

EL PASO COUNTY HOSPITAL DISTRICT
BOARD OF MANAGERS MEETING MINUTES

WEDNESDAY, MAY 10, 2023 – 3:00 P.M.
EIGHTH FLOOR BOARD ROOM

<u>PRESENT</u>	<u>OTHERS</u>
Henry Gallardo, Board Chair (remote) Joy Martinez, Board Vice Chair Kristina Mena, Ph.D., Board Secretary Anna Perez, Ed.D., Board Member Steve DeGroat, Board Member Miguel Fernandez, Board Member (remote) <u>ABSENT</u> None	R. Jacob Cintron, President & CEO Jennifer Carrasco, Exec. Asst. to the Board of Managers Michael Nuñez, District Chief Financial Officer Omar Villa, Chief Legal Officer Commissioner Leon Jon Law, Chief Strategic Officer Chris Chacon, UMC Dr. R. Lange, President, TTUHSC Ray Davis, Chief Information Officer Eric Johansen, Interim Chief Quality Officer Amy Daher, Chief Nursing Officer Maria Zampini, Chief Operating Officer Lorena Navedo, Chief Administrative Officer Ryan Mielke, Director of Public Affairs Eric Johansen, Interim Chief Quality Officer Ruben Vogt, Asst. Admin., Government Relations Daniel Collins, Staff Attorney Cindy Stout, CEO, EPCH Paul Braden

1, 2, & 3. CALL TO ORDER

Ms. Joy Martinez, board vice-chair, called the meeting to order at 3:02 p.m. on Wednesday, May 10, 2023. A quorum was established. No one signed up for public comment.

CONSENT AGENDA

ACTION: MOTION to approve the consent agenda items #4-14 (listed below) was made by Mr. DeGroat and seconded by Dr. Perez. The vote was Mr. Gallardo, Yes; Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Fernandez, Yes. Motion carried.

4. Approve the minutes of the Board of Managers meetings held on April 11, 2023 and April 17, 2023.
(Tab A)

5. Approve the El Paso County Hospital District combined Financial Statements for March 2023.
(Tab B) (Finance Committee)

6. Adopt the following:
(Tab C) (PAC Committee)

1. Policy MS-110, “Guidelines for New Procedure Approval”
2. 2023 Proposed Amendments to the Medical Staff Bylaws

7. Approve and authorize the President and CEO to negotiate and execute amendments to various staffing agencies to extend the current agreements for an additional year to provide temporary staff on an as needed basis.

(Tab D) (Finance Committee)

8. Approve and authorize the President and CEO to negotiate and execute the Selection Committee's recommendation for Architectural Services Thomason Tower 8th Floor Observation Unit (RFQ #950-01/23-001).

(Tab E) (Finance Committee)

9. Approve and authorize the President and CEO to negotiate and execute the Selection Committee's recommendation for General Contractor UMC East Emergency Department X-Ray and UMC West CT Scan (RFP #950-11/22-008).

(Tab F) (Finance Committee)

10. Accept the Quarterly Investment Report for period ended March 31, 2023.

(Tab G) (Finance Committee)

11. Approve and authorize the President and CEO to negotiate and execute an agreement with Innovation Advantage for consulting services.

(Tab H) (Finance Committee)

12. Approve and authorize the President and CEO to negotiate and execute an amendment to the Master Services Agreement with Guidehouse, LLP for consulting services related to the response and costs incurred by the District for COVID-19 pandemic.

(Tab I) (Finance Committee)

13. Approve and authorize the President and CEO to negotiate and execute the General Contractor Agreement for construction to meet facility deficiency corrections and CT Scan construction.

(Finance Committee)

14. Approve the following Medical Staff requests:

(Tab J) (PAC Committee)

- 1. Temporary Privileges**
- 2. Initial Medical Staff Applications**
- 3. Initial Allied Health Professional Applications**
- 4. Medical Staff Reappointments and Renewal of Privileges**
- 5. Allied Health Professional Reappointment and Renewal of Privileges**
- 6. Additional Privileges**
- 7. Change in Category Status/Privileges**
- 8. Request for Leave of Absence/Resignation/Relocation**
- 9. Suspensions and Reinstatements**
- 10. Automatic termination per Bylaws Article VIII 8.1.6**
- 11. Other Business**
- 12. Focused Professional Practice Evaluations**
- 13. Ongoing Professional Practice Evaluations**

REGULAR AGENDA

15. Receive and take appropriate action on the CEO Report for the El Paso County Hospital District d/b/a University Medical Center of El Paso.

The Board of Managers received an update on behalf of EPCHD d/b/a UMC. Mr. Cintron presented on the following topics:

- Nurses Week / Hospital Week
- OBGYN Clinic Now Available
- UMC conducts training for first responders for off-road safety
- Amistad Honor for Pandemic Support
- UMC Physicians, Dr. J. Gasco and Dr. D. Jimenez recognized as 2023 Top Doctors
- UMC Advancement – First in the region for AI for GI
- State / Federal Government Relations Update

ACTION: MOTION to accept the CEO report was made by Mr. DeGroat and seconded by Ms. Martinez. The vote was Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Gallardo, Yes; Mr. Fernandez, Yes. Motion carried.

16. Receive an update on behalf of El Paso Children's Hospital.

The Board of Managers received an update on behalf of El Paso Children's Hospital. Ms. Cindy Stout presented on the following topics:

- Service Line Growth and Development – Dr. Alam, Pediatric Urologist
- Expansion
 - Pediatric Urgent Care Center
 - OP Multi Specialty Center
- EPCH Events
 - Cleft Lip and Palate Deformities Symposium
 - 1st Ever Endoscopic Surgery for Treatment of Craniosynostosis Conference
 - Univision Family Expo
 - EPCH 11th Birthday Celebration
 - Doctor of the Year Presentation
- Legislative Affairs
- Congresswoman Escobar Donation – Mobile Unit Check Presentation
- Children's Miracle Network Campaigns
- EPCH THON Visit
- El Paso Rotary Club

ACTION: MOTION to accept the EPCH update was made by Mr. DeGroat and seconded by Dr. Mena. The vote was Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Gallardo, Yes; Mr. Fernandez, Yes. Motion carried.

17. Receive an update on behalf of Texas Tech University Health Sciences Center El Paso.

The Board of Managers received an update on behalf of Texas Tech University Health Sciences Center El Paso. Dr. Lange presented on the following topics:

- Student Demographics
- NIH Grant – new tuberculosis vaccine development
- American Cancer Society Grants
- Graduations

- Retention of how many students stay in El Paso and where else they go

ACTION: MOTION to accept the TTUHSC El Paso update was made by Mr. DeGroat and seconded by Dr. Mena. The vote was Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Gallardo, Yes; Mr. Fernandez, Yes. Motion carried.

18. Receive a presentation on Robert's Rules of Order Newly Revised – Parliamentary Procedure.

The Board of Managers received the presentation presented by board member, Dr. Anna Perez. Dr. Perez presented on the following topics:

- Background of Robert's Rules of Order
- Two major changes
 - How the Approval of Minutes are presented
 - How the Adjournment of a Meeting is stated
- Parliamentary Law to Electronic Meetings
- No action on routine financial reports. The chair states, "The report is referred to the auditors"

ACTION: No action required.

19. Review and take appropriate action on the revised El Paso County Hospital District Bylaws.

Mr. Gallardo noted that the Bylaws Committee took the time to review and revise the bylaws as needed. Mr. Villa proceeded to provide an overview of the revisions. He noted that over the next month that the board members can review and bring forward any recommendations to his attention. Any recommendations will be incorporated and the bylaws will be presented in June for adoption.

ACTION: No action taken.

The Board of Managers convened Executive Session at 4:11 pm.

EXECUTIVE SESSION

20. Receive a Quality Report, pursuant to Texas Health and Safety Code §161.032(b)(2).

Tabled.

21. Discuss information relating to proposed service lines or product lines of hospital district, pursuant to Texas Government Code §551.085(a)(2)

Discussed.

22. Consultation with attorney, pursuant to Texas Government Code §551.071 regarding EEOC Claim 453-2023-00308.

Discussed.

23. Discuss the employment agreement of the President and Chief Executive Officer, pursuant to Texas Government Code §551.074.

Discussed.

EXECUTIVE SESSION – continued

24. Discuss performance goals under the CEO Agreement, pursuant to Texas Government Code §551.074.

Discussed.

*Any action taken as a result of this discussion will be taken at
the opening of this meeting after closed session, or at a subsequent meeting*

OPEN SESSION

The Board of Managers re-convened Open Session at 6:04pm.

25. Discuss and take appropriate action to adopt a resolution approving a form of Order of El Paso County Commissioners Court authorizing the issuance of El Paso County Hospital District Revenue Bonds, Series 2023; and resolving other matters incident and related to the issuance of such bonds.

ACTION: MOTION to approve and adopt the resolution pursuant to the discussion in executive session was made by Dr. Perez and seconded by Mr. DeGroat. The vote was Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Gallardo, Yes; Mr. Fernandez, Yes. Motion carried.

26. Discuss and take appropriate action to adopt a resolution expanding the President and CEO's signature authority for contracts.

ACTION: MOTION to approve a resolution expanding the President and CEO's signature authority for contracts related to surgical hospital up to \$550,000 through December 31, 2023 pursuant to the discussion in executive session was made by Mr. DeGroat and seconded by Dr. Perez. The vote was Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Gallardo, Yes; Mr. Fernandez, Yes. Motion carried.

27. Discuss and take appropriate action to authorize the President and CEO to negotiate and execute an agreement with Rauland-Borg for the purchase and installation of a Rauland-Borg Responder 5 Nurse Call system.

ACTION: MOTION to approve this request pursuant to the discussion in executive session was made by Mr. DeGroat and seconded by Ms. Martinez. The vote was Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Gallardo, Yes; Mr. Fernandez, Yes. Motion carried.

28. Discuss and take appropriate action to authorize the President and CEO to negotiate and execute a capital lease agreement with Olympus Endoscopy for gastrointestinal equipment.

ACTION: MOTION to approve this request pursuant to the discussion in executive session was made by Mr. DeGroat and seconded by Ms. Martinez. The vote was Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Gallardo, Yes; Mr. Fernandez, Yes. Motion carried.

29. Take appropriate action based on the discussion of the employment agreement of the President and Chief Executive Officer.

ACTION: MOTION to approve the annual evaluation of the President and Chief Executive Officer and adjust the base compensation for the President / CEO retroactive to October 1, 2022 pursuant to the discussion in executive session was made by Mr. DeGroat and seconded by Dr. Perez. The vote was Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Gallardo, Yes; Mr. Fernandez, Yes. Motion carried.

30. Take appropriate action based on the discussion of the performance goals under the CEO Employment Agreement.

ACTION: MOTION to approve the fiscal year 2022 incentive compensation for the President and CEO pursuant to the discussion in executive session was made by Mr. DeGroat and seconded by Dr. Perez. The vote was Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Gallardo, Yes; Mr. Fernandez, Yes. Motion carried.

31. Adjournment.

Board of Managers meeting adjourned at 6:09pm.

Approved by the EPCHD Board of Managers on 6/20/2023

Henry Gallardo, Board Chair

Kristina Mena, Ph.D., Board Secretary