of \$246,500.
  - jj. approve renewal for Emporos Systems Corporation to provide maintenance and support for the pharmacy cashing system in the estimated amount of \$224,921 for the term June 16, 2019 through June 15, 2020.
  - kk. approve additional (budgeted) funds for Fibertown Houston, LLC to provide data center co-location services in the additional (budgeted) amount of \$178,720 for the term May 15, 2019 through May 14, 2020 (Board previously approved funds in the amount of \$955,716 for the term May 15, 2019 through May 14, 2020).
  - ll. approve an exemption from the competitive bid requirements for J.T. Vaughn Construction, LLC to provide emergency isolation duct repairs at Ben Taub Hospital in the amount of \$600,000.
- 2. Acceptance of the Harris Health System First Quarter CY2019 Pension Plan Report.
  - 3. Approval of the Notice of Appointments and Selection of New Service Chiefs.
  - 4. Approval to Enter Into the First Year of a 5- Year Lease With WS/Griffin Loop Central Property, LLC for Patient Financial Services Located at 4828 Loop Central Drive, Houston, Texas 77081 at a Monthly Rate Not to Exceed \$43,886.63 (\$526,639.56/Yr.), Including Maintenance and Operating Expenses, for the Term January 1, 2020 Through December 1, 2020.

*{End of Consent Agenda}*

## **VI. Strategic Discussions**

### **A. Harris Health System and MD Anderson Cancer Center Partnership Overview**

Mr. George Masi, President and Chief Executive Officer (CEO), led the discussion regarding the Harris Health System and MD Anderson Cancer Center (MD Anderson) Partnership Overview. He stated that Harris Health and MD Anderson have agreed to partner together over the past twenty-four (24) years to serve patients who are most in need in the community. Mr. Masi explained that MD Anderson provides the medical staff and technical support staff for LBJ's cancer care program at no cost to Harris Health so that LBJ's cancer patients receive the same quality of care as they would at any MD Anderson facility. He reported that Harris Health is in discussions with MD Anderson regarding how to expand cancer care services in the Northeast Houston area. Mr. Masi announced that Dr. Peter Pisters, President, MD Anderson, expressed interest in speaking before the Board at the June 27, 2019 Board meeting to convey his vision for MD Anderson and how to grow its partnership with Harris Health.

### **B. Harris Health System Implementation of Epic Clinical, Business and Reporting Functionality, and Electronic Medical Record System at The Harris Center for Mental Health and IDD and the Harris County Jail**

Mr. Michael Hill, Senior Vice President, Chief Business Development and Strategy Officer, and Mr. David Webb, Interim Senior Vice President & Chief Information Officer, led the discussion regarding the Harris Health System Implementation of the Epic Clinical, Business and Reporting Functionality, and Electronic Medical Record System at The Harris Center for Mental Health and IDD (The Harris Center) and the Harris County Jail. Mr. Hill stated that the purpose of this project is to improve coordination of care by implementing one common electronic medical record for organizations that serve Harris Health's patients. He explained that Epic is currently utilized at Heath Care for the Homeless Houston, Vecino Health Centers, and the Harris County Department of Public Health and that Epic will be implemented next at The Harris Center and the Harris County Jail. Mr. Webb stated that the Epic functionality at The Harris Center and the Harris County Jail will include clinical, business, revenue cycle, and reporting capabilities. He reported that staff will be on-boarded immediately as the project is slated to commence August 2019 and implementation is projected to occur in August 2020. Dr. Kimberly Monday requested that this project be included in the Greater Houston Healthconnect health information exchange to allow other medical institutions which do not utilize Epic to access Harris Health patient information. Mr. Hill stated that the implementation of Epic at The Harris Center and the Harris County Jail will cost a total of \$26M, which will be funded with interlocal agreements between Harris Health, Harris County, The Harris Center, and the Harris County Sheriff's Office. He announced that the interlocal agreements will be presented to the Board for consideration on June 27, 2019. Mr. Hill explained that Harris Health will be fully reimbursed for all costs associated with the project. A copy of the presentation is available in the permanent record.

### **C. Harris Health System Legislative Initiatives**

1. Update, Discussion and Possible Action Regarding Activities in Austin Relating to Legislative/Regulatory Issues Impacting Harris Health System, the 86th Legislative Session, and the Harris Health System Legislative Platform.

Mr. R. King Hiller, Vice President, Public Policy and Government Relations, led the discussion regarding Activities in Austin Relating to Legislative/Regulatory Issues Impacting Harris Health System. He reported that the state legislature approved a \$250.7B budget for the next two-year period and that Governor Greg Abbott must veto any line-items in the budget in addition to any other pending legislation by June 16, 2019. Mr. Hillier stated that the budget included a 1% increase of \$84B for health and human services and a \$900M reduction in Medicaid funding. He further stated that the budget also included \$140M in Medicaid rate enhancements for trauma hospitals and \$116M in Medicaid rate enhancements for safety net hospitals. Mr. Hillier reported that the legislature passed Senate Bill 2, which included a 3.5% revenue cap on taxes for cities and counties and a 2.5% revenue cap on taxes for school districts. He explained that the revenue cap remained at 8% for special purpose districts such as Harris Health. Mr. Hillier stated that the legislature passed House Bill 2477, which will allow automatic enrollment of new Harris Health employees into Harris Health's 401(k) retirement plan with the election to opt out at the employees' discretion. Finally, he reported that bills were passed which require the Medicaid Office of Inspector General to follow federal coding guidelines in the review of hospital claims and which authorize medical transportation companies to subcontract with rideshare providers for Medicaid nonemergency medical transportation services. A copy of the report is available in the permanent record.

2. Update, Discussion and Possible Action Regarding Pending Federal Legislative and Policy Issues Affecting Harris Health System.

Mr. Hiller led the discussion regarding Pending Federal Legislative and Policy Issues Affecting Harris Health System. He announced that on May 24, 2019, Governor Abbott approved House Bill 3459, which established a Local Provider Participation Fee (LPPF) to replace the state-funded intergovernmental transfers between hospital districts and other local governmental entities under the Medicaid 1115 Waiver. Mr. Hillier reported that under the LPPF, nonpublic hospitals will pay a fee not greater than 4% of their net patient revenue to finance Medicaid 1115 Waiver programs. He stated that he will deliver a detailed report of the LPPF program guidelines to the Board in June. Mr. Hillier notified the Board that a public hearing must be held on June 27, 2019 regarding the LPPF assessment rate and Harris Health's proposed utilization of its LPPF funds. A copy of the report is available in the permanent record.

## VII. Strategic Action Item

### Motion 19.05-44

Moved by Dr. Kimberly Monday, seconded by Dr. Ewan Johnson, and unanimously passed that the Board approve agenda item VII.A.

- A. Approval to Ratify an Interlocal Agreement Between the Harris County Hospital District d/b/a Harris Health System and Harris County, Texas, on Behalf of its Sheriff's Office, to Allow for Harris County, Texas to Provide Funding in an Amount Not to Exceed \$208,334 for Harris Health System to Hire an Pre-Implementation Team Effective May Through August 2019.

## VIII. General Action Items

### A. Item(s) Related to Budget & Finance Committee

#### Motion 19.05-45

Moved by Mr. Art Morales, seconded by Dr. Ewan Johnson, and unanimously\* passed that the Board approve agenda item VIII.A.1.

1. Acceptance of the Harris Health System April 2019 Financial Report Subject to Audit.

Mr. Michael Norby, Executive Vice President and Chief Financial Officer, presented the Harris Health System April 2019 Financial Report Subject to Audit. He reported that the payer mix for April was favorable due to increased Medicare and Health Insurance Marketplace volumes and decreased Medicaid volume. Mr. Norby stated that the payer mix resulted in a positive net patient revenue variance of \$7.4M for the month. He reported that Harris Health's operating income for April was \$23M, which was \$9.6M greater than budget. A copy of the report is available in the permanent record.

### B. Item(s) Related to Joint Conference Committee



**Motion 19.05-46**

Moved by Dr. Kimberly Monday, seconded by Dr. Ewan Johnson, and passed that the Board approve agenda item VIII.B.1. Dr. Arthur Bracey recused from this agenda item.

1. Approval Regarding the Credentialing Changes for Members of the Harris Health System Medical Staff (May 2019).

Dr. John Foringer, Chair, System Utilization Review Committee, presented the May 2019 credentialing changes for the members of the Harris Health System medical staff. He reported that there were twenty (20) initial appointments, ninety (90) reappointments, twenty (20) resignations, and four (4) change/add privileges. A copy of the report is available in the permanent record.

**Motion 19.05-47**

Moved by Dr. Kimberly Monday, seconded by Mr. Art Morales, and unanimously passed that the Board approve agenda item VIII.B.2.

2. Acceptance of the Medical Executive Board Report for May 2019.

Dr. Foringer presented the Medical Executive Board (MEB) Report for May 2019. He announced that the MEB elected to opt out of conducting a physician satisfaction survey in 2019 and instead improve physician satisfaction by addressing recurring themes from past surveys. Dr. Foringer stated that the MEB will determine whether this is a more useful approach to increasing satisfaction over the next one to two years. A copy of the report is available in the permanent record.

**C. Item(s) Related to CEO Search & Selection Process Committee (These Items Were Taken Out of Order.)**

**Motion 19.05-42**

Moved by Ms. Linda Morales, seconded by Dr. Kimberly Monday, and unanimously passed that the Board hear the presentation for agenda item VIII.C.1. following Hear From Citizens and that the Board consider action regarding agenda items VIII.C.1., VIII.C.2. and VIII.C.3. following Executive Session.

**Motion 19.05-49**

Moved by Dr. Ewan Johnson, seconded by Dr. Kimberly Monday, and unanimously passed that the Board approve agenda item VIII.C.1.

1. Presentation and Authorization to Execute an Executive Search and Professional Recruitment Services Contract with B.E. Smith. on the Basis of Best Proposal Requirements That B.E. Smith Provide Chief Executive Officer Recruitment Services for Harris Health in the Estimated Amount of \$350,000.

Mr. Brent Brende, Vice President, Client Organization, B.E. Smith, stated that B.E. Smith is partnering with its sister company Phillips DiPisa to conduct Harris Health's Chief Executive Officer (CEO) search in an effort to provide enhanced reach and excellent service. Mr. Michael Corey, Partner, B.E. Smith, stated that he has more

than thirty-one (31) years' experience conducting executive searches in the health care industry and that he completed over sixty-six (66) CEO searches during that time. He stated that he will be part of the executive search team for Harris Health. Ms. Kathleen Lennon, B.E. Smith, stated that she has worked with Mr. Corey for fifteen (15) years and that their team recognizes the unique requirements of conducting executive searches for public entities such as Harris Health. She noted that the search process for internal and external candidates is identical and that it is important for internal candidates to notify B.E. Smith of their interest in the position. Discussion ensued. A copy of the presentation is available in the permanent record.

**Motion 19.05-50**

Moved by Mr. Art Morales, seconded by Dr. Kimberly Monday, and unanimously passed that the Board approve agenda item VIII.C.2. to establish the CEO Search Committee and to adopt the CEO Search Committee charter.

2. Discussion and Possible Action Regarding the Establishment of the Harris Health System CEO Search Committee and Appointment of Committee Members.

Ms. Anne Clutterbuck stated that the CEO Search Committee charter establishes a committee comprised of five (5) voting members, which will include the chairs of the Quality Committee and the Budget and Finance Committee of the Board of Trustees, two (2) non-Board members, and the current Harris Health CEO. She noted that the CEO Search Committee and the CEO search firm will operate independently of the Board Office and Harris Health executive administration to ensure the autonomy of the search process. A copy of the committee charter is available in the permanent record.

**Motion 19.05-51**

Moved by Ms. Elena Marks, seconded by Dr. Kimberly Monday, and unanimously passed that the Board approve agenda item VIII.C.3.

3. Approval to Sunset the CEO Search & Selection Process Committee.

**D. Item(s) Related to Quality Committee**

**Motion 19.05-52**

Moved by Dr. Ewan Johnson, seconded by Dr. Kimberly Monday, and unanimously passed that the Board approve agenda item VIII.D.1.

1. Acceptance of the Harris Health System Utilization Review Plan for Calendar Year 2019 – 2020.

Dr. Foringer presented the Harris Health System Utilization Review Plan (UR Plan) for Calendar Year 2019 – 2020. He stated that the Board must review the UR Plan every two (2) years to ensure that Harris Health provides the most efficient utilization of services according to the Centers for Medicare & Medicaid Services Conditions of Participation. A copy of the UR Plan is available in the permanent record.

**Motion 19.05-53**

Moved by Dr. Ewan Johnson, seconded by Ms. Anne Clutterbuck, and unanimously passed that the Board approve agenda item VIII.D.2.

2. Approval of the Harris Health System 2019 Patient Safety Plan and Recommendation to Approve the Plan Triennially [**Annual Accountability**].

Dr. Elizabeth Greenlee, Associate Administrator of Quality Programs, Accreditation, Infection Prevention, and Risk & Patient Safety, presented the Harris Health System 2019 Patient Safety Plan and the recommendation to approve the Plan triennially. She stated that the Patient Safety Plan was revised to include the addition of the Patient Safety Collaborative and the addition of the Chief Medical Executive and the Chief Medical Officer to the Patient Safety Committee review structure. A copy of the Patient Safety Plan is available in the permanent record.

**Motion 19.05-54**

Moved by Dr. Ewan Johnson, seconded by Mr. Art Morales, and unanimously passed that the Board approve agenda item VIII.D.3.

3. Approval of the Health Care for the Homeless Program to Edit the Document to Reflect the Accurate Scope of the Project 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 [**Annual Accountability**].

4. Review and Discussion Regarding Harris Health System Executive Quality Scorecard.

Dr. Greenlee led the discussion regarding the Harris Health System Executive Quality Scorecard. She stated that the scorecard indicated a greater number of areas for improvement during January and February 2019 because Harris Health was adjusting to modified benchmarks for its quality metrics. However, Dr. Greenlee highlighted that Harris Health has demonstrated consistent improvement on a month-by-month basis. She reported that a system-level task force was implemented to address compliance with sepsis core measure bundles to improve sepsis and mortality rates. Dr. Greenlee announced that Harris Health conducted its 2nd Annual Patient Safety Celebration on May 28, 2019 to honor staff members who assist Harris Health to achieve its patient safety goals. She stated that part of the celebration included recognition of the Good Catch Program honorees. Dr. Greenlee explained that the Good Catch Program encourages staff to report patient safety events and near misses and to implement process improvements that protect patients from harm and save lives. A copy of the scorecard is available in the permanent record.

5. Review and Discussion Regarding the Harris Health System Quarterly Restraint and Seclusion Report.

Dr. Greenlee led the discussion regarding the Harris Health System Quarterly Restraint and Seclusion Report. She stated that while both BTH and LBJ reported incidents of noncompliance regarding violent restraints between December 2018 and February 2019, no corrective action plans were implemented because these incidents did not constitute a

trend at either pavilion. Regarding non-violent restraints, Dr. Greenlee stated that all indicators were met except for conducting and documenting a face-to-face at BTH within the appropriate time frame. She noted that all seclusion metrics were met during this period. A copy of the report is available in the permanent record.

## **E. Miscellaneous Items**

### **Motion 19.05-55**

Moved by Dr. Ewan Johnson, seconded by Ms. Elena Marks, and unanimously passed that the Board approve agenda item VIII.E.1.

1. Approval to Ratify the Renewal of the Cord Blood Bank Agreement Between The University of Texas M.D. Anderson Cancer Center and Harris Health System Effective April 8, 2019.

### **Motion 19.05-56**

Moved by Dr. Ewan Johnson, seconded by Ms. Linda Morales, and passed that the Board approve agenda item VIII.E.2. Dr. Arthur Bracey recused from this agenda item.

2. Approval of an Inpatient Rehabilitation Patient Transfer Agreement Between Harris County Hospital District d/b/a Harris Health System and CHI St. Luke's Health Baylor College of Medicine Medical Center d/b/a Baylor St. Luke's Medical Center for the Term June 1, 2019 Through June 1, 2020 with Successive One-Year Automatic Renewals.

Ms. Maria Cowles, Vice President, System Strategy and Operations, presented the patient transfer agreement between Harris Health and CHI St. Luke's Health Baylor College of Medicine Medical Center d/b/a Baylor St. Luke's Medical Center (BSLMC). She stated that because Harris Health no longer provides inpatient rehabilitation services at Quentin Mease Hospital, this agreement will allow patients access to these services at BSLMC.

### **Motion 19.05-57**

Moved by Dr. Kimberly Monday, seconded by Dr. Ewan Johnson, and unanimously passed that the Board approve agenda item VIII.E.3.

3. Approval of an Interlocal Agreement in the Amount of \$4,502,823.40 Between Harris County Hospital District d/b/a Harris Health System and The University of Texas Health Science Center at Houston to Provide Oral and Maxillofacial Surgery Services for the Term July 1, 2019 Through July 1, 2020.

### **Motion 19.05-48**

Moved by Dr. Arthur Bracey, seconded by Dr. Ewan Johnson, and unanimously passed that the Board enter into Executive Session following consideration of agenda item VIII.B.2.

**IX. Executive Session (This Item Was Taken Out of Order.)**

At 10:55 a.m., Ms. Clutterbuck stated that the Board would enter into Executive Session under Texas Health & Safety Code §161.032, Texas Gov't Code Ann. §551.071, Texas Gov't Code Ann. §551.085, and Texas Gov't Code Ann. §551.074.

**X. Reconvene**

At 1:15 p.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 Between the Harris County Hospital District d/b/a Harris Health System and Baylor College of Medicine and The University of Texas Health Science Center at Houston for the Arrangement or Provision of Medical Services, Pursuant to Texas Gov't Code Ann. §551.085, and Possible Action Regarding This Matter Upon Return to Open Session.

No action was taken.

- B. Consultation with the County Attorney Regarding CEO Selection Process, Pursuant to Tex. Gov't Code Ann. §551.071, and Possible Action Regarding This Matter Upon Return to Open Session.

No action was taken.

- C. Discussion Regarding the Proposed Executive Severance Agreements Between the Harris County Hospital District d/b/a Harris Health System and Harris Health System Executives Regarding the Senior Executive Vice President, Chief Operating Officer; Executive Vice President, Chief Financial Officer; Executive Vice President, Ben Taub Hospital; Executive Vice President, Lyndon B. Johnson Hospital; Executive Vice President, Ambulatory Care Services; Executive Vice President, Organizational Strategy and System Support; Senior Vice President, Population Health; Senior Vice President, Human Resources; Senior Vice President, Corporate Compliance, Pursuant to Texas Gov't Code Ann. §551.074, and Possible Action Regarding This Matter Upon Return to Open Session.

**Motion 19.05-59**

Moved by Dr. Kimberly Monday, seconded by Dr. Ewan Johnson, and unanimously passed that the Board approve agenda item IX.C. regarding executive severance agreements between Harris Health System and the following Harris Health System executives: Senior Executive Vice President, Chief Operating Officer; Executive Vice President, Chief Financial Officer; Executive Vice President, Ben Taub Hospital; Executive Vice President, Lyndon B. Johnson Hospital; Executive Vice President, Ambulatory Care Services; and Executive Vice President, Organizational Strategy and System Support.

- D. Consultation with the County Attorney Regarding Settlement of Compensation Claims, Pursuant to Tex. Gov't Code Ann. §551.071, and Possible Action Regarding This Matter Upon Return to Open Session.

**Motion 19.05-58**

Moved by Dr. Kimberly Monday, seconded by Dr. Ewan Johnson, and unanimously passed that the Board approve agenda item IX.D.

Harris Health by and through its Board of Trustees, approves and hereby authorizes settlement of compensation claims in an amount not to exceed \$20,000.00. George Masi, President and CEO of Harris Health, is authorized to execute any agreement, release, or any other necessary documents to effect this settlement.

- E. 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 Texas Health & Safety Code §161.032, and Possible Action Upon Return to Open Session.

No action was taken.

- F. Discussion Regarding the Harris Health System President and Chief Executive Officer Performance Evaluation, Pursuant to Texas Gov't Code Ann. §551.074, and Possible Action Regarding This Matter Upon Return to Open Session.

**Motion 19.05-60**

Moved by Mr. Art Morales, seconded by Dr. Kimberly Monday, and unanimously passed that the Board approve agenda item IX.F.

The Harris Health System Board of Trustees, acting as governing body for the Harris Health System, has completed the performance evaluation of Mr. George Masi, Harris Health System President and Chief Executive Officer, and authorizes an increase of annual base salary to \$800K.

**XI. Adjournment**

Moved by Ms. Linda Morales, seconded by Dr. Ewan Johnson, and unanimously accepted to adjourn the meeting.

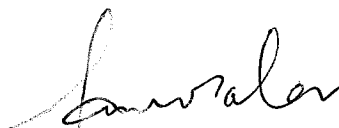
There being no further business, the meeting adjourned at 1:43 p.m.

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 May 30, 2019.

Respectfully submitted,



Anne Clutterbuck, Chair  
Board of Trustees



Linda Morales, Secretary  
Board of Trustees