

EL PASO COUNTY HOSPITAL DISTRICT  
BOARD OF MANAGERS MEETING MINUTES

TUESDAY, AUGUST 8, 2023 – 3:00 P.M.  
EIGHTH FLOOR BOARD ROOM

<u>PRESENT</u>	<u>OTHERS</u>
Henry Gallardo, Board Chair Joy Martinez, Board Vice-Chair Kristina Mena, Ph.D., Board Secretary Anna Perez, Ed.D., Board Member (remote) Steve DeGroat, Board Member Isidro Torres, Board Member  <u>ABSENT</u> Miguel Fernandez, Board Member	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  Dr. Richard Lange, President of TTUHSC Dr. Cindy Stout, CEO, El Paso Children's Hospital Dr. Joel Hendryx, CMO Jerry Akin, Asst. Admin., Planning, Design & Constr. Eric Johansen, Interim CQO Rene Fernandez, Admin. Dir., Materials Management Lorena Navedo, CAO Chris Chacon, CEO, UMC Surgical Hospital Jon Law, CSO Dr. Abigail Tarango, Executive Dir., Foundations Amy Daher, CNO Ryan Mielke, Director of Public Affairs  <i>Several others attended virtually.</i>

**1, 2, & 3. CALL TO ORDER**

Mr. Henry Gallardo, board chair, called the meeting to order at 3:02 p.m. on Tuesday, August 8, 2023. A quorum was established. No one signed up for public comment.

**4. Approve the minutes of the Board of Managers meetings held on July 11, 2023, July 20, 2023, and August 1, 2023.  
(Tab A)**

There were no corrections to the meeting minutes that were previously distributed. With no corrections, the meeting minutes as distributed were approved.

**CONSENT AGENDA**

**ACTION: MOTION** to approve the consent agenda items #5-12 (listed below) was made by Mr. DeGroat and seconded by Ms. Martinez. The vote was Mr. Gallardo, Yes; Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Torres, Yes. Motion carried.

**5. Acknowledge receipt of the El Paso County Hospital District combined Financial Statements for June 2023.  
(Tab B) (Finance Committee)**

**6. Approve and adopt the following policies:**

**(Tab C) (PAC and Finance Committee)**

- 1. Policy P-19, "Hospital Restraints"**
- 2. Policy L-8, "Informed Consent"**
- 3. Policy F-11, "Investment"**

**7. Approve and authorize the President and CEO to negotiate and execute a general contractor agreement with Veliz Construction for UMC Surgical Hospital facility improvements.**

**(Tab D)**

**8. Approve and authorize the President and CEO to negotiate and execute a renewal agreement with Everbridge Solutions for secure messaging and mass notification system.**

**(Tab E)**

**9. Accept the Quarterly Investment Report for period ended June 30, 2023.**

**(Tab F)**

**10. Accept the annual Hilltop Securities Asset Management Compliance Package prepared as required by the Texas Public Funds Investment Act.**

**(Tab G)**

**11. Approve a resolution for the proposed quarterly rate not to exceed 2.0% (0.02) for the El Paso County Hospital District Local Provider Participation Fund.**

**(Tab H)**

**12. Approve the following Medical Staff requests:**

**(Tab I) (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**

**13. 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:

- Received a brief presentation by Dr. Lange on the receipt of a \$25 million donation from the Fox Family to go towards the future Cancer Center

- Remembering August 3, 2019
- Telehealth Program Launches for UMC Clinics
- UMC Geriatrician Gives Expert Alzheimer's Perspective
- UMC First in Region with AI-Assisted Colonoscopies
- Congratulations to Dr. Days – for being the cover feature for a special healthcare themed edition of The City Magazine, published in July
- El Paso Health Steps Up Medicaid Renewal Outreach
- Government Relations
  - Federal
  - State
- July UMC Minutes Video

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

**14. Receive and take appropriate action on a quarterly update on behalf of El Paso Children's Hospital.**

The Board of Managers received a quarterly update on behalf of El Paso Children's Hospital. Dr. Stout presented on the following topics:

- Employee Forums
- Leadership Development
- Physician Forums
- Dedicated Community EPCH Physicians
- Nurses Week 2023
- Hospital Week 2023
- Walk for Wishes – Make a Wish
- Dia de los Niños
- KFOX Health Fair
- TTUHSC Sip & Sim
- Congresswoman Veronica Escobar – Book Donation
- City Representative, Alex Annello Visit
- El Paso Chamber Healthcare Summit
- EPCH Foundation Fundraisers
- Children's Miracle Network Child
- Continuing the Legacy – Neurosurgery & Cranial and Facial – Dr. Z. Makoshi and Dr. D. Yates
- El Paso Children's Urgent Care at 3260 N. Zaragoza Ave., Building D, Suite 407

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

**15. Review and take appropriate action to adopt a resolution for the appointment of new board members to the Board of Directors for the University Medical Center Foundation of El Paso and El Paso Children's Hospital Foundation.  
(Tab J)**

Mr. Omar Villa, Chief Legal Officer, noted that the biographies for the six candidates were included in the board packet. The candidates will serve on the UMC Foundation and the EPCH Foundation. In accordance with the Bylaws of the Foundation, the appointments are to be made by the Board of Managers. Mr. Villa noted that Dr. Tarango, Executive Director of the Foundations, was available for any questions about any of the candidates. Mr. Gallardo asked if there were any questions or concerns with any of the candidates as presented. There were no concerns.

**ACTION: MOTION** to approve and adopt the resolution for the appointment of the six candidates as listed to the Board of Directors for the UMC Foundation of El Paso and the EPCH Foundation was made by Ms. Martinez and seconded by Dr. Mena. The vote was Mr. Gallardo, Yes; Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Torres, Yes. Motion carried.

*At the request of Mr. Gallardo, board chair, agenda items #16-#19 were all read into record since they are all related to the UMC Surgical Hospital. Each request was presented by Mr. Chacon, CEO of the UMC Surgical Hospital and discussed with the EPCHD Board of Managers.*

**16. Discuss and take appropriate action to approve and authorize the President and CEO to negotiate and execute an agreement with Stryker for medical Equipment.  
(Tab K)**

**17. Discuss and take appropriate action to amend an existing agreement with Agiliti Health, Inc. for management of medical equipment and for the President and Chief Executive Officer to negotiate and execute the amendment.  
(Tab L)**

**18. Discuss and take appropriate action to amend an existing agreement with CEP America, LLC d/b/a Vituity for emergency department services and for the President and Chief Executive Officer to negotiate and execute the amendment.  
(Tab M)**

**19. Discuss and take appropriate action to enter into an agreement with Noble Anesthesia Partners, PLLC for anesthesia services and for the President and Chief Executive Officer to negotiate and execute the agreement.  
(Tab N)**

**ACTION: MOTION** to approve agenda items #16, #17, #18, and #19 as presented was made by Mr. DeGroat and seconded by Ms. Martinez. The vote was Mr. Gallardo, Yes; Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Torres, Yes. Motion carried.

**20. Discuss and take appropriate action to adopt the El Paso County Hospital District Bylaws.  
(Tab O)**

The Board of Managers reviewed and discussed the revisions recommended by the Bylaws Committee. In regards to calling a special board meeting, the board decided to revert to the original language and change the number of board members required from three to two board members.

**ACTION: MOTION** to adopt the El Paso County Hospital District Bylaws as presented with the change to the number of board members required to call a special board meeting from three to two was made by Mr. DeGroat and seconded by Mr. Torres. The vote was Mr. Gallardo, Yes; Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. DeGroat, Yes; Mr. Torres, Yes. Motion carried.

**21. Discuss and take appropriate action to adopt the El Paso County Hospital District FY2024 Operating and Capital Budget and the proposed Tax Rate for the El Paso County Hospital District.**

Mr. Nuñez, District Chief Financial Officer presented the tax rate scenarios. He noted that the recommendation is to go with the voter approval rate. The tax rate public hearing is scheduled to be held on Monday, August 21<sup>st</sup> and the FY2024 Operating and Capital Budget and the proposed Tax Rate is scheduled to be presented to the County Commissioners for recommendation of their approval on Monday, August 28<sup>th</sup>.

Mr. Villa, Chief Legal Officer, noted that the board has the authority to propose the tax rate for final consideration by the County Commissioners (the board does not adopt the tax rate under state law) and secondarily the board approves the budget with final approval to be made by the County Commissioners.

Mr. Villa proceeded to read into the record the following motions:

**Motion #1**

In accordance with Texas Health & Safety Code §281.096 propose a tax rate of 0.235650 dollars per \$100 assessed value that consists of 0.197663 dollars per \$100 assessed value for the purpose of maintenance and operations and 0.037987 dollars per \$100 assessed value for interest and debt service of the Hospital District for consideration and adoption by El Paso County Commissioners.

**Motion #2**

Approve the FY2024 Operating & Capital Budget and recommend for consideration and final approval of said budget by the El Paso County Commissioners Court, pursuant to Texas Health & Safety Code §281.091.

**ACTION: MOTION to approve motion #1 as read into record** was made by Mr. DeGroat and seconded by Dr. Martinez. The vote was Mr. Gallardo, Yes; Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. Martinez, Yes; Mr. DeGroat, Yes. Motion carried.

**ACTION: MOTION to approve motion #2 as read into record** was made by Mr. DeGroat and seconded by Dr. Mena. The vote was Mr. Gallardo, Yes; Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. Martinez, Yes; Mr. DeGroat, Yes. Motion carried.

The Board of Managers convened Executive Session at 4:32 pm.

**EXECUTIVE SESSION**

**22. Discuss information relating to real property for lease of warehouse space located in central El Paso, pursuant to Texas Government Code §551.072.**

*Discussed.*

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

*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 4:54pm.

**24. Take appropriate action on a lease agreement for warehouse space located in central El Paso, and, for the President and CEO to negotiate and execute the agreement, subject to final approval by the El Paso County Commissioners Court.**

Based on the discussion during executive session, action was taken.

**ACTION: MOTION** to approve lease agreement for warehouse space located in central El Paso as presented in executive session, and, for the President and CEO to negotiate and execute the agreement, subject to final approval by the El Paso County Commissioners Court was made by Ms. Martinez and seconded by Mr. DeGroat. The vote was Mr. Gallardo, Yes; Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. Martinez, Yes; Mr. DeGroat, Yes. Motion carried.


**25. Take appropriate action to approve and authorize the President and CEO to negotiate and execute an agreement with Mako Surgical Corporation.**

Based on the discussion during executive session, action was taken.

**ACTION: MOTION** to approve and authorize the President and CEO to negotiate and execute an agreement with Mako Surgical Corporation based on the discussion in executive session was made by Mr. DeGroat and seconded by Dr. Mena. The vote was Mr. Gallardo, Yes; Ms. Martinez, Yes; Dr. Mena, Yes; Dr. Perez, Yes; Mr. Martinez, Yes; Mr. DeGroat, Yes. Motion carried.

**26. Adjournment.**

Board of Managers meeting adjourned at 4:57pm.

  
Henry Gallardo, Board Chair

  
Kristina Mena, Ph.D., Board Secretary