

**MINUTES OF THE HARRIS HEALTH SYSTEM BOARD OF TRUSTEES**  
**Special Called Board Meeting**  
**July 28, 2022**  
**8:00 am**

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
<p><b>I. Call to Order &amp; Record of Attendance</b></p>	<p>The meeting was called to order at 8:00 a.m. by Arthur Bracey, MD, Chair. It was noted that a quorum was present and the attendance was recorded. Dr. Bracey stated while some of Board members are in the room with us today, others will participate by videoconference as permissible by state law and the Harris Health Videoconferencing Policy. The meeting may be viewed online: <a href="http://harrishealthtx.swagit.com/live">http://harrishealthtx.swagit.com/live</a>.</p>	<p>A copy of the attendance is appended to the archived minutes.</p>
<p><b>II. Approval of the Minutes of Previous Meeting</b></p>	<ul style="list-style-type: none"> <li>Board Meeting – June 23, 2022</li> </ul>	<p><u>Motion No. 22.07- 92</u>            Moved by Dr. Andrea Caracostis, seconded by Mr. Lawrence Finder, and unanimously passed that the Board approve the minutes of the previous meeting. Motion carried.</p>
<p><b>III. Announcements / Special Presentations</b></p>	<p>Dr. Bracey recognized Ms. Elena Marks for her five (5) years of service as a member of the Harris Health System Board of Trustees. He state that Ms. Marks is an expert on issues regarding health policy, population health, and the impact of gaps in healthcare delivery on at-risk populations. During her tenure, Ms. Marks has contributed her expertise serving as Board secretary, Joint Conference Committee Chair, as well as a Board member of the Medical Executive Board and Community Health Choice, Inc. Ms. Marks, the founding Chief Executive Officer of Episcopal Health Foundation, will retire later this year after guiding the influential charity for nearly a decade. Ms. Marks has guided the \$1.3B start-up foundation from its creation in 2013 to a fully established philanthropic organization respected nationwide for its work to improve health, not just healthcare in Texas. Dr. Bracey stated on behalf of Harris Health System and the Board of Trustees, we would like to express our appreciation for the insight and knowledge that she has provided over the years; and for her dedication to enhancing the vision and mission of Harris Health System. Although Ms. Marks could not attend this meeting in person, The Board would like to show its appreciation by presenting Ms. Marks with a crystal memento that will be delivered to her at a future date and time.</p>	
<p><b>IV. Public Comment</b></p>	<p>Ms. Cynthia Cole, Executive Director, Local #1550 – AFSCME, American Federation of State, County, and Municipal Employees, inquired whether the Board is receiving employee concerns and communication letters. Ms. Sara Thomas, Vice President Legal Affairs/Managing Attorney, Harris County Attorney’s Office, stated that the Board will provide a written response on how they would like to receive communications. Ms. Cole addressed the Board regarding retiree benefits, plan of action for employee turnover as well as options for the green space located at 2525 Holly Hall,</p>	



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<p><b>V. Discussion Regarding Harris Health System’s Proposed Updated FY2023 Operating Budget</b></p>	<p>Houston, Texas 77054. Ms. Cole stated that she will provide further communication to the Board regarding these matters.</p> <p>Ms. Victoria Nikitin, Executive Vice President, Chief Financial Officer, led the discussion regarding Harris Health System’s Proposed Updated FY2023 Operating Budget. She stated that Harris Health is in compliance with the Budget and Tax Rate Communications Plan which was developed last year. She noted that Harris Health has been in conversation with Harris County Commissioner’s Court centered on the tax strategies and how this will impact Harris Health. Consistent with its strategic goal of delivering a 2.0 percent operating margin, Harris Health originally proposed the same target for its FY 2023 planning budget presented to the Board in January 2022. Ms. Nikitin reported that the updated FY 2023 budget is due to current market conditions, operational needs and strategic initiatives. The updated FY 2023 budget is intended to inform the Board of the projected changes, the negative 2.0 percent operating margin to the financial picture, in order to guide discussions and determine next steps in regards to future planning. Dr. Esmail Porsa, President and Chief Executive Officer, stated that these follow up steps is an attempt to fulfill our promise to keep the Board engaged and aware of the budgeting process and especially the tax rate setting that will occur in the coming months. He reiterated that he has been in constant communication with Harris County Commissioners and Harris County Budget Office to bring notice to the updated budget. Continued discussion will occur at the August 11, 2022 Budget &amp; Finance Committee meeting as well as to the full Board. Dr. Porsa mentioned that Harris Health will need additional tax support from the residents of Harris County and the support of the Commissioners. Dr. Ewan Johnson inquired about the deficit and possible impact to the community. Dr. Porsa explained that without the support of the community and Commissioners, Harris Health may have to resort to reducing services. Mr. Finder expressed the importance of letting the public know of the challenges that Harris Health is being faced with and the gravity of the situation. Discussion ensued regarding the tax rate over the previous years and its impact to the operating budget. A copy of the Proposed Updated FY2023 Operating Budget is available in the permanent record.</p>	<p><b>As Presented.</b></p>
<p><b>VI. Item(s) Related to the Health Care For the Homeless Program</b></p>	<p><b>A.</b> Review and Acceptance of the Following Report(s) for the Health Care for the Homeless Program (HCHP) 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</p> <ul style="list-style-type: none"> <li>• HCHP July 2022 Operational Update</li> </ul> <p>Ms. Tracey Burdine, Director, Health Care for the Homeless Program, presented Health Care for the Homeless Program (HCHP) July 2022 operational update including patient services, Consumer Advisory Council Report, HCHP Q1 Budget Report and HCHP Legislative Mandates Policy. She reported that there were 310 new adult patients, 4 new telehealth patients, 67 telehealth return patients, and 25 new</p>	<p><u><b>Motion No. 22.07- 93</b></u> <b>Moved by Dr. Ewan Johnson, seconded by Dr. Andrea Caracostis, and unanimously passed that the Board approve agenda item VI.A. Motion carried.</b></p>

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	<p>pediatric patients associated with the program. She shared that HCHP is expected to see approximately 9,775 patients per year as required by the Health Resources and Services Administration (HRSA). Year – to – date, HCHP has served 3,994 unduplicated patients. Ms. Burdine reported an increase of unduplicated patients by 63% from the previous month. This shift was attributed to the program’s new eligibility patient referral process and the reopening of Harmony House clinic. During the month of June, there was a significant increase in completed visits by 26% increase from the previous month for a total of 3,017 patient visits.</p> <p>HCHP Highlights of Council Activities from March – May 2022 include:</p> <ul style="list-style-type: none"> <li>• Members received updates regarding changes to the eligibility and registration processes.</li> <li>• Members were informed of the bid process for purchasing new mobile units.</li> <li>• Members were informed of the negotiations with the University of Texas – Dental School for a dental contract to operate the dental mobile unit.</li> <li>• The Council received a copy of the 2018-2021 UDS comparison report.</li> <li>• Members were informed of patient-centered medical home applications submitted to the National Committee for Quality Assurance.</li> </ul> <p>Ms. Burdine provided an overview of the HCHP Q1 Budget Report. She stated that the program is on track regarding expenses with the exception of contractual and equipment costs. She mentioned that the contractual line item is impacted by an increase in direct services. She explained that previously, this line item included the contract for physician services with Baylor College of Medicine and now this service, which includes the program Medical Director, is no longer provided through Harris Health. Ms. Burdine stated that contractual cost will increase with the UT dental contract however, the remaining funds will be reallocated on the Q2 budget report. Ms. Burdine shared that funds listed under equipment are earmarked for the renovation of the Lord of the Streets clinic and for outfitting a new mobile unit.</p> <p>Ms. Burdine stated that the Legislative Mandate Policy outlines limitations contained in the Consolidated Appropriations Act. Example of limitations on spending federal grant funds: restriction on abortions, ban on funding human embryo research, restriction of pornography on computer networks. Ms. Burdine shared that in previous years, this policy was part of the Financial and Grant Management Policy, however, it is now a stand-alone policy, created to increase transparency. She also noted that the policy is annually audited by HRSA for compliance. A copy of the operational report is available in the permanent record.</p>	



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	<p>B. Approval of HCHP 2022 First Quarter Budget Report</p>	<p><u>Motion No. 22.07-94</u>                      Moved by Dr. Ewan Johnson, seconded by Mr. Lawrence FINDER, and unanimously passed that the Board approve agenda item VI.B. Motion carried.</p>
	<p>C. Approval of HCHP 2022 Second Quarter Consumer Advisory Council Report</p>	<p><u>Motion No. 22.07-95</u>                      Moved by Dr. Andrea Caracostis, seconded by Mr. Lawrence FINDER, and unanimously passed that the Board approve agenda item VI.C. Motion carried.</p>
	<p>D. Approval of HCHP Legislative Mandates Policy</p>	<p><u>Motion No. 22.07-96</u>                      Moved by Dr. Andrea Caracostis, seconded by Mr. Lawrence FINDER, and unanimously passed that the Board approve agenda item VI.D. Motion carried.</p>
<p>VII. New Items for Board Consideration</p>	<p>A. Approval of an Amendment to the Grant Contract Between Harris County Hospital District d/b/a Harris Health System (the Sub-recipient) and Harris County (the Recipient) for Ryan White Program Part A Services</p>	<p><u>Motion No. 22.07-97</u>                      Moved by Dr. Ewan Johnson, seconded by Mr. Lawrence FINDER, and unanimously passed that the Board approve agenda item VII.A. Motion carried. Dr. Arthur Bracey recused on this matter related to Baylor College of Medicine.</p>
	<p>B. Approval of the First Amendment for a Grant Agreement Between the Harris County Hospital District d/b/a Harris Health System and the March of Dimes</p>	<p><u>Motion No. 22.07-98</u>                      Moved by Mr. Lawrence FINDER, seconded by Dr. Ewan Johnson, and unanimously passed that the Board approve agenda item VII.B. Motion carried.</p>
<p>VIII. Executive Session</p>	<p>At 8:37 a.m., Dr. Arthur Bracey stated that the Board would enter into Executive Session as permitted by law under Tex. Gov't Code §551.072.</p>	

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	<p>A. Deliberation Regarding Purchase, Exchange, Lease or Value of Real Property, Pursuant Tex. Gov't Code Ann. §551.072 and Possible Action Upon Return to Open Session, Including Consideration of Approval of the Acquisition, Including Eminent Domain as Necessary of Certain Real Property (Eight [8] Fee Simple Tracts for the Public Project Known as the LBJ Hospital Replacement Project) and Delegation to Harris Health System's President and CEO the Authority to Approve the Acquisition Costs Negotiated by the Harris County Real Property Division Subject to Certain Conditions.</p>	<p><u>Motion No. 22-07- 99</u>                      Moved by Dr. Ewan Johnson, seconded by Mr. Lawrence Finder, and unanimously passed that the Board approve agenda item VIII.A. Motion carried.</p>
<p><b>IX. Reconvene</b></p>	<p>At 8:55 a.m., Dr. Arthur Bracey reconvened the meeting in open session; he noted that a quorum was present. He shared that the Board will take action on Items "A" of the Executive Session agenda.</p> <p><i>Harris Health, by and through its Board of Trustees, approves the acquisition, including eminent domain as necessary, of Certain Real Property (Eight [8] fee simple tracts located in County Blocks 1, 76, and 77) for the public project known as the LBJ Hospital Replacement Project and delegates to the President and CEO (Dr. Esmaeil Porsa) the authority to approve the acquisition costs negotiated by the Harris County Real Property Division subject to the following conditions:</i></p> <ol style="list-style-type: none"> <li>1. <i>The senior administrator of Harris Health's Healthcare System's Engineering division approves the acquisition costs negotiated by the Harris County Real Property Division; and</i></li> <li>2. <i>All necessary approvals have been obtained from Harris County Commissioners Court as required by Texas Health and Safety Code Section 281.050.</i></li> </ol>	
<p><b>X. Adjournment</b></p>	<p>Moved by Dr. Ewan Johnson, seconded by Mr. Lawrence Finder, and unanimously approved to adjourn the meeting.</p> <p>There being no further business to come before the Board, the meeting adjourned at 8:59 a.m.</p>	

I certify that the foregoing are the Minutes of the Harris Health System Board of Trustees Meeting held on July 28, 2022.

Respectfully Submitted,



Arthur Bracey, M.D., Chair



Andrea Caracostis, M.D., Secretary



Thursday, July 28, 2022

**Harris Health System Board of Trustees Special Called Board Meeting – 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](mailto:BoardofTrustees@harrishealth.org) before close of business the day of the meeting.

BOARD MEMBERS PRESENT	BOARD MEMBERS ABSENT
Dr. Arthur Bracey (Chair)	Ms. Alicia Reyes
Dr. Ewan D. Johnson (Vice Chair)	Ms. Elena Marks
Dr. Andrea Caracostis (Secretary)	Ms. Mia Mends
Ms. Jennifer Tijerina	
Professor Marcia Johnson	
Mr. Lawrence Finder	

**EXECUTIVE LEADERSHIP**

Dr. Esmail Porsa, President & Chief Executive Officer
Ms. Amy Smith, Senior Vice President, Transitions & Post-Acute Care
Dr. Ann Barnes, Senior Vice President & Chief Health Officer
Ms. Carolyn Jones, Executive Vice President & Chief Compliance and Risk Officer
Mr. David Attard, Senior Vice President, Facilities, Construction and System Engineering
Dr. Jackie Brock, Executive Vice President & Chief Nursing Executive
Ms. Kari McMichael, Vice President, Controller
Ms. Kelli Fondren, Vice President, Chief Development Officer
Mr. Louis Smith, Senior Executive Vice President & Chief Operating Officer
Ms. Maria Cowles, Senior Vice President, Chief of Staff
Dr. Matasha Russell, Chief Medical Officer, Ambulatory Care Services
Dr. Maureen Padilla, Senior Vice President, Nursing Affairs & Support Services
Mr. Michael Hill, Executive Vice President, Chief Strategy & Integration Officer
Mr. Michael Nnadi, Senior Vice President, Chief Pharmacy & Lab Officer
Dr. Otis Eging, Chief Medical Officer, Harris Health Correctional Health
Ms. Olga Llamas Rodriguez, Vice President, Community Engagement & Corporate Communications
Ms. Patricia Darnauer, Executive Vice President, Lyndon B. Johnson Hospital
Mr. R. King Hillier, Vice President, Public Policy & Government Relations
Ms. Sara Thomas, Vice President Legal Affairs/Managing Attorney, Harris County Attorney's Office
Dr. Anwar Mohammad Sirajuddin, Senior Vice President, Chief Health Informatics Officer

Ms. Victoria Nikitin, Executive Vice President, Chief Financial Officer

Dr. Yashwant Chathamally, Associate Chief Medical Officer & Senior Vice President, Quality and Patient Safety

**OTHERS PRESENT**

Alison Perez

Jerald Summers

Antoinette Cotton

Matthew Schlueter

Cherry Pierson

Nathan Bac (Harris County Attorney's Office)

Cynthia Cole (AFSCME)

Nicholas Bell

Daniel Smith

Paul Lopez

Derek Curtis

Randy Manarang

Ebon Swofford

Tai Nguyen

Elizabeth Winn

Tracey Burdine

Jennifer Zarate