



**Meeting of the Full Board of Trustees & Annual Meeting with GMHC
Regular Session – 2024 Q4**

Date: Wednesday, December 18, 2024

Time: 1:00 pm

Location: 145 Edgewood Ave | 2nd Floor | Sandra Holliday Conference Room

Presiding Trustee: *Kathryn Flowers Glasco*, Chair

MEETING MINUTES

The Board of Trustees (the “Board”) of The Fulton-DeKalb Hospital Authority (the “FDHA”) held a regular meeting on Wednesday, December 18, 2024 at 1:00 p.m. at the FDHA offices, located at 145 Edgewood Avenue - 2nd Floor, Atlanta, Georgia 30303. The FDHA published notice of and conducted the meeting in compliance with the Georgia Open Meetings Act.

CALL TO ORDER

Ms. Flowers-Glasco called the meeting to order at approximately 1:00 p.m. and performed the roll call.

| Trustees | Grady | Arnall Golden Gregory |
|-------------------------------|----------------|-----------------------|
| Kathryn Flowers-Glasco | John Hauptert | Sandy Zayac, Esq. |
| Bernie Tokarz | Anthony Stahls | Theresa Kanen, Esq. |
| Shannon Georcecink | Tim Jefferson | |
| Pastor Eric Thomas | Bill Wright | |
| Rick Shackelford | Kevin Gordon | |
| Alicia Ivey | Gina Smith | |
| Bernard Taylor | | |
| Dr. Patrice Basanta Henry | | |
| Dr. Karen Bennett | | |
| <i>Absent:</i> Thomas Dortsch | | |

| FDHA Staff | Disciplina | Americore |
|-----------------------------|-----------------|-----------------|
| Jevon Gibson | Alena Kuprevich | Sequora Hepburn |
| Beverly Register | Matthew Wright | |
| Tiffani Walker | | |
| Shelby Bennett | | |
| Christine Wilson | | |
| Dr. Meredith Fuller Burgess | | |
| LaTonya Wilkins | | |
| Ashley Yeats | | |
| Ja'len Husband | | |
| Serena Benton (via Zoom) | | |

APPROVAL OF MINUTES

A MOTION to approve the minutes of the Board Meeting of September 24, 2024 was made by Ms. Georgecink. Mr. Taylor seconds the motion. All are in favor, with none opposed and none abstaining.

PUBLIC COMMENTS

None.

PRESENTATION BY GRADY (Exhibit A)

Mr. Wright presents Grady’s preliminary 2025 budget. Patient volumes are strong, especially in trauma, delivery, and surgery, and are expected to increase. Grady is adding to the workforce to address growing patient volumes and investing in new enterprise management tools. Grady had \$2.3 billion in operating revenue and the operating margin is at 3.7%.

Discussion ensues regarding Grady’s brand and market reputation, the expansion of its patient base, and ongoing and increased focus on mental health. Mr. Taylor asks Grady to continue to let the Authority know how it can be of service to Grady.

Mr. Hauptert notes that the Board year at Grady ends in March, and traditionally, FDHA has four appointees on the Grady Board, plus a community member. John Hollis has one more year as community member. As Grady’s nominating committee meets in February, Mr. Hauptert requests to know of any changes the FDHA intends to make to its appointments to the Grady Board.

Attendees from Grady then left the meeting.

COMMITTEE REPORTS

Community Innovations Projects Committee

Ms. Wilson introduces new staff, Dr. Meredith Fuller-Burgess (Director of Community Health Initiatives) and Latonia Wilkins (Community Health Advocate), Tiffani Walker (Executive Assistant), and Sequora Hepburn (Americorp).

Ms. Wilson presents on a report through Q3 of 2024 on the second full year of the Community Innovations Projects Committee, noting that 2025 will be the last year of the three-year program funding for current partners. Ms. Wilson shares statistics on linkages to resources for members of the community and notes that housing needs continue to be a significant issue, and that community members have expressed a desire for support and resources on vision care and food. Ms. Wilson further notes that 13 graduates of the Authority's partnership program for training EMS professionals are now in the workforce, with a third cohort in the program now. The Authority is also working with Morehouse on training curriculum for Community Health Advocates. FDHA continues to have a productive partnership with the organization Flowing With Blessing, which is a mobile shower unit that has recently added buses to wash clothes, with FDHA's support. Pastor Thomas congratulated the team on their work.

Compliance Committee

Mr. Shackelford presents on behalf of the Compliance Committee, stating that it has continued to receive routine reports from Grady. The current focus is on meeting MBE goals, as MBE engagement has flagged somewhat with the completion of major projects like CASS. Mr. Shackelford also notes that Grady is working on sustainability initiatives and has proposed a name change to its supplier diversity program to Social Impact and Sustainability. Ms. Ivey adds that the committee has asked Grady for more detailed reporting on MBE vendor engagement, and Grady has provided it. Mr. Taylor notes the need to bear in mind recent Supreme Court precedent and the upcoming change in administration in the process of implementing diversity goals.

Mr. Shackelford also comments that the engagement of FTI Consulting, which was approved at the last meeting, has not yet been signed, but that he anticipates it will be in Q1 2025, with work to being promptly.

Pension and Finance Committee (2025 Budget Attached as Exhibit B)

Ms. Register reports on the FDHA's budget through Q3 2024 and identifies cost savings in a number of categories, including salary and benefits and professional fees. She also identifies additional interest income resulting from having transitioned certain funds to a high-yield account.

Ms. Register and Ms. Georcecink jointly report on the FDHA's process for budgeting its contribution to the pension plan in 2025. Ms. Georcecink comments that the process has improved markedly and is very smooth, with contributions being annually scheduled for December in the dollar amount provided by the FDHA's engaged actuary. Ms. Georcecink also reports that, to the extent an increase in contribution to the pension fund is needed, Grady has agreed to cover that amount.

A MOTION was made by Ms. Georcecink to approve the FDHA's 2025 budget. Pastor Thomas seconds, and all Trustees are in favor, with none opposed.

Investment Committee

Mr. Wright and Ms. Kuprevich from Disciplina present on the market overview, noting it was a very strong year. Although the FDHA's portfolio performed well and increased overall, it underperformed compared to some benchmarks because it was slightly overallocated to private markets and underallocated to global equities. Mr. Wright says this is a temporary issue that will resolve. Regarding the pension fund, Mr. Wright reports \$26 million in gains for the portfolio, with a very strong performance through Q3 2024. Outflow on the pension fund is tracking normal trends, with about \$16 million paid out through September 2024. Ms. Kuprevich notes that inflation is decreasing in the global market.

Real Estate Committee

Mr. Gibson reports that steady progress has been made in visiting and assessing the FDHA's real estate assets, with few properties left to visit. Once the assessment of all properties is complete, the committee will focus on next steps.

ELECTION OF OFFICERS

Ms. Flowers-Glasco notes that she has reached term limits under the FDHA's Bylaws as Chair of the Board, and Mr. Tokarz has reached his term limits as Vice Chair.

Mr. Taylor is nominated to be Chair of the Board. All are in favor, none are opposed.

Dr. Basanta-Henry is nominated to be Vice Chair of the Board. Dr. Bennett was nominated, but declined. Vote taken on Dr. Basanta-Henry as candidate. All are in favor, none are opposed.

Ms. Georcecink and Pastor Thomas each have one year remaining on their respective terms as Treasurer and Secretary, having been re-elected to these offices in December 2023.

Pastor Thomas thanks the outgoing Chair and Vice-Chair.

UPDATE FROM CEO

Mr. Gibson presents on the progress of the FDHA and notes his fourth anniversary as its CEO will come in January 2025. Mr. Gibson reports that the FDHA has been established as a mission-driven organization around the core values of stewardship, accountability, transparency, and professionalism. He reviews the nurturing of a cooperative relationship with Grady, the FDHA's increased presence at the County level and deepening those relationships, that DeKalb County is replicating the FDHA's Community Health Advocate Program, and the FDHA has helped over 10,000 residents of Fulton and DeKalb Counties.

CHAIR REPORT

Ms. Flowers-Glasco has nothing to report.

EXECUTIVE SESSION

A MOTION is made by Ms. Georgecink to enter executive session at 2:32 pm. Mr. Taylor seconds the motion, and all concur, with none opposed and none abstaining.

A MOTION is made by Pastor Thomas to exit executive session at 2:54 p.m. and is seconded by Mr. Taylor. All are in favor, with none opposed and none abstaining.

GENERAL SESSION

A MOTION is made by Ms. Georgecink to approve the personnel decisions made in Executive Session. Ms. Ivey seconds. All are in favor, with none opposed and none abstaining.

Old Business

None.

New Business

Mr. Gibson presents the 2025 Calendar of the FDHA, including holidays and scheduled Board and Committee meetings.

A MOTION is made by Mr. Shackelford to approve the calendar. Pastor Thomas seconds the motion. All are in favor, with none opposed and none abstaining.

NEXT MEETING

The next meeting of the Committee will be held on March 25, 2025 at 1 p.m.

ADJOURNMENT

The Meeting ADJOURNED at 2:57 p.m.

Respectfully submitted,

Approved as to legal form,

Approved,



Pastor Eric V. Thomas, Secretary

Arnall Golden Gregory LLP

Mr. Bernard Taylor, Chair

EXHIBIT A

Grady's Report

(Attached.)

EXHIBIT B

FDHA 2025 Budget

(Attached.)