

DRAFT

**MINUTES
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
REGULAR MEETING
DECEMBER 12, 2023**

The Nueces County Hospital District Board of Managers met at 12:00 p.m. December 12, 2023, 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
Mary Esther Guerra	Assistant County Attorney
John B. Martinez	General Counsel
Melissa Quintanilla	Executive Assistant/Human Resources
Carmina Hernandez Moreno	Administrative Assistant

OTHERS PRESENT:

Adam Robison	Attorney
Jenny Dorsey	Nueces County Attorney
Craig Desmond	Christus Spohn Hospital
John Herrick	Christus EM Residency
Burt Moorhouse	Aransas Terminal Company
Olivia Garrett	Corpus Christi Caller Times
Amy Kramer	MHID – via Zoom
Cassidy Willie	Gjerset & Lorenz – via Zoom
Becky Rios	Christus Spohn Hospital – via Zoom
Kidney Specialists	- via Zoom
Hilda	- via Zoom

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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 – Mr. John E. Valls, Chairman.
The meeting was called to order by Mr. Valls at 12:07 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
Sylvia Tryon Oliver, Member – PRESENT
Belinda Flores, R.N., Member – PRESENT
Judge Mariana Garza, Member – PRESENT @ 12:17 p.m. via Zoom
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

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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 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.

No one to speak in Public Comment.

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 November 14, 2023; and
2. Special Meetings of November 15, 2023 and December 1, 2023.

B. Ratify Administrator's action(s) performed as part of his duties directing the affairs of the Hospital District and/or as required by the Board of Managers; duties established pursuant to Texas Health and Safety Code, §281.026(e):

1. Execution of Letter Agreement with Frost Bank extending current depository and related agreements through January 31, 2024. (**ACTION**)

**Motion by Ms. Flores and seconded by Mr. Granado.
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

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Regular Agenda item will be voted upon separately if action is required:

A. Discuss and consider action on a request from Aransas Terminal Company, LLC (ATC) for a Letter of Non-Objection relating to ATC's intent to establish a wind turbine components-related Foreign Trade Zone on Harbor Island at 118 Hwy. 361, Port Aransas, Texas; consider approval of a related Payment In Lieu of Taxes Agreement

between ATC and the Hospital District, and related matters, and authorize Administrator to execute related documents. (*ACTION*)

**Motion by Mr. Granado and seconded by Dr. Reddy.
MOTION CARRIED.**

B. Receive information and discuss matters relating to the change in the Nueces County Jail correctional healthcare services provider from Armor Correctional Healthcare Services to Wexford Health Services effective December 1, 2023, and related matters. (*INFORMATION*)

**Mr. Valls, Chairman excused himself at 12:31 p.m.
due to conflict of interest. And let the record show that
Mr. Valls also left the meeting at 12:31 p.m.
Dr. Reddy, Vice Chairman presided the rest of the meeting.**

C. Discuss and consider action on a Letter Agreement with CHRISTUS Spohn Health System Corporation relating to Hospital District's support of CHRISTUS Spohn's Emergency Medicine Residency Program for Academic Years 2024 - 2025 through 2029 - 2030, and related matters; and authorize Administrator to execute Letter Agreement and related documents. (*ACTION*)

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

8. ADMINISTRATOR'S BRIEFING:

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

1. Board of Managers: January 23, 2024, 12 Noon in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401. (*INFORMATION*)

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9. 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

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.

A. 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.

B. Consult with attorneys on matters related to the Health Services Agreement Nueces County Correctional Facilities between Nueces County, Nueces County Hospital District, and Armor Correctional Healthcare Services.

Dr. Reddy called for Closed Session at 12:50 p.m.

10. 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.

Dr. Reddy called for Open Session at 1:37 p.m.

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

**Motion by Mr. Granado to reconsider Item 7. C.,
Dr. Reddy asked for votes, all members voted YES,
so the AYES have it. MOTION CARRIED.**

**Ms. Flores recalls and motion on Item 7.C., that with this
letter agreement that it has no association between the**

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master agreement and the agreement with Christus Spohn and that the signatures are limited to the Hospital District and Spohn Corporation. Seconded by Mr. Granado.

MOTION CARRIED.

11. ADJOURN

Motion to adjourned meeting by Dr. Reddy at 1:39 p.m., so moved by Ms. Flores. MOTION CARRIED.

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PRESIDING OFFICERS:

John E. Valls, MBA, Chairman

Vishnu V. Reddy, M.D., Vice Chairman

ATTEST:

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