

**MINUTES OF THE BOARD OF MANAGERS
OF
UMC HEALTH SYSTEM**

MONDAY, FEBRUARY 21, 2022

Mr. Gary Greenstreet, Vice-Chairman, called the Board of Managers of University Medical Center to order at 8:55 a.m. on Monday, February 21, 2022. The meeting was held in the board room at University Medical Center, 602 Indiana Avenue, Lubbock, TX. The meeting was held utilizing the Microsoft platform, TEAMS, with appropriate notice and opportunity for the public to participate pursuant to the temporary suspension of certain Open Meeting Laws due to the State Governor's COVID-19 disaster declaration.

The Chair confirmed that no one from the public registered to comment.

Mr. Greenstreet welcomed the Board Members and guests and thanked them for attending. The following members and guests were present:

BOARD MEMBERS PRESENT

| | | |
|------------------|-----------------|----------------------------------|
| Carlos Garcia | Curtis Griffith | Gladys Whitten, D.M.D. (virtual) |
| Gary Greenstreet | Mont McClendon | |

MEMBERS ABSENT

| | | |
|-------------------|--------------|---------------|
| Steven Berk, M.D. | Laura Vinson | Jolyn Wilkins |
|-------------------|--------------|---------------|

OTHERS PRESENT

| | | |
|-----------------------|----------------------------|------------------------------|
| Teresa Barron | Alan Haynes, M.D. | Jodene Satterwhite (virtual) |
| Neal Brumley | Jeff Hill (virtual) | Zach Sawyer |
| John DeToledo, M.D. | Bobbye Hrnccirik (virtual) | Nick Skeen |
| Jeff Dane | John Lowe (virtual) | Chris Smith (virtual) |
| Aaron Davis (virtual) | Heather Martinez | Shane Terrell |
| Kristi Duske | Brian Payne, M.D. | Amanda Tijerina (virtual) |
| Bill Eubanks | Britt Pharris | Kala Waits |
| Glen Frick | Mike Ragain, M.D. | Phillip Waldmann |
| Mark Funderburk | Greg Roberts (virtual) | Tammy Williams |
| | | Jan Brumley |

INVOCATION

Mr. Mark Funderburk voiced the invocation.

QUORUM

With five voting members present, a quorum was established.

EXECUTIVE SESSION

The Board of Managers went into a Closed Meeting under Government Code Sections 551.071, 551.072, 551.073, 551.074, 551.076 and 551.085 at 8:55 a.m. to consult with attorney concerning pending or contemplated litigation, settlement offers, and confidential legal matters; to deliberate the purchase, exchange, lease or value of real property, deliberate personnel matters; to deliberate financial planning information relating to negotiation for provision of services or product lines; to deliberate proposed new services or product lines and to review Professional Staff credentials (Health and Safety Code Section 161.031 et seq.).

RECESS: Without objection, the Board agreed to recess at 10:08 a.m. to take a brief break before entering Open Session.

OPEN SESSION

The Board of Managers entered Open Session at 10:16 a.m.

APPROVAL OF THE MINUTES

The following minutes were presented for approval.

- Board of Managers Meeting – January 24, 2022
- Performance Improvement Oversight Committee Meeting – January 24, 2022

Chairman Greenstreet called for a motion to approve the minutes.

ACTION: Mr. Griffith moved to approve the PIOC and the Board of Managers minutes as presented. The motion was seconded by Mr. McClendon and approved unanimously.

**PROFESSIONAL STAFF REPORT
CREDENTIALS RECOMMENDATIONS**

Mike Ragain, M.D., Executive Vice President and Chief Medical Officer, presented the recommendations to the Board of Managers from the Executive Committee meeting held on February 7, 2022. It was the staff's recommendation to approve as presented.

Following opportunity for all present to ask questions, the Chairman called for a motion.

ACTION: Mr. Garcia moved to approve the UMC Professional Staff recommendations as presented. The motion was seconded by Mr. McClendon and approved unanimously.

PRESIDENT'S REPORT

Mr. Mark Funderburk, President and Chief Executive Officer, reviewed the UMC Scorecard and Hospital Utilization Report.

Mr. Funderburk reported that the occurrences of employee harm have decreased. He attributed the decrease of occurrences to the implementation of the UMC Police Department in June of 2021.

Mr. Funderburk announced that construction on the Health and Wellness building located on Slide Road has begun. The completion date is scheduled for December 2023.

After discussion and opportunity for all present to be heard, the Chairman called for a motion.

ACTION: Mr. Griffith moved to accept the President's report as presented. The motion was seconded by Mr. Garcia and approved unanimously.

CHIEF FINANCIAL OFFICER'S REPORT

Mr. Jeff Dane, Executive Vice President, Administrator and Chief Financial Officer, reviewed the January 2022 financial statements. It was the staff's recommendation to approve as presented.

After discussion and opportunity for all persons present to be heard, the Chairman called for a motion.

ACTION: Mr. Garcia moved to accept the January financial statements as presented. The motion was seconded by Mr. McClendon and approved unanimously.

TTUHSC REPORT

This report was deferred.

RESOLUTION TO AMEND UMC'S 403(B)

Kristi Duske, Chief Legal Officer, presented a Resolution for approval that would allow UMC to amend its 403(b) program, effective February 27, 2022, to revise the maximum percentage of compensation subject to employer matching contributions. The resolution would also specify that to be eligible for a matching contribution, an employee must make an elective deferral equal to at least 2% of compensation.

It was the staff's recommendation to approve as presented.

ACTION: Mr. Griffith moved to accept the Resolution to amend UMC's 403(b) plan as presented. The motion was seconded by Mr. McClendon and approved unanimously.

BID PROPOSALS AND SERVICE AGREEMENTS

The Board considered all of the following bid proposals and service agreements.

A. End Tidal CO2 Modules (20)

Ms. Heather Martinez, Vice President of ICU Services, presented the End Tidal CO2 Modules to the Board. Ms. Martinez explained that these end tidal CO2 modules are needed for all adult ICU beds. This will allow for monitoring of ventilation and oxygenation by indicating how much CO2 is present in each phase of the respiratory cycle.

Staff recommends the purchase from Phillips Healthcare, a Premier vendor, for a total cost of \$113,360. This will be paid for out of the 2021 unbudgeted funds.

B. Roofing Improvements

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the roofing improvements to the Board. Mr. Skeen stated that this request is to replace the roofs on MOP I, the West Tower and the Southwest Medical building.

Staff recommends the purchase from the lowest compliant bidder, Lydick Hooks, for a total cost of \$787,850. This will be paid for out of the 2022 budgeted funds.

C. Property Purchase

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the property purchase to the Board. Mr. Skeen stated that this request is to purchase property located at 14101 Indiana Avenue for a future EMS Station.

Staff recommends the purchase of this sole source item, which is exempt from competitive bidding, from Rocket Partners, LLC for \$380,000. This will be paid for out of the 2022 budgeted funds.

D. Echo/Vascular Ultrasound

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented echo/vascular ultrasound to the Board. Mr. Skeen explained that this request is to replace the last outdated ultrasound machine. This will bring all current Philips ultrasound machines to the same hardware and software level to decrease exam variability.

Staff recommends the purchase from Philips Healthcare, a Vizient vendor, for a total cost of \$214,897. This will be paid for out of the 2022 budgeted funds.

E. Allegro Imaging Table

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Allegro imaging table to the Board. Mr. Skeen explained that the Allegro

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table provides precise control and surgical access for progressive, minimally invasive image-guided procedures. The current Allegro Imaging table is broken and will be traded in for a new table.

Staff recommends the purchase from Mizuho OSI, a Premier vendor, for a total cost of \$70,124. This will be paid for out of the 2022 unbudgeted funds.

F. Tegris Integration System (8)

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Tegris Integration System to the Board. Mr. Skeen explained that this request is for the Getinge Tegris Integration System for two rooms in Endoscopy. Tegris is the modular OR integration solution that delivers video, device and data integration for a simpler, safer and more streamlined working environment.

Staff recommends the purchase from Getinge, a Premier vendor, for a total cost of \$536,564. This will be paid for out of the 2022 budgeted funds.

G. Health and Wellness Guaranteed Maximum Pricing Package

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Health and Wellness Guaranteed Maximum Pricing Package (GMP) to the Board. Mr. Skeen explained that Whiting-Turner and Lee Lewis had issued the final GMP package for the Health and Wellness Campus, located at 114th Street and Slide Road. The proposed GMP includes all components of the planned project, as well as contingencies and price escalations associated with labor and material shortages. These funds are inclusive of the two previously approved values used to secure materials and subcontractors to maintain target dates for project completion.

Staff recommends the purchase of this sole source item, which is exempt from competitive bidding, from Whiting Turner/ Lee Lewis for \$126,752,362. This will be paid for out of the 2021/2022 budgeted funds.

H. Microsoft Licensing True-Up

Mr. Shane Terrell, Vice President of I.T. Operations, presented the Microsoft licensing True-Up to the Board. Mr. Terrell stated that this request is to purchase Microsoft licensing for 2021. Additional SQL server licensing is necessary to continued growth.

Staff recommends the purchase from SHI Government Solutions, a DIR vendor, for a total cost of \$139,130. This will be paid for out of the 2021 budgeted funds.

I. AHU I and 20 Refurbishment

Mr. Phillip Waldmann, Executive Vice President of Operations and Chief Operating Officer, presented the AHU I and 20 Refurbishment to the Board. Mr. Waldmann explained that this is a replacement of old pneumatic controls, which will be replaced with DDC controls. This includes, new heating and cooling coils, sanitization of the unit, pump replacement, installation of GPS needle point bi-polar air ionization, seal coating of the unit and new installation of doors on positive pressure side. These modifications are being done to bring these units into a more energy efficient mode and a more maintenance free setup.

Staff recommends the purchase from Varitec Solutions and Johnson Controls, both TIPS vendor, for a total cost of \$1,138,349. This will be paid for out of the 2022 budgeted funds.

J. Energy Recovery Ventilator

Mr. Phillip Waldmann, Executive Vice President of Operations and Chief Operating Officer, presented the energy recovery ventilator to the Board. Mr. Waldmann explained that this energy recovery ventilator (ERV) are systems designed to be connected to the ducts that are part of the HVAC system. By the way of two fans, ERVs draw clean, fresh air into a home or office and remove sterile air. This request is to replace the entire energy recovery unit to upgrade supply and exhaust sides to a fan wall system, add gaps, and to replace all existing controls to newer DDC controlled devices.

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Staff recommends the purchase from Varitec Solutions, a TIPS vendor, for a total cost of \$807,800. This will be paid for out of the 2022 unbudgeted funds.

K. Damper Replacement (23)

Mr. Phillip Waldmann, Executive Vice President of Operations and Chief Operating Officer, presented damper replacement to the Board. Mr. Waldmann explained that this request is to replace twenty-three fire dampers to correct non-compliance issues that have been previously found.

Staff recommends the purchase from TDIndustries, a Premier vendor, for a total cost of \$61,257. This will be paid for out of the 2022 unbudgeted funds

At this time, Mr. Greenstreet gave members an opportunity to ask questions or voice objections. With no objections, Mr. Greenstreet asked for a motion.

ACTION: Mr. McClendon moved to accept staff's recommendation of the bids, proposals and service agreements as presented. The motion was seconded by Mr. Griffith and approved unanimously.

AGREEMENTS, PROPOSALS, POLICIES AND DISCUSSION ITEMS

The Board considered all of the following bid proposals and service agreements.

A. Contract Management Report

The Board was provided a report of UMC's contract management system report. The data is completed for the Det Norske Veritas (DNV) survey and is for information purposes. No action is necessary.

ACCOUNTS FOR REFERRAL

Mr. Jeff Dane, Executive Vice President, Administrator and Chief Financial Officer, presented the February 2022 summary of accounts \$35,000 to \$100,000. There was one account in February totaling \$54,003. February accounts over \$100,000 were presented as follows:

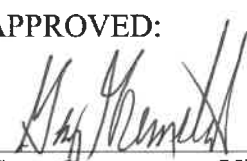
| Referral | Number of Accounts | Amount |
|-------------------|---------------------------|---------------------|
| Collection Agency | 1 | \$ 580,569 |
| Delete | 2 | \$591,856 |
| Legal | - | - |
| TOTAL | 3 | \$ 1,172,424 |

At this time, Mr. Greenstreet gave members an opportunity to ask questions or voice objections. With no objections, Mr. Greenstreet asked for a motion.


ACTION: Mr. Griffith moved to accept the staff's recommendation as presented. The motion was seconded by Mr. Garcia and approved unanimously.

With no further business to come before the Board, the Chair adjourned the meeting at 11:16 a.m.

APPROVED:



Gary Greenstreet, Vice-Chair



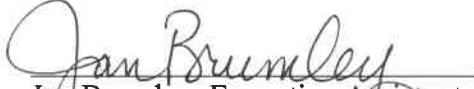
Gladys Whitten, D.M.D., Secretary

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BID PROPOSALS AND AGREEMENTS PREPARED BY:


Teresa Barron, Executive Assistant

APPROVED AS TO FORM:


Jan Brumley, Executive Assistant