

**MINUTES
FINANCE COMMITTEE
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT**

February 19, 2016

The Finance Committee of the Nueces County Hospital District Board of Managers met at 11:30 a.m., Friday, February 19, 2016, in the NCHD Board Room at 555 N. Carancahua, Suite 950-A, Corpus Christi, TX.

HOSPITAL DISTRICT REPRESENTATIVES:

Jonny F. Hipp, Administrator/CEO
Dena B. Bruni, Assistant Administrator, Administrative Services
Donna Littlefield, Director, Accounting & Finance
Wm. DeWitt Alsup, Attorney, Alsup Law Firm
Catherine Heller, Nueces Assistant County Attorney
Sara G. Lopez, Administrative Specialist
Carmen H. Ramos, Administrative Assistant

OTHER(S) PRESENT:

Brigid Cook, Partner, Collier, Johnson & Woods, P.C., Certified Public Accountants
Ann Fields, Accountant, Collier, Johnson & Woods, P.C., Certified Public Accountants
John Michael, P.E., Naismith Engineering, Inc.
Van Huseman, Chairman, Board of Managers

1. **Call to Order** - Mr. Jennings, Chairman
The meeting was called to order by Mr. Jennings at 11:35 a.m.

2. **Establishment of Quorum** - Mr. Jennings
A quorum was present with all members in attendance.

Claude "Cal" Jennings, Chair - PRESENT
Robert N. Corrigan, Member - PRESENT
Ted A Daniel, Member - PRESENT

3. **Public Comment:**
None requested. Copy of "Request to Speak Sign-In Sheet" is attached hereto for information.

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4. **CONSENT AGENDA:**

On motion by Mr. Corrigan, seconded by Mr. Daniel, the Finance Committee voted to accept, adopt, authorize(s), ratify and or/recommend(s) the following consent agenda items: A - E as presented below:

- A. Approved minutes of November 9, 2015 meeting.
- B. Received and recommends receipt of revenue report relating to CHRISTUS Spohn Health System Corporation Membership Agreement for current fiscal year-to-date.

Copy of Spohn Corporate Member Revenue Analysis for FY 2016 is attached hereto and made a part of these minutes.

- C. Received and recommends receipt of summary report of intergovernmental transfers in support of the Medicaid 1115 Waiver-related Texas Healthcare Transformation and Quality Improvement Program sponsored by the Texas health and Human commission for fiscal year-to-date.

Copy of Nueces County Hospital District 1115 Waiver Program Intergovernmental Transfer Activity and Anchor Reports are attached hereto and made a part of these minutes.

- D. Received and recommends receipt of summary information relating to medical and hospital care provided to the Nueces Aid population consistent with the CHRISTUS Spohn Health System Corporation Membership Agreement for calendar year-to-date ended December 31, 2015.

Copy of Nueces County Hospital District Imputed Claims Experience for Calendar Year 2015 As if adjudicated January 1, 2015 - December 31, 2015 is attached hereto and made a part of these minutes.

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- E. Received and recommends receipt of summary payment information for current fiscal year-to-date:
- 1) Medical services at Nueces County juvenile detention facility;
 - 2) Emergency medical services in unincorporated areas of Nueces County;
 - 3) Supplemental funding for Behavioral Health center of Nueces County; and
 - 4) Salaries, benefits, and supplies at Corpus Christi/Nueces County Public Health Department.

Copy of Nueces County Hospital District Health Expenditures Cash Disbursements Relating to Fiscal Year 2016 is attached hereto and made a part of these minutes.

5. **REGULAR AGENDA:**

- A. **Recommend approval of Annual Financial Report from Collier, Johnson & Woods, P.C., Certified Public Accountants on Nueces County Hospital District financial statements for fiscal year ended September 30, 2015 - ACTION**

Ms. Cook presented for Board approval the Annual Financial Report for fiscal year ended September 30, 2015. A discussion followed and presentation of the highlights and standard letter date January 25, 2016 were also presented.

A copy of the audited Annual Financial Report from Collier, Johnson & Woods, P.C., Certified Public Accountants on the financial statements for fiscal year ended September 30, 2015; and overview of the financial statements and it's highlights are attached hereto and made a part of these minutes.

Motion by Mr. Daniel, seconded by Mr. Corrigan, the Finance Committee recommends Board of Managers approval of the audited financial report for year ended September 30, 2015 as presented by Collier, Johnson & Woods, P.C., Certified Public Accountants. **MOTION CARRIED.**

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B. **Recommend receipt of unaudited financial statements for the month and fiscal year-to-date period ended September 30, 2015 - December 31, 2015 - ACTION**

Ms. Littlefield presented the unaudited financial statements for fiscal year-to-date period ended September 30, 2015 - December 31, 2015. The Finance Committee accepted the audited financial statements as presented.

Copies of the unaudited financial statement for the periods mentioned above are attached hereto for information and made a part of these minutes.

C. **Recommend receipt of investment reports and ratification of related investment transactions: ACTION**

The Finance Committee accepted the investment reports and recommends Board of Managers' receipt of investment reports and ratification of related investment transactions as noted below:

- 1) Quarterly Investment Report for fiscal quarter ended December 31, 2015; and
- 2) Interim Investment Transactions Report for period of January 1, 2016 to present.

Copies of Quarterly Investment Report and Interim Investment Transaction Report for the periods noted above are attached hereto and made a part of these minutes.

D. **Recommend ratification of final Escrow Agreement between CHRISTUS Spohn Health System Corporation, Nueces County Hospital District, and Bank of America relating to Section 3.9.7 of Amended and Restated Schedule 1 to Spohn Membership Agreement, a schedule to CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement, and Attachment B, Paragraph 9 of Amended and Restated Memorandum of Understanding - ACTION**

Motion by Mr. Daniel, seconded by Mr. Corrigan, The Finance Committee recommends Board of Managers' ratification of the final Escrow Agreement by and between CHRISTUS Spohn Health System Corporation, Nueces County Hospital District, and Bank of America relating to Section 3.9.7 of the Amended and Restated Schedule 1 to Spohn Membership Agreement, a schedule to

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CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement, and Attachment B, Paragraph 9 of Amended and Restated Memorandum of Understanding. **MOTION CARRIED.**

Copy of executed Escrow Agreement by all parties is attached hereto and made a part of these minutes.

- E. **Recommend receipt of initial statement of escrow amount deposited by CHRISTUS Spohn Health System Corporation consistent with Section 3.9.7 of Amended and Restated Schedule 1 to Spohn Membership Agreement, a schedule to CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement, and Attachment B, Paragraph 9 of Amended and Restated Memorandum of Understanding; Escrow statement for period December 1, 2015 - December 31, 2015 - ACTION**

Motion by Mr. Daniel, seconded by Mr. Corrigan, the Finance Committee recommends Board of Managers' receipt of initial statement of escrow amount deposited by CHRISTUS Spohn Health System Corporation consistent with Section 3.9.7 of Amended and Restated Schedule 1 to Spohn Membership Agreement, a schedule to CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement, and its Attachment B, Paragraph 9 of Amended and Restated Memorandum of Understanding; Escrow statement for period December 1, 2015 - December 31, 2015. **MOTION CARRIED.**

Copy of Bank of America Participating Portfolios-Statement of Investment Position is attached hereto and made a part of these minutes.

6. **ADJOURN:**

There being no further business, the meeting adjourned at 12:26 p.m.