

BOARD OF TRUSTEES Governance Committee

Tuesday, August 25, 2026 | 10:45 AM
4800 Fournace Place, Bellaire, Texas 77401 | 1st Floor Board Room

*Notice: The meeting may be viewed online at: <http://harrishealthtx.swagit.com/live>,
and some Board Members may participate via videoconference.*

Mission

Harris Health is a public, integrated health system dedicated to improving the health of our communities by delivering high-quality, person-centered care in collaboration with community and academic partners.

AGENDA

I. Call to Order and Record of Attendance	Ms. Sima Ladjevardian	2 min
II. Approval of the Minutes of Previous Meeting	Ms. Sima Ladjevardian	2 min
• Governance Committee – April 21, 2026		
III. Review and Recommendation of Approval of Revisions to Policy 2.02, Participation in Board Meetings and Board Committee Meetings via Videoconference Call Ms. Sara Thomas		5 min
IV. Presentation Regarding AI Governance for Harris Health Board Members – <i>Ms. Sara Thomas</i>		20 min
V. Review of the Harris Health Standard Operating Procedures Ms. Sara Thomas		5 min
VI. Discussion Regarding the Texas Healthcare Trustees (THT) Certified Healthcare Trustee and Leader Certification	Ms. Sima Ladjevardian	5 min
VII. Adjournment	Ms. Sima Ladjevardian	1 min

HARRIS HEALTH
MINUTES OF THE BOARD OF TRUSTEES
GOVERNANCE COMMITTEE MEETING
Tuesday, April 21, 2026
10:45 A.M.

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
I. Call to Order and Record of Attendance	Ms. Sima Ladjevardian, Committee Chair, called the meeting to order at 10:45 A.M. It was noted there was a quorum present, and the attendance was recorded. The meeting may be viewed online through the Harris Health website: http://harrishealthtx.swagit.com/live .	
II. Approval of the Minutes of the Previous Meeting Governance Committee Meeting – February 24, 2026		Moved by Ms. Carol Paret, seconded by Ms. Marlen Trujillo, and unanimously approved the minutes of the February 24, 2026 meeting. Motion carried.
III. Discussion Regarding the Harris Health Board Videoconferencing Policy	Ms. Maria Cowles, Executive Vice President, Chief Strategy Officer, led discussion regarding the Harris Health Board attendance and videoconferencing procedures. The Governance Committee received updates noting improved Board attendance and consistent quorum performance, with no recent meeting cancellations following the change in Board meetings to the second Wednesday of each month. The Governance Committee will continue to monitor Board member attendance and scheduling impacts. Committee members agreed that administration would circulate a questionnaire or solicit feedback from Board members regarding the impact of the revised meeting schedule for consideration during future calendar planning. Ms. Sara Thomas, Chief Legal Officer, provided an update regarding state law and videoconferencing requirements for Board members participating remotely to remain both audible and visible to the public in order to be counted present during a Board meeting. The Committee reviewed and discussed possible measures to strengthen compliance with videoconferencing requirements, including drafting clear instructions for remote participation, voting procedures, and attendance verification. Ms. Thomas noted that the technology team will start pinning the Board members to the screen in future meetings, and that there would be further discussion on how attendance is captured at the next Governance Committee Meeting.	As discussed.

IV. Overview of the Harris Health Board Fiduciary Duties	Ms. Sara Thomas, Chief Legal Officer, presented an overview of the Harris Health Board fiduciary duties. Ms. Thomas stated that fiduciary duties of Board members are owed to the hospital district itself and not to individual appointing authorities or external constituencies. She explained that while Board members serve the public and bring valuable community representation to their roles, their legal and fiduciary obligations require them to exercise independent judgment in governing the health system. Ms. Thomas reviewed the four principal fiduciary duties applicable to hospital district trustees: duty of oversight, duty of loyalty, duty of care, and duty of obedience. She explained that the duty of oversight requires Board members to focus on governance, compliance, patient safety, financial stewardship, and organizational accountability rather than day-to-day management responsibilities.	As presented.
V. Discussion Regarding the Texas Healthcare Trustees (THT) Healthcare Governance Conference and Certified Healthcare Trustee and Leader Certification	Ms. Ladjevardian led the discussion regarding the upcoming Texas Healthcare Trustees (THT) 2026 Healthcare Governance Conference and Certified Healthcare Trustee and Leader Certification Program. She informed Committee members that the conference would be held June 4–6, 2026, in San Antonio, Texas, and encouraged Board participation both in person and virtually. Ms. Ladjevardian emphasized the value of governance education and certification for trustees and noted that several Board members had already registered for the conference. She also encouraged all Board members to complete the Certified Healthcare Trustee and Leader certification process, noting its importance in demonstrating leadership accountability and governance commitment. Dr. Esmail Porsa, President and Chief Executive Officer, announced that Dr. Andrea Caracostis had been unanimously selected by the Texas Healthcare Trustees Awards Committee as the recipient of the 2026 THT Founders Award and would be formally recognized during the Conference’s awards ceremony.	As discussed.
VI. Adjournment	There being no further business and without objection from the Members of the Committee, the meeting adjourned at 11:22 A.M.	

I certify that the foregoing are the Minutes of the Meeting of the Governance Committee of the Board of Trustees of the Harris Health held on April 21, 2026.

Respectfully submitted,

Sima Ladjevardian, JD, Committee Chair

Recorded by Cherry A. Joseph, MBA

Board of Trustees
Governance Committee | Tuesday, April 21, 2026
ATTENDANCE RECORD

PRESENT BOARD COMMITTEE MEMBERS	ABSENT BOARD COMMITTEE MEMBERS	OTHER PRESENT BOARD MEMBERS
Sima Ladjevardian, JD (<i>Committee Chair</i>)		
Carol Paret, BS		
Libby Viera-Bland, AICP		
Marlen Trujillo, PhD, MBA, CHW		

PRESENT EXECUTIVE LEADERSHIP, STAFF & GUESTS	
Alexander Barrie	Louis Smith
Carolynn Jones	Maria Cowles
Cherry Joseph	Olga Rodriguez
Daniel Smith	Randy Manarang
Ebon Swofford (<i>Harris County Attorney's Office</i>)	Sara Thomas (<i>Harris County Attorney's Office</i>)
Dr. Esmaeil Porsa (<i>President & Chief Executive Officer</i>)	Shawn DeCosta
Jennifer Zarate	Dr. Thomas Cummins
Jerald Summers	Victoria Nikitin
Lindsey "Katie" Rutherford (<i>Harris County Attorney's Office</i>)	

Virtual Attendee Notice: If you joined as a group and would like your attendance to be added to the official record, please submit an email to: BoardofTrustees@harrishealth.org before the close of business on the day of the meeting.

Tuesday, August 25, 2026

Review and Recommendation of Approval of Revisions to Policy 2.02, Participation in Board Meetings and Board Committee Meetings via Videoconference Call

Harris Health Policy 2.02 - Participation in Board Meetings and Board Committee Meetings via Videoconference Call is up for its triennial review. The policy provides guidance on the manner in which a member of the Harris Health Board of Trustees may participate in a Board Meeting or a Board Committee Meeting subject to the Texas Open Meetings Act via videoconference call.

Recommended revisions:

- Move definitions to the beginning of the Policy to align with Harris Health policy formatting standards and delete unused definitions;
- Move General Requirements for Meetings and Videoconference calls to the beginning of the Policy;
- Add additional clarifications to the requirements of a Board Member to remain visual and audible to be considered present and vote or abstain if participating via videoconference;
- Removed the maximum number of Board Members that may participate via videoconference as long as there is coordination of attendance and a quorum is present at the physical location.
- Re-organization and clean-up revisions to the procedures for priority, notice and access to meetings via videoconference; and
- Delete redundant provisions and provisions related to minimum standards for audio and video signals.

A redlined copy is attached for your review.



L. Sara Thomas
Chief Legal Officer/Division Director
Harris County Attorney's Office
Harris Health



Origination 8/26/2021
Last 10/26/2023
Approved
Effective 10/26/2023
Last Revised 10/26/2023
Next Review 10/25/2026

Owner Olga Rodriguez
Area Board of Trustees
References Cowles, Maria

Participation in Board Meetings and Board Committee Meetings via Videoconference Call_2.02

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~~ Meeting 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 may participate in a Board/Committee Meeting via Videoconference in accordance with ~~the this Policy, TOMA and the Texas Administrative Code.~~

POLICY ELABORATION:

~~I. Purpose:~~

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

I. Definitions.

- A. **OPEN MEETING** means every regular, special, or called meeting of a governmental body 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 an attorney, confidential personnel matters, etc.

C. VIDEOCONFERENCE CALL means a communication conducted between two or more persons in which one or more of the participants communicate with the other participants through duplex audio and video signals transmitted over a telephone network, a data network, or the Internet.

II. ~~Procedures~~General Requirements.

A. ~~General Information~~Meetings.

- i. A meeting may be held by videoconference call only if a quorum of the Board/Committee is physically present at the meeting location. (Tex. Gov't Code § 551.127(b))
- ii. The Presiding Officer of the Board/Committee Meeting must attend the meeting in person.
- iii. 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. Videoconference Call.

- i. All Trustees may participate in a Board/Committee Meeting subject to ~~the~~ TOMA (i.e., Open Meetings and Executive Sessions) via videoconference as described in this policy. (Tex. Gov't Code § 551.127(a))
- ii. A Trustee participating via videoconference ~~and whomust~~ remains visible and

audible to members of the public ~~will be~~ be considered present at the Board/ Committee Meeting for all purposes. (Tex. Gov't Code § 551.127(a-2)).

- a. Specifically, Trustees must turn on audio if they wish to speak, whether during discussion, to bring the Board/Committee Chair's attention to a matter, or during the voting process.
- b. If a Trustee wishes to abstain from a motion, they must speak their abstention clearly.
- a-c. If a Trustee is having technical difficulties, they should alert the Board/Committee Chair immediately.

- 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-Trustees who-is~~ participateing 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 Procedures.~~

A. ~~Priority~~ Coordination

- i. ~~The Board Chair/Committee Chair and Trustees have a duty to coordinate videoconference requests in order to ensure that a quorum of the Board/Committee is physically present at the meeting. 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 minimum meeting quorum requirement, and the Board/Committee Chair may utilize discretion to increase the maximum number of Trustees participating via videoconference if extenuating circumstances arise).~~
- B-ii. If more than the maximum allowable number of videoconference requests for a Board/Committee Meeting are submitted in compliance with the notice requirements in Section III.B.(i) below, 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 by videoconference technology.

C.B. 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")~~ Harris Health Board Office via email communication no later than ~~s~~Seven (7) 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 ~~(IV)(E5) below~~III.A.ii. above, 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~~Board Office 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.

D.C. How to Access a Board/Committee Meeting Via Videoconference.

- i. Trustees who participate via videoconference must enter the remote meeting room at least 10 minutes prior to the scheduled time of the Board/Committee meeting.
- ii. Trustees must use equipment (e.g., desktop computer, laptop, etc.) that includes a ~~webcam~~camera. The screen should be a standard laptop size and provide for viewing multiple images simultaneously.~~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. Trustees must have the proper software installed to enable the Trustee to join the meeting via videoconference.
- ~~iv.~~ Trustees must avoid noisy areas when participating in a Board/Committee Meeting remotely. If a 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.

iv.

~~iv.~~ When not speaking, Trustees must mute their volume to minimize

v. 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 meeting may be held by videoconference call only if a A quorum of the Board/Committee's Membership is 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. 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 minimum meeting quorum requirement Committee, and the Board/ Committee Chair may utilize discretion to increase the maximum number of Trustees participating via videoconference if extenuating circumstances arise).~~
- ~~E. If more than the maximum number of 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 provide two-way audio and video communication between the meeting location and each remote location during the entire meeting. The face of each participant in the videoconference call, while that participant is speaking, shall be clearly visible, and the voice audible, to each other participant and, during the open portion of the meeting, to the members of the public in attendance at the physical location 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 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 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. 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.~~

~~† T.A.C., § Pt. 10, Ch. 209, Subch. B, Rule 209.11~~

~~VIII. Definitions:~~

- ~~A. Open Meeting means every regular, special, or called a meeting of a governmental body 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 an attorney, confidential personnel matters, etc.

~~— Videoconference means a communication conducted between two or more persons in which one or more of the participants communicate with the other participants through audio and video signals transmitted over a telephone network, a data network, or the Internet. I T.A.C. § Pt. 10, Ch. 209, Subch. A, Rule 209.1~~

~~— Videoconference Call means a communication conducted between two or more persons in which one or more of the participants communicate with the other participants through duplex audio and video signals transmitted over a telephone network, a data network, or the Internet. (Tex. Gov't Code § 551.001(8)); I T.A.C. § Pt. 10, Ch. 209, Subch. A, Rule 209.1~~

~~C. Computer-Based Videoconferencing Application means a commercially available application designed to facilitate videoconferencing between a Personal Computer to another Personal Computer or mobile device either one-to-one or in a group environment. I 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. I T.A.C. § Pt. 10, Ch. 209, Subch. A, Rule 209.~~

~~F. ITU International Telecommunication Union. I T.A.C. § Pt. 10, Ch. 209, Subch. A, Rule 209.1.~~

REFERENCES/RESOURCES

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

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

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

~~See Section 3 above for specific subsections.~~

OFFICE OF PRIMARY RESPONSIBILITY:

Harris Health ~~System~~ Board of Trustees

Approval Signatures

~~Step Description Approver Date~~

Tuesday, August 25, 2026

Review of the Harris Health Standard Operating Procedures



L. Sara Thomas
Chief Legal Officer/Division Director
Harris County Attorney's Office
Harris Health

Board of Trustees

Standard Operating Procedures

1. Harris County Hospital District d/b/a Harris Health System (Harris Health) is a political subdivision and unit of local government of the State of Texas created pursuant to the Texas Constitution, Article 9, Section 4 of the Texas Constitution for the purposes of delivering medical and hospital care to the needy inhabitants of Harris County and organized under the laws of the State of Texas. Pursuant to Chapter 281 of the Texas Health and Safety Code, Harris Health shall have a Board appointed by the Harris County Commissioners Court to serve as its governing body.
2. The Harris Health Board of Trustees adopts and implements these Board Standard Operating Procedures to outline the procedural rules for the performance of the Board's duties, including complying with the Bylaws and, where applicable, Board policies.
3. A Board Member is a fiduciary, which includes the duties of oversight, loyalty, care, and obedience. As such, a Board member owes allegiance to Harris Health System with the recognition that it is an entity serving the public and must act in the best interest of the entity and the patients it serves when acting in his or her official capacity. While Board members are appointed by a specific Commissioner or the County Judge, their duty is to the Harris Health System as a whole. A Board member must always exercise honest and unbiased judgment in pursuit of Harris Health's interests.
4. A Board Member's duty of oversight requires Board members to focus on governance, compliance, patient safety, financial stewardship, and organizational accountability rather than day-to-day management responsibilities; however, his or her primary obligation is to participate in the governance of Harris Health and to act within the boundaries of his or her governance authority. Harris Health values the importance of governance education and strongly encourages each Board Member to complete the Certified Healthcare Trustee and Leader certification process. The Harris Health President/CEO is responsible for matters related to operations and administration as defined in the Bylaws of the Board of Trustees ("Bylaws"), Chapter 281 of the Texas Health and Safety Code, applicable law regulations, and policies.
5. Board Members must comply with all applicable laws, regulations, and policies. Questions related to the applicability of Harris Health policy may be directed to Harris Health's Chief Legal Officer or Harris Health's EVP Chief Compliance and Risk Officer.
6. When appointed, a Board Member is expected to attend the Board of Trustees' orientation and become knowledgeable of the Bylaws and the hospital district's responsibilities.
7. A Board Member is expected to attend Board meetings and applicable committee meetings and review and evaluate background materials contained in the appropriate "agenda book" published through the Board's secure online portal. Pursuant to Chapter 551 of the Texas Government Code ("Texas Open Meetings Act"), public meetings such as the Harris Health Board and Committee Meetings cannot occur without a quorum of Board Members attending in person. Therefore, to prevent the cancellation of these meetings, each member is expected to attend in person, barring extenuating circumstances, and by the adoption of these Board Standard Operating Procedures, Board Members hereby acknowledge and understand that attendance records, including the time of arrival and departure, along with absences as defined by Board Policy No. 2.02, related to Participation in Meetings by Video Conference, shall be maintained by Board Office staff and also reflected in the meeting minutes.

8. A Board Member is entitled to rely upon information, opinions, reports, and statements prepared or presented by Harris Health staff, counsel, accountants, or other Board Members whom the Board Member reasonably believes to be reliable and competent in the matter presented. Board members should request additional deliverables through parliamentary motions during Board and committee meetings when matters require additional inquiry.
9. Individual Board Members are not empowered to provide instructions to the CEO of Harris Health or any Harris Health employee unless the Board determines, during a properly called meeting of the Board of Trustees, that such instruction will enable the Board to satisfy their fiduciary duties (e.g., instructions to produce information material to a future Board decision). Board members who require additional information to fulfill their duty of care outside of a Board or Committee meeting should coordinate requests through one of the following channels:
 - a. Harris Health's Chief Executive Officer for matters related to Harris Health administration.
 - b. Harris Health's Chief Legal Officer for legal advice and consultation.
 - c. Harris Health's EVP Chief Compliance and Risk Officer related to compliance matters and reporting allegations.
 - d. The Board Office for coordination of all other matters and meetings not involving the CEO, Chief Legal Officer and EVP Chief Compliance and Risk Officer.

Written material or additional deliverables provided to individual board members outside of Board or Committee meetings shall be made available to all Board members through the Board's secure online portal.

10. Board meetings are managed and conducted in a way that promotes transparency and high levels of effectiveness and efficiency while complying with the Texas Open Meetings Act and allowing for appropriate questions. Pursuant to the Bylaws, meetings are conducted in accordance with Robert's Rules of Order.
11. A Board Member must not disclose any information learned in the course of a closed session meeting or any confidential material supplied by Harris Health. If a Board Member is uncertain whether information is confidential, the Board Member should consult with Harris Health's legal counsel to avoid allegations of abuse of office. Violations of the Texas Open Meetings Act could result in civil and criminal penalties.
12. A Board member should listen to and respect the opinions and perspectives of all other members, be willing to respectfully express a dissenting opinion, and vote no when their opinion warrants, [and clearly state any abstentions from voting when warranted.](#)
13. A Board Member should bring matters of interest to the attention of the Board Chair or applicable Committee Chair at least twelve (12) days before the date of the Board or Committee meeting so appropriate matters can be included on the agenda of a future Board or Committee meeting. Board officers and Committee Chairs are encouraged to participate in reviewing and finalizing draft Board and Committee agendas with Administration as part of the agenda planning process. Committee Chairs may work directly with Committee Executive sponsors as part of the committee agenda planning process. The Board Chair and Board Officers may exercise discretion and professional judgment during the agenda planning process.
14. The Board employs and evaluates the President and Chief Executive Officer ("CEO"). The Board delegates authority to the CEO to direct Harris Health's affairs (including supervising its work and activities, formulating strategies, and managing its operations) and communicates policies and

decisions that may constrain the CEO's authority.

15. The Board's authority is carried out through actions taken by a majority of the Board who are present and voting during a duly called meeting of the Board of Trustees. If a Board member is absent for a meeting, actions and decisions made will not automatically be reconsidered due to the Board member's absence.
16. The Board speaks with one voice through the Board Chair unless otherwise authorized by the Board Chair or the Board.
17. A Board Member may direct all media requests to the Board Chair and must inform the Board Office or Harris Health's Office of Corporate Communications at (346) 426-1832.

BOARD OF TRUSTEES Quality Committee

Tuesday, August 25, 2026 | 12:00 PM
(or immediately following the Governance Committee)
4800 Fournace Place, Bellaire, Texas 77401 | 1st Floor Board Room

*Notice: The meeting may be viewed online at: <http://harrishealthtx.swagit.com/live>,
and some Board Members may participate via videoconference.*

MISSION

Harris Health is a public, integrated health system dedicated to improving the health of our communities by delivering high-quality, person-centered care in collaboration with community and academic partners.

AGENDA

- | | | |
|---|-----------------------|----------|
| I. Call to Order and Record of Attendance | Dr. Andrea Caracostis | 1 min |
| II. <u>Approval of the Minutes of Previous Meeting</u> | Dr. Andrea Caracostis | 2 min |
| <ul style="list-style-type: none"> • Quality Committee Meeting – June 23, 2026 | | |
| III. <u>Harris Health Safety Message: Minute for Medicine Video</u>
<u>Dr. Thomas Cummins</u> | | 5 min |
| <ul style="list-style-type: none"> • Catheter Associated Urinary Tract Infection (CAUTI) | | |
| IV. Executive Session | Dr. Andrea Caracostis | 80 min |
| A. <u>Quarterly Report Regarding Harris Health Correctional Health 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, and Possible Action Regarding this Matter Upon Return to Open Session</u> <u>Dr. O. Reggie Ekins</u> | | (5 min) |
| B. <u>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 Reports in Connection with the Evaluation of the Quality of Medical and Healthcare Services, Including Report Regarding Harris Health Quality Review Councils, and Possible Action Regarding this Matter Upon Return to Open Session</u> <u>Dr. Thomas Cummins</u> | | (70 min) |
| C. 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 Tex. Health & Safety Code Ann. §161.032, and Possible Action Regarding this Matter Upon Return to Open Session – <u>Ms. Carolynn Jones</u> | | (5 min) |

V. Reconvene	Dr. Andrea Caracostis	1 min
VI. Adjournment	Dr. Andrea Caracostis	1 min

HARRIS HEALTH SYSTEM
MINUTES OF THE BOARD OF TRUSTEES
QUALITY COMMITTEE MEETING
Tuesday, June 23, 2026 | 12:00 PM

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
I. Call to Order and Record of Attendance	Ms. Libby Viera – Bland, Presiding Officer, called the meeting to order at 12:00 p.m. It was noted that a quorum was present, and the attendance was recorded. The meeting may be viewed online through the Harris Health website: http://harrishealthtx.swagit.com/live .	
II. Approval of the Minutes of Previous Meeting Quality Committee Meeting – May 26, 2026		Moved by Dr. Marlen Trujillo, seconded by Ms. Libby Viera – Bland, and unanimously approved the minutes of the May 26, 2026 meeting. Motion carried.
III. Harris Health Safety Message: Minute for Medicine Video Clostridium Difficile (C. diff)	Dr. Thomas Cummins, Executive Vice President & Chief Medical Executive, presented the Harris Health Safety Message through the monthly Minute for Medicine educational video, which focused on Clostridium difficile (C. diff) infection prevention. A copy of the video series is included in the permanent record.	As Presented.
IV. Presentation Regarding Population Health's Strategic Vision for Heart Health and FoodRx	Dr. Amy Smith, Senior Vice President, Care Transitions and Integration and Chief Health Officer, and Dr. Esperanza Galvan, Vice President, Population Health, delivered a presentation regarding Population Health's Strategic Vision for Heart Health and the FoodRx Program. Dr. Smith outlined Harris Health's comprehensive heart health strategy, which is guided by the American Heart Association's Life's Essential 8 framework. She explained that the strategy supports the Harris Health Strategic Plan, specifically Pillar Four, Health Promotion and Disease Prevention, by focusing on measurable improvements in blood pressure control, diabetes management, cholesterol reduction, obesity prevention, and tobacco cessation. Dr. Smith also discussed the role of the Sheila Jackson Lee Center for Accelerating Health Outcomes, which advances these initiatives through community partnerships, including collaborations with the American Heart Association and the Harris Health Collaborative. She highlighted several ongoing population health initiatives, including remote patient monitoring through the Healthy Connect Program, hypertension care redesign, healthy lifestyle classes, tobacco cessation efforts, diabetes education, chronic disease management, and community health worker outreach.	As Presented.

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
	Dr. Galvan provided an update on the FoodRx Program, describing it as Harris Health’s comprehensive Food is Medicine initiative designed to address food insecurity while improving chronic disease outcomes. She explained that patients are screened for food insecurity during clinic visits, and eligible patients with diabetes are enrolled in the program. Participants receive fresh produce and protein, nutrition education, care coordination, clinical monitoring, and connections to long-term community resources through partnerships with organizations such as the Houston Food Bank. Dr. Galvan reviewed the program’s various delivery models, including food pharmacies, community-based redemption sites staffed by community health workers, and food lockers that provide expanded patient access outside of traditional clinic hours. She noted that the program has strategically expanded since its 2019 launch to serve communities experiencing significant health disparities. Dr. Galvan also presented clinical outcome data demonstrating the program’s effectiveness. She reported that patients enrolled in FoodRx experienced measurable improvements in hemoglobin A1C levels, with the greatest reductions occurring among high-risk patients whose baseline A1C values exceeded 9 percent. She explained that improved diabetes control contributes directly to reducing cardiovascular disease, heart attacks, and stroke risk while advancing Harris Health’s strategic goals for population health. During the discussion, Committee members requested additional information regarding the Harris Health Collaborative. Dr. Smith explained that the collaborative consists of Harris Health, Harris County Public Health, the City of Houston, and Community Health Choice working collectively to improve cardiovascular health outcomes within the LBJ Hospital service area through shared data, coordinated interventions, and community partnerships. Leadership further explained that the initiative is currently focused on selected ZIP codes surrounding LBJ Hospital and is intended to evaluate whether independent organizations can effectively coordinate services and produce measurable population health improvements through shared governance and data-driven decision-making. Committee members also inquired about the FoodRx program’s delivery models and whether food was being delivered directly to patients’ homes. Dr. Galvan responded that Harris Health is currently conducting a small pilot program providing medically tailored meal delivery to select obstetric patients while continuing to evaluate opportunities for future expansion. Committee members expressed strong	

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
	support for the FoodRx initiative and its continued growth, recognizing its significant impact on addressing food insecurity and improving health outcomes within vulnerable communities. A copy of the presentation is included in the permanent record.	
V. Executive Session	At 12:16 p.m., Ms. Viera – Bland stated that the Quality Committee of the Board of Trustees would go into Executive Session for items V. ‘A and B’ as permitted by law under Tex. Occ. Code Ann. §§151.002 and 160.007 and Tex. Health & Safety Code Ann. §161.032.	
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 Reports in Connection with the Evaluation of the Quality of Medical and Healthcare Services, Including Report Regarding Harris Health Quality Review Councils, and Possible Action Regarding this Matter Upon Return to Open Session		No action taken.

AGENDA ITEM	DISCUSSION	ACTION/RECOMMENDATIONS
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 Tex. Health & Safety Code Ann. §161.032, and Possible Action Regarding this Matter Upon Return to Open Session		No action taken.
VI. Reconvene	At 12:53 p.m., Ms. Libby Viera – Bland reconvened the meeting in open session; she noted that a quorum was present, and that no action was taken in Executive Session.	
VII. Adjournment	There being no further business and without objection from the Members of the Committee, the meeting adjourned at 12:53 p.m.	

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 June 23, 2026.

Respectfully submitted,

Ms. Libby Viera – Bland, AICP, Presiding Officer,
In lieu of Andrea Caracostis, MD, MPH, Committee Chair

Recorded by Cherry A. Joseph, MBA

Board of Trustees
Quality Committee I Tuesday, June 23, 2026
ATTENDANCE RECORD

PRESENT BOARD COMMITTEE MEMBERS	ABSENT BOARD COMMITTEE MEMBERS	OTHER PRESENT BOARD MEMBERS
Libby Viera-Bland, AICP, Presiding Officer	Andrea Caracostis, MD, MPH (<i>Committee Chair</i>)	
Marlen Trujillo, PhD, MBA, CHW	Shubhada Hooli, MD, MPH	

PRESENT EXECUTIVE LEADERSHIP, STAFF & GUESTS	
Alexander Barrie	Jocelyn Thomas
Dr. Amy Smith	John Matcek
Dr. Asim Shah	Dr. Joseph Kunisch
Berrlyn Nelson	Louis Smith
Carolynn Jones	Maria Cowles
Cherry Joseph	Dr. Matasha Russell
Dr. Derek Curtis	Dr. O. Reggie Ekins
DeWight Dopslauf	Dr. Sandeep Markan
Ebon Swofford (<i>Harris County Attorney's Office</i>)	Sara Thomas (<i>Harris County Attorney's Office</i>)
Dr. Esperanza "Hope" Galvan	Shawn DeCosta
Dr. Glorimar Medina	Dr. Thomas Cummins
Dr. Jackie Brock	Dr. Tien Ko
Dr. Jennifer Small	Tiffani DuSang
Jennifer Zarate	Victoria Nikitin
Jerald Summers	Dr. Yashwant Chathampally

Virtual Attendee Notice: If you joined as a group and would like your attendance to be added to the official record, please submit an email to: BoardofTrustees@harrishealth.org before the close of business on the day of the meeting.

[Tuesday, August 25, 2026](#)

[Harris Health Safety Message: Minute for Medicine Video](#)

Minute for Medicine Video:

- Catheter Associated Urinary Tract Infection (CAUTI)



Yashwant Chathampally, MD, MSc
Associate CMO & SVP, Quality & Patient Safety

High Reliability Organization (HRO) Safety Message

Catheter Associated Urinary Tract Infection (CAUTI)

**Yash Chathampally, MD, MSc
Associate CMO & SVP, Quality & Patient Safety**

**Board of Trustees Quality Committee
August 25, 2026**

HARRISHEALTH

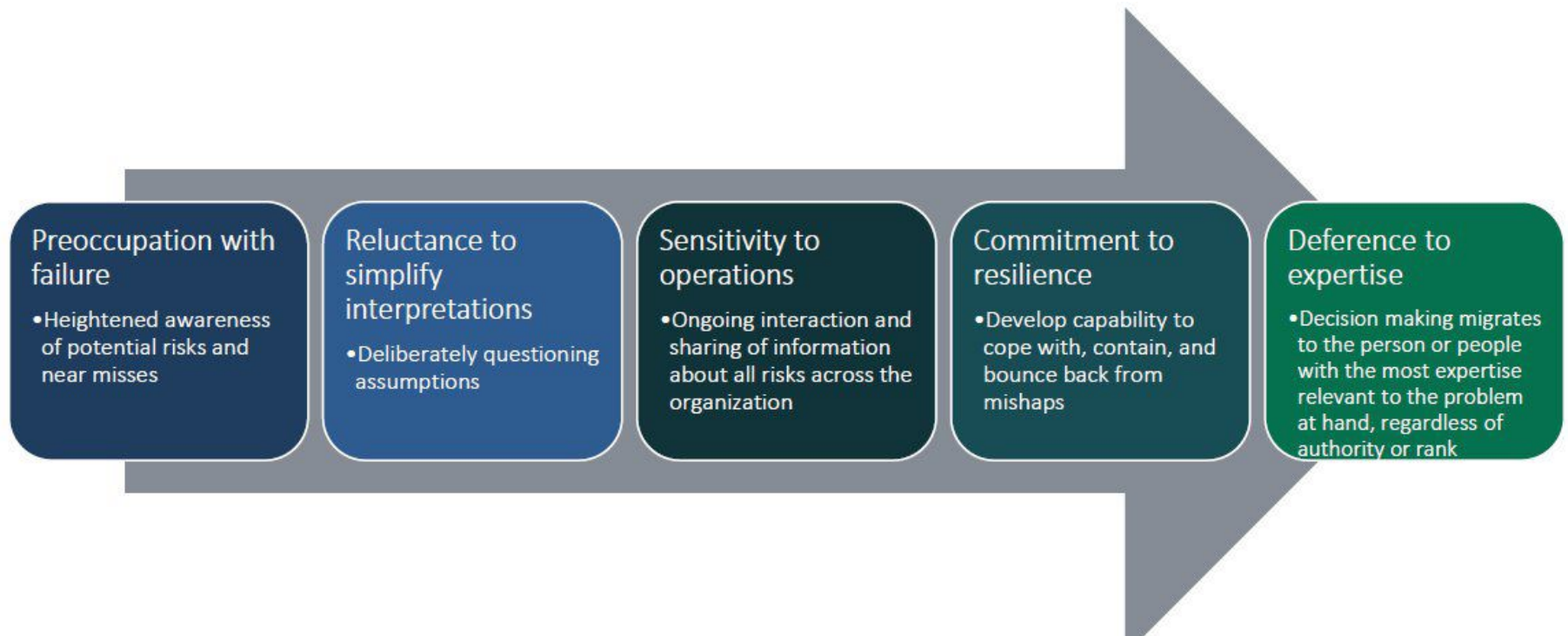
SAFETY MESSAGE

HARRIS | **ZERO**
HEALTH | **HARM**

SAFETY 1ST. ALWAYS.

HARRISHEALTH

Five Principles of a High Reliability Organization



HRO Video:

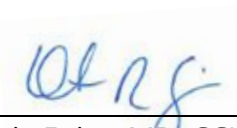
Harris Health Minute For Medicine:

- CAUTI-Catheter Associated Urinary Tract Infection
- <https://youtu.be/9Wfcor7ZsCA>

Tuesday, August 25, 2026

Executive Session

Quarterly Report Regarding Harris Health Correctional Health 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, and Possible Action Regarding this Matter Upon Return to Open Session.



O. Reggie Ekins, MD, CCHP-CP
Chief Medical Officer - Correctional Health

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Tuesday, August 25, 2026

Executive Session

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 Reports in Connection with the Evaluation of the Quality of Medical and Healthcare Services, Including Report Regarding Harris Health Quality Review Councils, and Possible Action Regarding this Matter Upon Return to Open Session.



Yashwant Chathampally, MD, MSc
Associate CMO & SVP, Quality & Patient Safety

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