



NUECES COUNTY HOSPITAL DISTRICT

Administrative Offices

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BOARD OF MANAGERS RESOLUTION **DECEMBER 10, 2018**

A RESOLUTION AUTHORIZING SALE OF HOSPITAL DISTRICT-OWNED REAL PROPERTIES PRESENTLY KNOWN AS CHRISTUS SPOHN HOSPITAL CORPUS CHRISTI MEMORIAL (FORMERLY KNOWN AS MEMORIAL MEDICAL CENTER) LOCATED AT 2606 HOSPITAL BOULEVARD, CORPUS CHRISTI, TEXAS AND OTHER REAL PROPERTIES ADJACENT TO OR IN THE VICINITY OF 2606 HOSPITAL BOULEVARD, CORPUS CHRISTI, TEXAS

WHEREAS, the Nueces County Hospital District ("Hospital District") is a body politic and corporate and a political subdivision of the State of Texas, established and created pursuant to the Texas Constitution, Article IX, Section 4 and the Texas Health and Safety Code (the "Health Code"), Chapter 281, and operated in accordance with the Health Code and other applicable laws of the State of Texas;

WHEREAS, the Hospital District's Board of Managers ("Board") have been duly appointed pursuant to Health Code, §281.021(a); and pursuant to the collective authorities of Health Code, §281.047 and §281.048, the Board is the District's governing body and the Board has, and at the time of adoption of this Resolution had, full power and authority to manage, control, administer, and to adopt rules governing operation of the District, including the authority of Health Code, §281.050 providing for the sale and conveyance of real estate owned by the District with Commissioners Court approval;

WHEREAS, the Hospital District has owned the real properties presently known as CHRISTUS Spohn Hospital Corpus Christi Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas ("Memorial Hospital Facility") and other real properties adjacent to and in the vicinity of 2606 Hospital Boulevard, Corpus Christi, Texas since about June 19, 1968 (collectively, the "Memorial Properties");

WHEREAS, the Hospital District leased the Memorial Properties to CHRISTUS Spohn Health System Corporation ("CHRISTUS Spohn") pursuant to the lease agreement entered into between the parties along with certain other agreements dated as of August 6, 1996 ("1996 Transaction") until the parties entered into that certain Membership Agreement effective as of October 1, 2012 as amended and restated effective November 18, 2015 (collectively, "Membership Agreement") pursuant to which the Hospital District became a member of CHRISTUS Spohn and provided CHRISTUS Spohn the right to occupy, use, and operate the Memorial Properties;

WHEREAS, under both the 1996 Transaction and Membership Agreement, CHRISTUS Spohn has used the Memorial Hospital Facility to provide indigent health care services for the eligible residents of Nueces County;

WHEREAS, the Hospital District is presently in discussion with CHRISTUS Spohn regarding amendments to the Membership Agreement necessary to facilitate the sale of the Memorial Properties;

WHEREAS, in September 2014, the Board, at a publicly noticed meeting, found that it would be in the best interest of the Hospital District and its residents that Memorial Hospital Facility be closed and subsequently demolished and said actions were approved by Commissioners Court in September 2014 following six (6) publicly noticed public meetings and a failed petition requesting an election on closing Memorial Hospital Facility;

WHEREAS, Memorial Hospital Facility is closed and its services have been transferred to CHRISTUS Spohn Hospital Corpus Christi Shoreline located at 600 Elizabeth Street, Corpus Christi, Texas and to the Dr. Hector P. Garcia Memorial Family Health Center located at the intersection of 19th Street and Hospital Boulevard in Corpus Christi, Texas, with the exception of psychiatric services which are currently in transition; and

WHEREAS, the Hospital District desires to sell, with the approval of the Commissioners Court and through competitive bidding, the real properties located at 2606 Hospital Boulevard, Corpus Christi, Texas and the other real properties adjacent to and in the vicinity of 2606 Hospital Boulevard, Corpus Christi, Texas as described in the attached lot and block description and said properties comprise approximately Twenty-Three (23) acres (Exhibit A), exclusive of the portion of real property upon which the Dr. Hector P. Garcia Memorial Family Health Center is situated, said property being an approximately Four (4) acre tract located at the intersection of 19th Street and Hospital Boulevard in Corpus Christi, Texas with a separately attached lot and block description (Exhibit B).

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF MANAGERS OF THE NUECES COUNTY HOSPITAL DISTRICT, THAT:

1. The Board finds that the sale of the real properties located at 2606 Hospital Boulevard, Corpus Christi, Texas and the other real properties adjacent to and in the vicinity of 2606 Hospital Boulevard, Corpus Christi, Texas, exclusive of real property upon which the Dr. Hector P. Garcia Memorial Family Health Center is located, would be in the best interests of the Hospital District and its residents.

2. The Board finds that such real properties should be sold, with the approval of Commissioners Court, to a single buyer based on at least fair market value using a competitive bidding process.

3. The Administrator shall be and is expressly authorized and directed to prepare, arrange, and commence a process that solicits sealed bids for sale of such real properties and to do and perform all acts and to execute all instruments and execute any other related instruments and other related documents whether or not herein cited, as required to carry out the intent, terms, and provisions of this Resolution, such execution to be conclusively evidenced by the performance of such acts.

4. The Administrator, in his dual capacities as the Hospital District's Administrator and as the Secretary of the Board, be and is hereby legally authorized and empowered to perform all acts described above and certify these resolutions and that the provisions hereof are in conformance with the laws of the State of Texas and the Governing Board Bylaws of the Hospital District.

5. This Resolution shall take effect and be in full force and effect upon its passage.

**NUECES COUNTY HOSPITAL DISTRICT
BOARD OF MANAGERS**

Van Huseman
Chairman

Claude C. Jennings, C.P.A.
Vice Chairman

Rodney J. Hart, P.E.
Member

Robert N. Corrigan, Jr.
Member

John E. Valls
Member

Ted A. Daniel
Member

Sylvia Tryon Oliver
Member

EXHIBIT A

**LOT AND BLOCK DESCRIPTION OF REAL PROPERTIES LOCATED AT 2606 HOSPITAL
BOULEVARD, CORPUS CHRISTI, TEXAS AND THE OTHER REAL PROPERTIES ADJACENT TO AND
IN THE VICINITY OF 2606 HOSPITAL BOULEVARD, CORPUS CHRISTI, TEXAS, SAID
DESCRIPTIONS EXCLUSIVE OF THE PORTION OF REAL PROPERTY UPON WHICH THE DR.
HECTOR P. GARCIA MEMORIAL FAMILY HEALTH CENTER IS SITUATED**

ALL OF LOTS 1-5, THE W 1/2 OF LOT 6, & LOTS 7-12, BLOCK 7, TIERRA ALTA ADDITION,
RECORDED IN VOLUME 4, PAGE 11, MAP RECORDS, NUECES COUNTY, TEXAS;

LOT 6-B, BLOCK 7, TIERRA ALTA ADDITION, RECORDED IN VOLUME 29, PAGE 86, MAP RECORDS,
NUECES COUNTY, TEXAS;

BLOCK 2, MEDICAL CENTER SUBDIVISION, VOLUME 28, PAGE 96, MAP RECORDS, NUECES
COUNTY, TEXAS;

LOT A, BLOCK 1, MEDICAL CENTER SUBDIVISION, VOLUME 28, PAGE 96, MAP RECORDS, NUECES
COUNTY, TEXAS;

LOT B, BLOCK 1, MEDICAL CENTER SUBDIVISION, VOLUME 28, PAGE 96, MAP RECORDS, NUECES
COUNTY, TEXAS;

LOT 4, BLOCK 2, PORTMOOR ADDITION, VOLUME 41, PAGE 155, MAP RECORDS, NUECES
COUNTY, TEXAS;

LOTS 1-5 AND 26-28, BLOCK 4, TIERRA ALTA ADDITION, VOLUME 4, PAGE 11, MAP RECORDS,
NUECES COUNTY, TEXAS; and

ALL OF BLOCK 3, MEDICAL CENTER SUBDIVISION, RECORDED IN VOLUME 53, PAGES 144-145,
MAP RECORDS, NUECES COUNTY, TEXAS, SAVE AND EXCEPT THE EASTERLY 4.14 ACRES OF SAID
BLOCK 3, MEDICAL CENTER SUBDIVISION, SAID 4.14 ACRES DESCRIBED AS EXHIBIT "B",
ATTACHED HERETO.

EXHIBIT B

**LOT AND BLOCK DESCRIPTION OF REAL PROPERTY UPON WHICH THE DR. HECTOR P. GARCIA
MEMORIAL FAMILY HEALTH CENTER IS LOCATED AT THE INTERSECTION OF
19TH STREET AND HOSPITAL BOULEVARD IN CORPUS CHRISTI, TEXAS
THE EASTERLY 4.14 ACRES OF BLOCK 3, MEDICAL CENTER SUBDIVISION, SAID 4.14
ACRES DESCRIBED BELOW**

BEING a 4.14 acre tract out of Block 3, Medical Center Subdivision, as shown on a map recorded in Volume 53, Pages 144-145, Map Records, Nueces County, Texas, and being more particularly described as follows:

BEGINNING at a 5/8" iron rod found on the west right-of-way of 19th Street, for a corner of said Block 3, said point being a point of curvature of a curve to the right, having a radius of 10.00 feet, a chord bearing of South 43°19'14" West, a chord distance of 14.11 feet, and for a corner of the herein described tract;

THENCE with said curve to the right, an arc distance of 15.67 feet, to a 5/8" iron rod found on the north right-of-way of Hospital Street at the point of tangency, for a corner of said Block 3, and for a corner of the herein described tract;

THENCE South 88°32'01" West, with the north right-of-way of Hospital Street, a distance of 369.36 feet to a 5/8" iron rod 18" long with red cap stamped "HANSON CRP, TX." set on said north right-of-way, same being the south line of said Block 3, and for the southwest corner of the herein described tract;

THENCE North 01°33'59" West, across said Block 3, a distance of 475.42 feet to a chiseled "X" set in concrete on the common north boundary line of said Block 3, same being the south boundary of Block 7, Tierra Alta Addition, as recorded in Volume 4, Page 11, Map Records, Nueces County, Texas, and for the northwest corner of the herein described tract;

THENCE North 88°32'51" East, with said common boundary line, a distance of 379.32 feet to a 5/8" iron rod 18" long with red cap stamped "HANSON CRP, TX." set on the west right-of-way of 19th Street, for the northeast corner of said Block 3, and for the northeast corner of the herein described tract; and

THENCE South 01°33'59" East, with the west right-of-way of 19th Street, a distance of 465.31 feet to the **POINT OF BEGINNING** and containing 4.14 acres of land.

NOTE:

ALL BEARINGS ARE GRID BEARINGS BASED ON THE TEXAS COORDINATE SYSTEM FOR THE LAMBERT SOUTH ZONE NAD 1983.

THE STATE OF TEXAS §
COUNTY OF NUECES §
NUECES COUNTY HOSPITAL DISTRICT §

1. The members of the Board of Managers (the "Board") of the Nueces County Hospital District (the "Hospital District") have been duly appointed pursuant to Texas Health and Safety Code (the "Health Code"), §281.021.

3. On the **10th day of December, 2018** the Board convened in a special meeting at the Hospital District's regular meeting place (the "Meeting"), the duly constituted members and officers of the Board being as follows:

and all of said persons were present, except the following absentees:

4. Among other business considered at the Meeting, the attached resolution entitled:

is a true copy of a resolution introduced and submitted to the Board for consideration toward passage and adoption (the "Resolution"). After presentation and discussion, it was then duly moved and seconded that the Resolution be passed and adopted. The motion to pass and adopt the Resolution prevailed and carried by the following viva voce vote:

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all as shown in the official Minutes of the Board for the Meeting.

5. The attached Resolution is a true and correct copy of the original on file in the official records of the Hospital District; the duly qualified and acting members of the Board on the date of the Meeting are those persons shown above, and, according to the records of my office, each member of the Board was given actual notice of the time, place, and purpose of the Meeting and had actual notice that the Resolution would be considered; and the Meeting and deliberation of the aforesaid public business, was open to the public and written notice of said meeting, including the subject of the Resolution, was posted and given in advance thereof in compliance with the provisions of Chapter 551, Texas Government Code, as amended.

6. I am the Secretary of the Board having been duly appointed pursuant to Health Code, §281.023(b).

7. The foregoing Resolution is in full force and effect; that the same has not been rescinded, nor has it been amended or modified in any way.

IN WITNESS WHEREOF, I have hereunto signed my name officially and affixed the seal of the Hospital District on this the **10th day of December, 2018.**

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

{HOSPITAL DISTRICT SEAL}