

**MINUTES  
BOARD OF MANAGERS  
NUECES COUNTY HOSPITAL DISTRICT  
SPECIAL SESSION**

**September 8, 2017**

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The Nueces County Hospital District Board of Managers met in ***SPECIAL SESSION*** in the NCHD Board Room at 555 N. Carancahua, Suite 950-A, Corpus Christi, Texas on Friday, September 8, 2017 at 12 noon.

**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:**

Govind Nadkarmi, NCHD Board Appointee, Board of Directors, CSHS Corporation

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1. **Call to Order** - Mr. Huseman, Chairman  
The meeting was called to order by Mr. Huseman at 12:00 noon.
  2. **Establishment of Quorum** - Mr. Huseman  
A quorum was present with four members in attendance.

Van Huseman, Chairman - PRESENT  
Claude "Cal" Jennings, Vice Chair - PRESENT  
Rodney J. Hart, Member - PRESENT  
Ted Daniel, Member - PRESENT

Robert N. Corrigan, Member - **ABSENT**  
Irma Caballero, Member - **ABSENT**  
John E. Valls, Member - **ABSENT**

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3. **Public Comment** - Persons wishing to comment 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 Board meeting. Commenters shall limit their comments to three (3) minutes and comments must be appropriate to the agenda item(s). See the “Public Comment” section of the preceding General Information page for additional Public Comment-related requirements and information.

None requested.

Original Request to Speak in public session sign-in sheet and sign-in showing individual(s) in attendance is attached hereto for information and made a part of these minutes.

4. **REGULAR AGENDA:**

A. **Finance Committee:**

Presenter: Mr. Jennings, Committee Chair

- 1) **Ratify June 16, 2017 letter relating to the CHRISTUS Spohn Health System Corporation Membership Agreement-related annual Member Revenue Allocation Percentage for the fiscal year October 1, 2017 - September 30, 2018; Allocation Percentage established pursuant to Membership Agreement, Section 7.03(a).**

On motion by Mr. Daniel, seconded by Mr. Hart, the Board of Managers ratified the June 16, 2017 letter relating to Christus Spohn Health System Corporation Membership Agreement annual Member Revenue Allocation Percentage (Section 7.03(a)) for FY October 2, 2017 through September 30, 2018 as submitted. **MOTION CARRIED.** Copy of letter dated June 16, 2017 is attached hereto and made a part of these minutes.

A discussion was held regarding obtaining an outside consultant prepare a risk analysis of the existing Membership Agreement by and between NCHD and CSHS relating to the Revenue Allocation Percentage future allocations.

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2) **Adopt Board of Managers Resolutions relating to the approval of Hospital District's Fiscal Year 2018 Annual Budget for the period October 1, 2017 - September 30, 2018: ACTION**

On motion by Mr. Daniel, seconded by Mr. Hart, the Board of Managers adopted the following resolutions as presented:

a) Resolutions approving provision of funding in the FY 2018 Annual Budget for:

(1) Behavioral Health Center of Nueces County; and  
**Original executed Resolution and its Exhibit "1" is attached hereto and made a part of these minutes.**

(2) Nueces County-related healthcare expenditures.  
**Original executed Resolution and its Exhibit "1" is attached hereto and made a part of these minutes.**

b) Resolutions approving FY 2018 Annual Budget, approval pursuant to Texas Health and Safety Code, §281.091(b); FY 2018 Annual Budget comprised of: **ACTION**

On same motion by Mr. Daniel, seconded by Mr. Hart, the Board of Managers adopted a Resolution approving NCHD's Fiscal Year 2018 Annual Budget as noted below: **MOTION CARRIED.**

(1) Consolidated Budget, inclusive of General, Tobacco, and Indigent Care Funds; and

(2) Capital Budget.

**Original executed Resolution and its Exhibit "A" is attached hereto and made a part of these minutes.**

3) **Adopt Board of Managers Resolution committing an amount of the September 30, 2017 fiscal year-end General Fund balance to the subsequent fiscal year for unpaid intergovernmental transfers for**

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**Demonstration Year 6 of the Texas Healthcare Transformation and Quality Improvement Program Section 1115 Waiver - ACTION**

On motion by Mr. Daniel, seconded by Mr. Hart, the Board of Managers adopted a Resolution committing an amount of the September 30, 2017 fiscal year-end General Fund balance to the subsequent fiscal year for unpaid intergovernmental transfers for Demonstration Year No 6 of the Texas Healthcare Transformation and Quality Improvement Program Section 1115 Waiver. **MOTION CARRIED.**

- 4) **Review supporting documentation relating to achievement of Administrator's performance goals for fiscal year ending September 30, 2016 and approve related performance goal achievement payment - ACTION**

On motion by Mr. Daniel, seconded by Mr. Hart, the Board of Managers reviewed and accepted the support documentation relating to his achievement and performance goals as presented. **MOTION CARRIED.** Copy of memorandum dated September 8, 2017 and its Exhibit 1, Attachment A and Amendments and its Exhibits are attached hereto for information and made a part of these minutes.

- 5) **Authorize Board Chairman to negotiate and execute an amendment to Administrator's Employment Agreement relating to achievement of performance goals for fiscal year ending September 30, 2017 - ACTION**

On motion by Mr. Daniel, seconded by Mr. Hart, the Board of Managers authorized Board Chairman to negotiate and execute an amendment to Administrator's Employment Agreement relating achievement of performance goals for fiscal year ending September 17, 2017. **MOTION CARRIED.**

**B. Board of Managers:**

Presenter: Mr. Huseman, Board Chairman

- 1) **Authorize Board Chairman to negotiate preliminary terms of Employment Agreement with Administrator for the four-year term beginning October 1, 2018: Agreement terms pursuant to Texas Health and Safety Code, §281.026 - ACTION**

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On motion by Mr. Jennings, seconded by Mr. Hart, the Board of Managers authorized Van Huseman, Board Chairman to negotiate the preliminary terms of the Administrator's Employment Agreement for subsequent terms and period noted herein. **MOTION CARRIED.**

**C. Administrator's Briefing:  
INFORMATION**

- 1) Next Scheduled Board and Committee meetings:
  - a) **Board Meeting:** September 26, 2017; meeting time to be determined; and
  - b) **Committee Meetings:** September 26, 2017; meeting times to be determined:
    - (1) Planning Committee; and
    - (2) Finance Committee.

**5. ADJOURN**

There being no further business, the Board of Managers adjourned at 12:42 p.m.

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**PRESIDING OFFICER:**

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Van Huseman, Chairman  
Board of Managers  
Nueces County Hospital District

**ATTEST:**

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

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Wm. DeWitt Alsup, General Counsel  
Nueces County Hospital District