

DRAFT

**BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
REGULAR MEETING
AUGUST 27, 2024**

The Nueces County Hospital District Board of Managers met at 12:00 pm, August 27, 2024 in the NCHD Board Room at 555 N. Carancahua, Suite 950 – A Corpus Christi, Texas.

HOSPITAL DISTRICT REPRESENTATIVES:

Jonny F. Hipp	Administrator/CEO
Belinda Espinoza	Asst. Administrator, Admin. Services
Donna Littlefield	Director, Accounting & Finance
John B. Martinez	General Counsel
Adam Robison	Legal Counsel
Melissa Quintanilla	Executive Assistant/Human Resources
Carmina Hernandez Moreno	Administrative Assistant

OTHERS PRESENT:

Dom Dominguez	Corpus Christi Christus Spohn
Lee Lopez	Corpus Christi Medical Center, CFO
David McElwain	Meeder
Cassidy Willie	Gjerset & Lorenz – via Zoom
Mark Hendrix	Nueces County MHID – via Zoom
Joel Romo	Lobbyist – via Zoom
Luis Saenz	Lobbyist – via Zoom

**BOARD OF MANAGERS
REGULAR MEETING
MINUTES
AUGUST 27, 2024**

1. WELCOME

2. ROLL CALL OF BOARD OF MANAGERS

☒ John E. Valls, MBA, Chairman
☒ Vishnu V. Reddy, M.D., Vice Chairman
☒ Sylvia Tryon Oliver
☒ Belinda Flores, R.N.
☒ Judge Mariana Garza
☒ Efrain Guerrero, Jr.
☒ Arthur Granado

**3. CALL TO ORDER, ESTABLISHMENT OF QUORUM, MEETING POSTING
CONFIRMATION, AND CLOSED MEETING NOTICE:**

A. Call to order – John E. Valls, Chairman.
The meeting was called to order at 12:16 p.m.

B. Establish quorum – Mr. Valls, Chairman.
A quorum was present with six members in attendance.

John E. Valls, MBA, Chairman – PRESENT
Vishnu V. Reddy, M.D., Vice Chairman – PRESENT @ 12:21 p.m.
Sylvia Tryon Oliver, Member – PRESENT
Belinda Flores, R.N., Member – PRESENT
Judge Mariana Garza, Member – PRESENT
Arthur Granado, Member – PRESENT
Efrain Guerrero, Jr., Member – ABSENT

C. Confirm posting of Meeting's public notice in accordance with Texas Open Meetings Act, Texas Government Code, Chapter 551.

D. Public notice is hereby given that the Board of Managers may elect to go into Closed Meeting session(s) at any time during the meeting to discuss any matter(s) listed on the agenda when so authorized by the provisions of the Open Meetings Act, Texas Government Code, Chapter 551.

4. ANNOUNCEMENT ON DISCLOSURE OF CONFLICTS OF INTEREST. Any Conflicts of Interest or Appearance of a Conflict of Interest with items on this agenda shall be declared at this time. Members with conflicts will refrain from voting and are asked to refrain from discussion on such items. Conflicts discovered later in the meeting shall be

**BOARD OF MANAGERS
REGULAR MEETING
MINUTES
AUGUST 27, 2024**

disclosed at that time.

5. PUBLIC COMMENT - Persons attending in-person and wishing to comment on any item(s) on the agenda or any subject within the Board's responsibilities must sign-in on the "Agenda Item Request to Speak" form provided at the entrance of the Board meeting room at least five (5) minutes prior to commencement of the meeting. Persons attending via audio or video conference and wishing to comment on any item(s) on the agenda or any subject within the Board's responsibilities must verbally notify the presiding officer of their desire to comment when the officer calls for public comment from those attending via audio and video conference. Commenters shall limit their comments to three (3) minutes, except that Commenters addressing the Board through a translator shall limit their comments to six (6) minutes.

**Dom Dominguez
Lee Lopez
Joel Romo
Luis Saenz**

6. CONSENT AGENDA - The Consent Agenda consists of those agenda items which are routine, administrative in nature, not in need of separate attention, and which a member of the Board has not requested be discussed separately. If requested to be discussed separately, that agenda item will be removed from the Consent Agenda by the presiding officer to the Regular Agenda and discussed as a part of the Regular Agenda at the appropriate time. All remaining items listed under the Consent Agenda will be voted upon in a single vote:

A. Approve Board of Managers minutes:

1. Regular Meeting of July 23, 2024 and
2. Special Meeting of August 13, 2024.

B. Receive listing of new vendors as of August 23, 2024; listing provided pursuant to Board of Managers Bylaws, §2.1.B and Texas Local Government Code, Chapter 176.

C. Receive summary payment information on Nueces County health care disbursements for Fiscal Year 2024 year-to-date:

1. Salaries, benefits, supplies, and intergovernmental transfers at/for City of Corpus Christi/Nueces County Public Health District;
2. Emergency medical services provided in unincorporated areas of Nueces County;

**BOARD OF MANAGERS
REGULAR MEETING
MINUTES
AUGUST 27, 2024**

3. Supplemental and jail diversion program funding for Nueces Center for Mental Health and Intellectual Disabilities;
 4. Medical services provided at County correctional facilities:
 - a. Nueces County Jail; and
 - b. Nueces County Juvenile Detention Center;
 5. Funding for alcohol and drug abuse treatment programs:
 - a. Cenikor (Charlie's Place); and
 - b. Council on Alcohol and Drug Abuse;
 6. Funding for diabetes prevention and supporting programs; and
 7. Public health grants. *(Finance Committee)*
- D. Receive summary imputed claims information on medical and hospital care provided to the Nueces Aid Program population consistent with the CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement for the fiscal year-to-date period-ended July 31, 2024. *(Finance Committee)*
- E. Receive fiscal year-to-date Specified Annual Percentage-related revenue reports; revenue receipts pursuant to CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement, Section 5.03. *(Finance Committee)*
- F. Receive monthly statement of escrow amounts deposited and/or withdrawn by CHRISTUS Spohn Health System Corporation; deposits pursuant to and consistent with Schedule 1 to CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement; receive statement for month-ended July 31, 2024. *(Finance Committee)*
- G. Receive statement of amounts deposited to and/or withdrawn from Local Provider Participation Fund for fiscal year-to-date; deposits and withdrawals pursuant to Board of Managers Order authorizing participation in a health care provider participation program pursuant to Texas Health and Safety Code, Chapter 298C, as amended. *(Finance Committee)*
- H. Receive summary report of cumulative actual intergovernmental transfers (IGTs) made in support of local and other healthcare providers participating in Medicaid directed and supplemental payment programs sponsored by the Texas Health and Human Services Commission (HHSC), and receive estimates of provider payments resulting from the IGTs:

**BOARD OF MANAGERS
REGULAR MEETING
MINUTES
AUGUST 27, 2024**

1. Directed Payment Programs - IGTs for HHSC's Medicaid managed care organization payments to healthcare providers that support overall Medicaid program goals and objectives:
 - a. Aligning Technology by Linking Interoperable Systems for Client Health Outcomes Program (ATLIS);
 - b. Comprehensive Hospital Increase Reimbursement Program (CHIRP);
 - c. Network Access Improvement Program (NAIP); and
 - d. Texas Incentives for Physicians and Professional Services (TIPPS); and
 2. Supplemental Payment Programs - IGTs for HHSC Medicaid payments made to hospitals, separate from and in addition to base payments, for achieving certain goals or to support health care providers that see significant numbers of uninsured or persons without much money:
 - a. Disproportionate Share Hospital (DSH);
 - b. Graduate Medical Education (GME);
 - c. Hospital Augmented Reimbursement Program (HARP); and
 - d. Hospital Uncompensated Care (UC). (*Finance Committee*)
- I. Receive reports relating to Nueces Aid Program enrollment for the month-ended July 31, 2024:
1. Total Persons and Households Enrolled;
 2. Enrollment Summary;
 3. Denials;
 4. Application Processing Summary; and
 5. Enrollment by Zip Code. (*Finance Committee*)

**Consent Agenda approved. Motion by Mr. Granado
and seconded by Ms. Oliver. MOTION CARRIED.**

7. REGULAR AGENDA - The Regular Agenda consists of those agenda items which are non-routine, not administrative in nature, or are otherwise in need of separate attention. Each Regular Agenda item will be voted upon separately if action is required:

A. Finance Committee:

1. Financial Statements:
 - a. Receive and approve unaudited financial statements for the month and fiscal year-to-date period ended July 31, 2024. (***ACTION***)

**Motion by Judge Garza and seconded by Ms. Oliver.
MOTION CARRIED.**

**BOARD OF MANAGERS
REGULAR MEETING
MINUTES
AUGUST 27, 2024**

2. Investment Report:

- a. Receive and approve Quarterly Investment Report for fiscal quarter-ended June 30, 2024 and ratify related investment transactions. **(ACTION)**

**Mr. McElwain from Meeder Investment presented.
Motion by Ms. Oliver and seconded by Mr. Granado.
MOTION CARRIED.**

B. Legislative Committee:

1. Discuss and consider agenda for 89th Texas Legislative Session. **(ACTION)**

**Motion by Mr. Granado and seconded by Judge Garza.
MOTION CARRIED.**

C. Fiscal Year 2025 Budget:

1. Adopt Board of Managers Resolution committing a specified amount of the September 30, 2024, fiscal year-end General Fund balance to the subsequent fiscal year for payment of obligated, but not yet requested intergovernmental transfers relating to supplemental and/or directed payment programs operated by the Texas Health and Human Services Commission during Fiscal Year 2024. **(ACTION)**
2. Adopt Board of Managers Resolution approving the Member Revenue Allocation Percentage for the period October 1, 2024 – September 30, 2025, pursuant to Section 5.03(a) of the Amended and Restated CHRISTUS Spohn Health System Corporation Membership Agreement. **(ACTION)**
3. Adopt Board of Managers Resolutions incorporating specified funding into the Fiscal Year 2025 Annual Budget (October 1, 2024 – September 30, 2025) for:
 - a. County Healthcare Expenditures; and
 - b. Nueces Center for Mental Health and Intellectual Disabilities matching funds. **(ACTION)**
4. Adopt Board of Managers Resolution approving Fiscal Year 2025 Annual Budget (October 1, 2024–September 30, 2025), approval pursuant to Texas Health and Safety Code, §281.091(b); Budget includes:
 - a. General Fund;
 - b. Tobacco Fund;
 - c. Indigent Care Fund; and

**BOARD OF MANAGERS
REGULAR MEETING
MINUTES
AUGUST 27, 2024**

d. Capital Budget. (*ACTION*)

**Motion to approve Fiscal Year 2015 Budget.
Item C. 1,2,3 and 4. by Mr. Granado and
seconded by Judge Garza. MOTION CARRIED.**

D. Indigent Health Care:

1. Discuss and consider approval of a Professional Services Agreement For Non-Exclusive License with Indigent Healthcare Solutions (IHS) to provide sole-source specialized data processing software to support the enrollment, claims processing, reporting, and other related technology functions necessary for efficient operation of the Nueces Aid Program, an NCHD-sponsored indigent healthcare program operated pursuant to Chapters 61 and 281, Texas Health and Safety Code; Agreement for two-year term September 1, 2024 – August 31, 2026; and authorize Administrator to execute Agreement and related documents. (*ACTION*)

**Motion to table. Item D. 1. by Mr. Granado and
seconded by Judge Garza. MOTION CARRIED.**

E. Administrator's Briefing:

1. Pending and other matters. (*INFORMATION*)

2. Next scheduled Board of Managers and Board Committee regular meetings (all meetings' dates, times, and locations are subject to change):

a. Finance Committee: Tuesday, September 24, 2024, at 11:15 AM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401;

b. Legislative Committee: Tuesday, September 24, 2024, at 11:45 AM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401; and

c. Board of Managers: Tuesday, September 24, 2024, at 12 Noon in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401. (*INFORMATION*)

8. CLOSED MEETING - Public Notice is hereby given that the Board of Managers may go into closed meeting session(s) at any time during the meeting to discuss any matter(s) listed

**BOARD OF MANAGERS
REGULAR MEETING
MINUTES
AUGUST 27, 2024**

on the agenda, when so authorized by the provisions of the Open Meetings Act, Texas Government Code, Chapter 551. *To the extent there has been a past practice of distinguishing items for public deliberation and those for executive session, the public is advised that the Board is departing from that practice and reserves the right to discuss any listed agenda items in a closed meeting when authorized by law to do so.* When the Board goes into closed session(s) regarding an agenda item(s), the section(s) of the Open Meetings Act authorizing the closed session will be publicly announced by the presiding officer. Should any final action, final decision, or final vote be required in the opinion of the Board with regard to any matter considered in closed session(s), then the final action, final decision, or final vote shall be either: (a) in the open meeting covered by the Notice upon reconvening of the public meeting; or (b) at a subsequent public meeting of the Board upon notice thereof, as the Board shall determine pursuant to applicable laws. The Board specifically expects to go into a closed session(s) on the matters listed below pursuant to the Act, §551.071 and §551.074.

A. Consult with attorneys on matters relating to provisions of the Amended and Restated CHRISTUS Spohn Health System Corporation Membership Agreement, Escrow Agreement, and Amended and Restated Memorandum of Understanding Relating to Termination of the Membership Agreement, and related matters.

B. Consult with attorneys on matters relating to Letter Agreement with CHRISTUS Spohn Health System Corporation relating to Hospital District's support of CHRISTUS Spohn's Emergency Medicine Residency Program, and related matters.

C. Consult with attorneys on matters relating to intergovernmental transfers for Medicaid directed and supplemental payment programs sponsored by the Texas Health and Human Commission, and related matters.

D. Deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee, and related matters.

Mr. Valls called for Closed Session at 1:13 p.m.

9. OPEN MEETING - Following the Closed Meeting, the Board of Managers will reconvene the Open Meeting prior to taking any action(s) on matters considered in the Closed Meeting or adjourning the meeting.

Mr. Valls called for Open Session at 2:06 p.m.

**BOARD OF MANAGERS
REGULAR MEETING
MINUTES
AUGUST 27, 2024**

A. Discuss and consider final action, decision, or vote on matters considered in Closed Meeting. (***ACTION AS NEEDED***)

No action taken.

10. ADJOURN

Motion to adjourn by Mr. Valls, Chairman at 2:06 p.m.

**BOARD OF MANAGERS
REGULAR MEETING
MINUTES
AUGUST 27, 2024**

PRESIDING OFFICER:

John E. Valls, MBA, Chairman

ATTEST:

Jonny F. Hipp, Secretary
Board of Managers
Nueces County Hospital District