

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

**MONDAY, MAY 20, 2024**

Dr. Gladys Whitten, Chairman, called the Board of Managers of University Medical Center to order at 9:05 a.m. on Monday, May 20, 2024. The meeting was held in the board room at University Medical Center, 602 Indiana Avenue, Lubbock, TX.

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

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

**BOARD MEMBERS PRESENT**

John DeToledo, M.D.  
Gary Greenstreet  
Mont McClendon

Jason Medina  
Mikella Newsom  
Laura Vinson

Jolyn Wilkins  
Gladys Whitten, D.M.D.

**MEMBERS ABSENT**

**OTHERS PRESENT**

Teresa Barron  
Tina Belcher  
Betty Cornell  
Jeff Dane  
Aaron Davis  
Dean Diersing  
Kristi Duske  
Bill Eubanks  
Mark Funderburk  
Adonica Hall (virtual)

Allan Haynes, M.D.  
Jeff Hill  
Bobbie Hrcirik (virtual)  
Brent King  
John Lowe  
Steven Maddux (virtual)  
Amy O'Meara (virtual)  
Brian Payne, M.D.  
Britt Pharris  
Mike Ragain, M.D.

Greg Roberts (virtual)  
Jodene Satterwhite (virtual)  
Jill Shanklin  
Nick Skeen  
Shane Terrell  
Amanda Tijerina  
Kala Waits  
Phillip Waldmann  
Tammy Williams

**INVOCATION**

Mr. Mark Funderburk voiced the invocation.

**QUORUM**

With seven 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 9:07 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 10:38 a.m. to take a brief break before entering Open Session.

**OPEN SESSION**

The Board of Managers entered Open Session at 10:42 a.m.

**APPROVAL OF THE CONSENT AGENDA ITEMS**

The following were presented for approval.

- A. Board of Managers Meeting Minutes – April 22, 2024
- B. Performance Improvement Oversight Committee Meeting Minutes – April 22, 2024
- C. Professional Staff Report  
The Board was provided a report of recommendations from the Executive Committee Meeting held on May 6, 2024, including Applicants to Staff, Ad Hoc Applicants to Staff, Temporary Privileges, Resignations, Active Reappointments, and Referring Reappointments.
- D. 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.
- E. Neoprobe & Sentimag (2)  
The Board was provided with the Neoprobe & Sentimag request. Staff recommends the purchase from Devicor Medical Products, Inc., a Premier vendor, for a total cost of \$123,816. This will be paid for out of the 2024 undesignated funds.

Chairman Whitten called for a motion to approve the Consent Agenda items. At this time, Dr. Whitten gave members an opportunity to ask questions or voice objections. With no objections, Dr. Whitten asked for a motion for the Consent Agenda items.

**ACTION:** Ms. Wilkins moved to approve the Consent Agenda Items as presented. The motion was seconded by Ms. Vinson and approved unanimously.

**PRESIDENT’S REPORT**

Mr. Mark Funderburk, President and Chief Executive Officer, reviewed the UMC Strategic Scorecard.

Mr. Funderburk summarized the President’s 2024 Annual Report. The report highlighted patient success stories, total patient encounters, volunteer hours, community benefits, awards and achievements, revenue, Service is Our Passion, as well as future plans for UMC Health System.

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

**ACTION:** Mr. McClendon moved to accept the President’s report as presented. The motion was seconded by Mr. Medina and approved unanimously.

**CHIEF FINANCIAL OFFICER’S REPORT**

Mr. Jeff Dane, Executive Vice President, Administrator and Chief Financial Officer, reviewed the April 2024 financial statements. It was the staff’s recommendation to approve as presented.

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

**ACTION:** Mr. McClendon moved to accept the April 2024 financial statements as presented. The motion was seconded by Ms. Vinson and approved unanimously.

**TTUHSC REPORT**

This report was deferred.

**BID PROPOSALS AND SERVICE AGREEMENTS**

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

**A. UMC Health & Wellness Hospital, Urgent Care Furniture**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the UMC Health & Wellness Hospital, Urgent Care furniture request to the Board. Mr. Skeen explained that this request is to purchase furniture for the UMC Health & Wellness, Urgent Care Clinic.

Staff recommends the purchase from the lowest compliant vendor, 1<sup>st</sup> Class, Allstar, Medline and Officewise for a cost of 82,737. This will be paid for out of the 2024 budgeted funds.

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

**ACTION:** Mr. McClendon moved to accept staff's recommendation as presented. The motion was seconded by Ms. Vinson and approved unanimously. Mr. Greenstreet abstained from voting.

**B. Interventional Radiology Renovation**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the interventional Radiology renovation to the Board. Mr. Skeen explained that this request is for the Interventional Radiology Room, number three. This request includes renovations for medical equipment, flooring, paint, power and data improvements.

Staff recommends the purchase from WR Construction, a job order contract, for a cost of \$457,348. This will be paid for out of the 2024 budgeted funds.

**C. Cancer Center Drywall and Framing Package**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Cancer Center drywall and framing package to the Board. Mr. Skeen explained that this request is to award the bid package for the Cancer Center drywall and framing.

Staff recommends the purchase from the lowest compliant vendor, Baker Drywall, for a cost of \$5,788,718. This will be paid for out of the 2024 budgeted funds.

**D. Cancer Center Fire Protection Package**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Cancer Center fire protection package to the Board. Mr. Skeen explained that this request is to award the bid package for the Cancer Center fire protection services.

Staff recommends the purchase from the lowest compliant vendor, ABCO Fire Protection, for a cost of \$673,200. This will be paid for out of the 2024 budgeted funds.

**E. Cancer Center Fireproofing Package**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Cancer Center fireproofing package to the Board. Mr. Skeen explained that this request is to award the bid package for sprayed fireproofing for the Cancer Center.

Staff recommends the purchase from the lowest compliant vendor, LCR Contractors, for a cost of \$539,970. This will be paid for out of the 2024 budgeted funds.

**F. Cancer Center Plumbing & Mechanical Package**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Cancer Center plumbing and mechanical package to the Board. Mr. Skeen explained that this request is to award the bid package for plumbing and mechanical services for the Cancer Center.

Staff recommends the purchase from the lowest compliant vendor, DSI, for a cost of \$19,283,744. This will be paid for out of the 2024 budgeted funds.

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**G. Cancer Center Waterproofing Package**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Cancer Center waterproofing package to the Board. Mr. Skeen explained that this request is to award the bid package for the Cancer Center waterproofing and metal flashings.

Staff recommends the purchase from the lowest compliant vendor, Rudd Palmer, for a cost of \$484,172. This will be paid for out of the 2024 budgeted funds.

**H. Cancer Center Curtain Wall & Glazing Package**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Cancer Center curtain wall and glazing package to the Board. Mr. Skeen explained that this request is to award the bid package for the Cancer Center curtain wall and glazing.

Staff recommends the purchase from the lowest compliant vendor, Industrial Glass, for a cost of \$5,674,553. This will be paid for out of the 2024 budgeted funds.

**I. Cancer Center Elevator Package**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the Cancer Center elevator package to the Board. Mr. Skeen explained that this bid package is for the complete scope of elevator work for the Cancer Center.

Staff recommends the purchase from the lowest compliant vendor, Otis Elevator Company, for a cost of \$1,304,328. This will be paid for out of the 2024 budgeted funds.

**J. Cancer Center Electrical Package**

Mr. Nick Skeen, Executive Vice President of Service Line Development and Chief Operating Officer, presented the request to award the bid package for the complete scope of electrical work for the Cancer Center.

Staff recommends the purchase from the lowest compliant vendor, D&K Hunt Electric, for a cost of \$13,130,017. This will be paid for out of the 2024 budgeted funds.

**ACTION:** Mr. Greenstreet moved to accept staff's recommendation as presented. The motion was seconded by Ms. Wilkins and approved unanimously.

**AGREEMENTS, PROPOSALS AND DISCUSSION ITEMS**

**A. Cyderes Agreement**

Mr. Bill Eubanks, Executive Vice President, Chief Information Officer, presented the Cyderes agreement to the Board. Mr. Eubanks explained that this request is to contract with Cyderes/Fish Tech to implement Managed Detection and Response services, to provide coverage for twenty-four hours a day, seven days a week and 365 days a year. These services include Threat Advisory services, Security alerting services, as well as SPLUNK (log aggregator) platform management. Currently, UMC only has the ability to monitor network traffic and electronic system logs sporadically during daytime hours when IT Security personnel are available. Current best practice and cyber-liability insurance coverage requirements recommend a third party, twenty-four hours a day, seven days a week, monitoring of IT equipment to respond quickly to any cyber-attacks directed at UMC. The contract value is \$715,789, for a term of three years.

**B. VMWare Agreement**

Mr. Shane Terrell, Senior Vice President, I.T. Operations, presented the VMWare software subscription for the Dell EMS VxRail that runs the Virtual Desktop (VDI) environment. VDI is a critical solution that is used by clinicians to access Cerner as well as other solutions supported by UMC Information Technology. With Broadcom's acquisition of VMWare in November 2023, they no longer support the perpetual VMWare license that is impeded in the VxRail. Due to this change, UMC is now required to license the VMWare software component separately. The three-year renewal amount is \$257,140.80. The term of this agreement is May 1, 2024, through April 30, 2027.

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At this time, Dr. Whitten gave members an opportunity to ask questions or voice objections. With no objections, Dr. Whitten asked for a motion for items A and B.

**ACTION:** Ms. Vinson moved to accept staff's recommendation as presented. The motion was seconded by Mr. Medina and approved unanimously.

**C. Prosperity Bank Resolution**

Mr. Jeff Dane, Executive Vice President, Administrator and Chief Financial Officer, presented the Prosperity Bank Resolution to the Board. Mr. Dane explained that the due to the departure of Terrell Thrasher, Senior Vice President of Finance, this will necessitate updates to signature cards for the bank accounts. The board is required to adopt a resolution giving signature authority to the following individuals: Mark Funderburk, Jeffrey Dane, Steven Maddux, Phillip Waldmann, Nick Skeen and Tammy Williams.

**D. Excess Benefit Plan**

Mr. Jeff Dane, Executive Vice President, Administrator and Chief Financial Officer, presented the Resolution to the Board regarding the Excess Benefit Plan. Mr. Dane explained that the proposed amendment preserves the plan while updating it to comply with current regulatory requirements. The purpose is to ensure the plan remains effective for future needs despite the termination and liquidation of the related trust. Additionally, an amendment was presented to terminate the trust under the Excess Benefit Plan, with any remaining assets in the trust to be returned to UMC. The Board was asked to affirm the presentation and approve the proposed amendments.

At this time, Dr. Whitten gave members an opportunity to ask questions or voice objections. With no objections, Dr. Whitten asked for a motion for items C and D.

**ACTION:** Ms. Wilkerson moved to accept staff's recommendation as presented. The motion was seconded by Mr. McClendon and approved unanimously. Ms. Newsom and Ms. Vinson both abstained from voting.

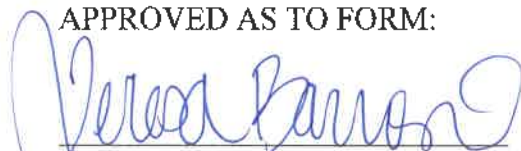
With no further business to come before the Board, the Chair adjourned the meeting at 11:29 p.m.

**APPROVED:**

  
Gladys Whitten, D.M.D, Chair

  
Mont McClendon, Secretary

**APPROVED AS TO FORM:**

  
Teresa Barron, Executive Assistant  
Consent, Bid Proposals and Agreements

  
Tina Belcher, Executive Assistant