

MINUTES OF THE HARRIS HEALTH SYSTEM BOARD OF TRUSTEES
Board Meeting
Thursday, February 27, 2025
9:00 A.M.

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATION
I. Call to Order and Record of Attendance	<p>The meeting was called to order at 9:10 a.m. by Dr. Caracostis, Chair. It was noted that a quorum was present, and the attendance was recorded. Dr. Caracostis noted that while some Board members were present in person, others were participating via videoconference, in accordance with state law and the Harris Health Videoconferencing Policy. Dial-in information was provided only to scheduled speakers. The meeting was accessible for public viewing online through the Harris Health website: http://harrishealthtx.swagit.com/live.</p>	<p>A copy of the attendance is appended to the archived minutes.</p>
II. Approval of the Minutes of Previous Meeting	<ul style="list-style-type: none"> Board Meeting – January 30, 2025 	<p><u>Motion No. 25.02-13</u> Moved by Ms. Sima Ladjevardian, seconded by Dr. Cody Pyke, and unanimously passed that the Board approve the minutes of January 30, 2025 Board meeting. Motion carried.</p>
III. Announcements/ Special Presentations	<p>A. CEO Report Including Special Announcements</p> <p>Dr. Esmaeil Porsa, President and Chief Executive Officer (CEO), recognized the following senior leadership:</p> <ul style="list-style-type: none"> Dr. Glorimar Medina – CEO, Hospital Campuses Dr. Jennifer Small – CEO, Ambulatory Care Services (ACS) Ms. Kiki Teal – CEO, Correctional Health Mr. DeWight Dopslauf – Senior Vice President, Purchasing, Supply Chain & Contract Administration <p>Dr. Porsa also provided updates on key events, including:</p> <ul style="list-style-type: none"> The grand opening of the new Casa de Amigos Health Center The 21st Annual TexasMedRun, sponsored by the Harris County Hospital District (HCHD) Foundation The El Franco Lee Food Farmacy grand opening Progress updates on the LBJ Campus Expansion Project <p>A copy of the CEO Report is available in the permanent record.</p>	<p>As Presented.</p>

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	<p>B. Board Member Announcements Regarding Board Member Advocacy and Community Engagements</p> <p>Mr. Paul Puente and Ms. Libby Viera – Bland joined Dr. Porsa for a tour of the Harris County Jail, where they visited the medical clinics, infirmary, pharmacy, Ob/Gyn clinic, and the dental clinic.</p>	As Presented.
<p>IV. Public Comment</p>	<p>Ms. Cynthia Cole, Executive Director of Local #1550 – AFSCME (American Federation of State, County, and Municipal Employees), addressed the Board regarding employee concerns and workplace experiences.</p> <p>Ms. Courtney Wallace, former Harris Health employee, addressed the Board to express concerns regarding alleged harassment and lack of respect and trust in leadership.</p> <p>Ms. Toni Pete, former Harris Health employee, addressed the Board to raise concerns about an alleged hostile work environment and called for accountability from leadership.</p>	As Presented.
<p>V. Executive Session</p>	<p>At 9:28 a.m., Dr. Caracostis stated that the Board would enter into Executive Session for Items V. 'A through C' as permitted by law under Tex. Health & Safety Code Ann. §161.032; Tex. Occ. Code Ann. §§ 151.002, 160.007 and Tex. Gov't Code Ann. §551.071.</p>	
	<p>A. Report Regarding Quality of Medical and Healthcare, Pursuant to Tex. Occ. Code Ann. §§151.002, 160.007 and Tex. Health & Safety Code Ann. §161.032 to Receive Peer Review and/or Medical Committee Report, Including Report of the Medical Executive Board in Connection with the Evaluation of the Quality of Medical and Healthcare Services, and also the Harris Health Quality, Safety Performance Measures, Good Catch Recipients, Centers for Medicare and Medicaid Services Quality Reporting with Possible Action Regarding this Matter Upon Return to Open Session</p>	No Action Taken.
	<p>B. Medical Executive Board Report and Credentialing Discussion, Pursuant to Tex. Occ. Code Ann. §§151.002, 160.007 and Tex. Health & Safety Code Ann. §161.032 to Receive Peer Review and/or Medical Committee Report, Including Consideration of Approval of Credentialing Changes for Members of Harris Health Medical Staff Upon Return to Open Session</p>	No Action Taken.
	<p>C. Report Regarding Harris Health Correctional Health Quality of Medical and Healthcare, Including Credentialing Discussion and Operational Updates, Pursuant to Tex. Occ. Code Ann. §§151.002, 160.007, Tex. Health & Safety Code Ann. §161.032 and Tex. Gov't Code Ann. §551.071 to Receive Peer Review and/or Medical Committee Report with Possible Action Upon Return to Open Session</p>	No Action Taken.
<p>VI. Reconvene to Open Meeting</p>	<p>At 9:45 a.m., Dr. Caracostis reconvened the meeting in open session; she noted that a quorum was present, and that no action was taken in Executive Session.</p>	

VII. General Action Item(s)		
	A. General Action Item(s) Related to Quality: Medical Staff	
	<p>1. Approval of Credentialing Changes for Members of the Harris Health System Medical Staff</p> <p>Dr. Kunal Sharma, Chair, Medical Executive Board, presented the credentialing changes for members of the Harris Health System Medical Staff. In February 2025, there were twenty - one (21) initial appointments, fifty – four (54) reappointments, two (2) changes/additions of privileges, and fifteen (15) resignations. A copy of the credentialing report is available in the permanent record.</p>	<p>Motion No. 25.02-14 Moved by Mr. Jim Robinson, seconded by Ms. Carol Paret, and unanimously passed that the Board approve agenda item VII.A.1. Motion carried.</p>
	B. General Action Item(s) Related to Quality: Correctional Health Medical Staff	
	<p>1. Approval of Credentialing Changes for Members of the Harris Health System Correctional Health Medical Staff</p> <p>Dr. Otis Ekins, Chief Medical Officer, Harris Health Correctional Health, presented the credentialing changes for members of the Harris Health System Correctional Health Medical Staff. In February 2025, there was two (2) initial appointments, ten (10) reappointments, and one (1) resignation. A copy of the credentialing report is available in the permanent record.</p>	<p>Motion No. 25.02-15 Moved by Dr. Cody Pyke, seconded by Ms. Ingrid Robinson, and unanimously passed that the Board approve agenda item VII.B.1. Motion carried.</p>
VIII. Executive Session	At 9:48 a.m., Dr. Caracostis stated that the Board would enter into Executive Session for Items VIII. 'D through F' as permitted by law under Tex. Gov't Code Ann. §551.071, 551.085 and Tex. Health & Safety Code Ann. §161.032.	
	D. Consultation with Attorney Regarding Expansion of Oncology Service Line on the LBJ Campus, to Include Radiation Therapy and Infusion Services, Pursuant to Tex. Gov't Code Ann. §§551.071, 551.085, and Possible Action Upon Return to Open Session	No Action Taken.
	E. Consultation with Attorney Regarding Executive Orders, State and Federal Legislative Updates Impacting Harris Health, Pursuant to Tex. Gov't Code Ann. §551.071, and Possible Action Upon Return to Open Session	No Action Taken.
	F. Consultation with Attorney Regarding Interlocal Agreement with Harris County for Correctional Healthcare Services Between Harris County and Harris County Hospital District d/b/a Harris Health for Correctional Healthcare, Pursuant to Tex. Gov't Code Ann. §551.071, and Possible Action Upon Return to Open Session	No Action Taken.
IX. Reconvene to Open Meeting	At 11:37 a.m., Dr. Andrea Caracostis reconvened the meeting in open session; and that no action was taken in Executive Session.	
X. Strategic Discussion		

	A. Harris Health Strategic Plan Initiatives	
	<p>1. Presentation Regarding Board Update on the 2025 Bond Issuance Process</p> <p>Ms. Victoria Nikitin, Executive Vice President, Chief Financial Officer, presented an overview of the 2025 Bond Issuance Process, noting that Harris Health will undertake its first voter-approved bond issuance in May 2025, with an amount not to exceed \$850 million.</p> <p>Mr. Christopher Janning, Managing Director, Hilltop Securities, Inc., provided a high-level overview of the preliminary timeline, plan of finance, and pro forma debt service schedule.</p> <p>Mr. Patrick Casey, Senior Vice President, Facilities Construction & Systems Engineering, provided updates on the LBJ Campus Expansion Project, including:</p> <ul style="list-style-type: none"> • Projected construction costs • Remaining cost mitigation opportunities • Comparable construction cost data for Texas. <p>Copies of the presentations are available in the permanent record.</p>	As Presented.
	<p>2. Presentation Regarding the Harris Health 2026-2030 Strategic Plan Update</p> <p>Ms. Maria Cowles, Executive Vice President, Chief Strategy Officer, shared that the Harris Health 2026-2030 Strategic Plan Update will be deferred and presented to the Board in March 2025.</p>	As Presented.
	<p>B. Committee Reports</p> <ul style="list-style-type: none"> • Quality Committee Dr. Caracostis stated that the Quality Committee convened on February 11, 2025, and discussed the following topic: <ul style="list-style-type: none"> ○ The monthly High Reliability Organization (HRO) video titled "Ventilator Associated Pneumonia (VAP)" was viewed. • Budget and Finance Committee Mr. Jim Robinson shared that the Budget and Finance Committee met on February 13, 2025, and the following topics were discussed: <ul style="list-style-type: none"> ○ Ms. Victoria Nikitin, Executive Vice President and Chief Financial Officer, presented the Harris Health First Quarter Fiscal Year 2025 Investment Report. ○ Ms. Victoria Nikitin also presented the Harris Health Fourth Quarter Calendar Year 2024 Pension Plan Report. 	As Presented.

	<ul style="list-style-type: none"> ○ Ms. Victoria Nikitin presented the Harris Health December 2024 Financial Report, subject to audit. ○ Ms. Victoria Nikitin provided a brief update regarding upcoming bond-related items. ○ Mr. Chris Clark, Managing Partner, FORVIS MAZARS LLC presented on the Board's fiduciary responsibility related to component units during Executive Session. <ul style="list-style-type: none"> ● Compliance and Audit Committee Ms. Carol Paret stated that the Compliance and Audit Committee met on February 13, 2025 to discuss the following topics: <ul style="list-style-type: none"> ● Mr. Chris Clark, Harris Health's External Financial Auditor, with Forvis Mazars, LLC, presented the Independent Audit Report and Overview for the Year Ended September 30, 2024, and recommended the following for acceptance: <ul style="list-style-type: none"> ○ Harris Health Single Audit Report of Federal and State Award Programs for the Year Ended September 30, 2024; and ○ Harris Health Independent Auditor's Report and Financial Statements for the Year Ended September 30, 2024. ● Ms. Sharon Brantley-Smith, with the Harris County Internal Auditor's Office, presented the Internal Audit Quarterly Update, which included: <ul style="list-style-type: none"> ○ Summary status of FY 2025 Internal Audit Plan – there were three completed engagements, four in-progress engagements, and nine engagements not started. ○ Overview of completed engagements – the Outpatient Appointment Utilization Engagement, Inpatient Non-Formulary Drug Process Audit, and Drug Oversight Assessment were completed. The reports on Outpatient Appointment Utilization and Inpatient Non-Formulary Drug Process were provided for the Committee's review. The final report for the Drug Oversight Assessment was being finalized with leadership at the time of the quarterly update. ○ Overview of in-progress engagements – in-progress engagements related to Outsourced Medical Services Contract Payments, Correctional Health Provider Invoices, Contractor Onboarding and Security, and MOVEit Incident Response. <p>Summary of outstanding management action plans (MAPs) – there were 20 outstanding MAPs from seven prior engagements. The action plans were outstanding because the due dates had not yet passed, or Internal Audit's validation was in progress. The outstanding MAPs include one past-due, high-priority item to be discussed in Executive Session.</p> 	
XI. New Items for Board Consideration		

	A. Approval of the Interlocal Agreement between Harris County and Harris Health for Correctional Health Care Services	<u>Motion No. 25.02-16</u> Moved by Mr. Jim Robinson, seconded by Dr. Cody Pyke, and unanimously passed that the Board approve agenda item XI.A. Motion carried.
	B. Approval of a Resolution Authorizing Proceedings to Issue and Sell Harris County Hospital District, Limited Tax Bonds, Series 2025; Authorizing the Preparation of all Financing and Offering Documents; Approving the Engagement of Professionals in Connection with the Issuance and Sale of the Bonds; and Making Other Provisions Regarding Such Bonds and Matters Incident Thereto	<u>Motion No. 25.02-17</u> Moved by Ms. Sima Ladjevardian, seconded by Ms. Ingrid Robinson, and unanimously passed that the Board approve agenda item XI.B. Motion carried.
	C. Approval of Reimbursement Resolution Declaring Intent to Reimburse Certain Capital Expenditures related to the Capital Management	<u>Motion No. 25.02-18</u> Moved by Dr. Cody Pyke, seconded by Ms. Carol Paret, and unanimously passed that the Board approve agenda item XI.C. Motion carried.
XII. Consent Agenda Items		
	A. Consent Purchasing Recommendations	
	1. Approval of Purchasing Recommendations (Items A1 through A3 of the Purchasing Matrix) A copy of the purchasing agenda is available in the permanent record.	<u>Motion No. 25.02-19</u> Moved by Ms. Ingrid Robinson, seconded by Ms. Carol Paret, and unanimously passed that the Board approve agenda item XII.A.1. Motion carried.
	2. Harris Health Fourth Quarter of Fiscal Year 2024 Premier Spend Report	For Information Only

	B. Consent Grant Recommendations	
	1. Acceptance of the Harris Health First Quarter Fiscal Year 2025 Investment Report	<u>Motion No. 25.02-20</u> Moved by Dr. Cody Pyke, seconded by Mr. Jim Robinson, and unanimously passed that the Board approve agenda items XI.B. through XI.D. Motion carried.
	2. Acceptance of the Harris Health Fourth Quarter Calendar Year 2024 Pension Plan Report	<u>Motion No. 25.02-20</u> Moved by Dr. Cody Pyke, seconded by Mr. Jim Robinson, and unanimously passed that the Board approve agenda items XI.B. through XI.D. Motion carried.
	3. Acceptance of the Harris Health December 2024 Financial Report Subject to Audit	<u>Motion No. 25.02-20</u> Moved by Dr. Cody Pyke, seconded by Mr. Jim Robinson, and unanimously passed that the Board approve agenda items XI.B. through XI.D. Motion carried.
	4. Acceptance of the Harris Health Single Audit Report of Federal and State Award Programs for the Year Ended September 30, 2024	<u>Motion No. 25.02-20</u> Moved by Dr. Cody Pyke, seconded by Mr. Jim Robinson, and unanimously passed that the Board approve agenda items XI.B. through XI.D. Motion carried.
	5. Acceptance of the Harris Health Independent Auditor's Report and Financial Statements for the Year Ended September 30, 2024	<u>Motion No. 25.02-20</u> Moved by Dr. Cody Pyke, seconded by Mr. Jim Robinson, and unanimously passed that the Board approve agenda items XI.B. through XI.D. Motion carried.
	C. Consent Contract Recommendations	

	1. Approval of Contract Recommendations (Items C1 through C2 of the Contract Matrix)	<u>Motion No. 25.02-20</u> Moved by Dr. Cody Pyke, seconded by Mr. Jim Robinson, and unanimously passed that the Board approve agenda items XI.B. through XI.D. Motion carried.
	D. New Consent Items for Board Approval	
	1. Acceptance of the Harris Health January 2025 Financial Report Subject to Audit	<u>Motion No. 25.02-20</u> Moved by Dr. Cody Pyke, seconded by Mr. Jim Robinson, and unanimously passed that the Board approve agenda items XI.B. through XI.D. Motion carried.
	2. Approval to Acquire McGee, Troost, and LBJ Hospital Loop Streets in Exchange for Consideration and the Conveyance of Easements to the City of Houston	<u>Motion No. 25.02-20</u> Moved by Dr. Cody Pyke, seconded by Mr. Jim Robinson, and unanimously passed that the Board approve agenda items XI.B. through XI.D. Motion carried.
	3. Approval of the Revised Harris Health 2025 Board of Trustees Calendar	<u>Motion No. 25.02-20</u> Moved by Dr. Cody Pyke, seconded by Mr. Jim Robinson, and unanimously passed that the Board approve agenda items XI.B. through XI.D. Motion carried.
	E. Consent Reports and Updates to the Board	
	1. Updates Regarding Pending State and Federal Legislative and Policy Issues Impacting Harris Health System <i>{End of Consent Agenda}</i>	For Information Only
XIII. Item(s) Related to the Health Care for the Homeless Program		

	<p>A. Review and Acceptance of the Following Reports 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 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"> HCHP February 2025 Operational Update <p>Ms. Tracy Burdine, Director, Health Care for the Homeless Program, presented the February 2025 Operational Update, covering the Productivity Report and the Sliding Fee Scale. She reported that HCHP has provided care to 1,073 unduplicated patients and completed 2,158 visits year-to-date. In January 2025, HCHP served 2,158 unduplicated patients, with 577 receiving family practice services. Additionally, Ms. Burdine presented the 2025 HCHP Sliding Fee Scale, noting that the program fee scale has been modified based upon the 2025 Federal Poverty Guidelines issued on January 17, 2025. The modified Sliding Fee Scale will be effective March 1, 2025. A copy of the presentation is available in the permanent record.</p>	<p><u>Motion No. 25.02-21</u> Moved by Ms. Carol Paret, seconded by Dr. Cody Pyke, and unanimously passed that the Board approve agenda item XII.A. Motion carried.</p>
	<p>B. Approval of the HCHP 2025 Sliding Fee Scale</p>	<p><u>Motion No. 25.02-22</u> Moved by Ms. Carol Paret, seconded by Dr. Cody Pyke, and unanimously passed that the Board approve agenda item XII.B. Motion carried.</p>
XIV. Executive Session	<p>At 12:23 p.m., Dr. Andrea Caracostis stated that the Board would enter into Executive Session for Items XIV. 'G through K' as permitted by law under Tex. Gov't Code Ann. §§551.072, 551.074, 551.071 & 551.085 and Tex. Health & Safety Code Ann. §161.032.</p>	
	<p>G. Review of the Health Care for the Homeless Program Director's Performance Evaluation, Pursuant to Tex. Gov't Code Ann. §551.085, Including Consideration of Approval of the Performance Evaluation Upon Return to Open Session</p>	<p><u>Motion No. 25.02-23</u> Moved by Dr. Cody Pyke, seconded by Ms. Ingrid Robinson, and unanimously passed that the Board approve agenda item XIV.G. Motion carried.</p>
	<p>H. Review of the Community Health Choice, Inc. and Community Health Choice Texas, Inc. Unaudited, Financial Performance for the 12-month Year Ending December 31, 2024, Pursuant to Tex. Gov't Code Ann. §551.085</p>	<p>No Action Taken.</p>
	<p>I. Consultation with Attorney Regarding Community Health Choice Litigation Settlement, Pursuant to Tex. Gov't Code Ann. §§551.071, 551.085, and Possible Action Upon Return to Open Session, Including Settlement of Litigation</p>	<p><u>Motion No. 25.02-24</u> Moved by Ms. Ingrid Robinson, seconded by Mr. Paul Puente,</p>

	Motion: Approval of the Settlement of Civil Action No. 2019-10294 in the 190 th Judicial District Court, Harris County, Texas, against Community Health Choice pursuant to the terms discussed in executive session.	and unanimously passed that the Board approve agenda item XIV.I. Motion carried.
	J. Deliberation Regarding the Purchase, Exchange, Lease, or Value of Real Property, Pursuant to Tex. Gov't Code Ann. §551.072	No Action Taken.
	K. Report by the Executive Vice President, Chief Compliance and Risk Officer, Regarding Compliance with Medicare, Medicaid, HIPAA and Other Federal and State Health Care Program Requirements, Including Status of Fraud and Abuse Investigations, Pursuant to Pursuant to Tex. Gov't Code Ann. §551.071 and Tex. Health & Safety Code Ann. §161.032, and Possible Action Regarding this Matter Upon Return to Open Session	No Action Taken.
XV. Reconvene	At 1:05 p.m. Dr. Andrea Caracostis, reconvened the meeting in open session; she noted that a quorum was present. The Board took action on item XIV. "G" and I" of the Executive Session agenda.	
XVI. Adjournment	There being no further business to come before the Board, the meeting adjourned at 1:06 p.m.	

I certify that the foregoing are the Minutes of the Harris Health System Board of Trustees Meeting held on February 27, 2025.

Respectfully Submitted,


Andrea Caracostis, MD, MPH, Chair


Carol Paret, BS, Secretary

Minutes transcribed by Cherry A. Joseph, MBA