

DRAFT

**MINUTES
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
REGULAR MEETING
SEPTEMBER 21, 2021**

The Nueces County Hospital District Board of Managers met at 10:00 a.m., Tuesday, September 21, 2021 in the NCHD Board Room, at 555 N. Carancahua, Suite 950 – A, Corpus Christi, Texas.

HOSPITAL DISTRICT REPRESENTATIVES:

Jonny F. Hipp	Administrator/CEO
Belinda E. Chism	Assistant Administrator, Administrative Services
Donna Littlefield	Director, Accounting & Finance
Wm Dewitt Alsup	Attorney, Alsup Law Firm
Mary Esther Guerra	Assistant County Attorney – via Zoom
Melissa Quintanilla	Executive Assistant/Human Resources
Carmina Hernandez Moreno	Administrative Assistant

OTHERS PRESENT:

Dr. Xavier Gonzales	Director of Mental Health
Becky Rios	Christus Spohn Hospital – via Zoom
Chris Nicosia	CCMC – via Zoom
Andrea Kovarik	MHID – via Zoom
Mark Hendrix	MHID – via Zoom
Jared Konczal	Gjerset & Lorenz LLP – via Zoom

1. WELCOME

2. ROLL CALL OF BOARD OF MANAGERS

Daniel W. Dain, Chairman
 Sylvia Tryon Oliver, Vice-Chairman
 Belinda Flores, R.N.
 Vishnu V. Reddy, M.D.

**MINUTES
BOARD OF MANAGERS
REGULAR MEETING
SEPTEMBER 21, 2021**

- John E. Valls, M.B.A.
- Mariana Garza, J.D.
- Efrain Guerrero, Jr.

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

- A. Call to order – Ms. Sylvia Tryon Oliver, Vice Chairman
The meeting was called to order by Ms. Oliver at 10:04 a.m.
- B. Establish quorum – Ms. Oliver
A quorum was present with five members in attendance.

Sylvia Tryon Oliver, Vice Chairman – PRESENT
Belinda Flores, RN, Member – PRESENT – via Zoom
Vishnu V. Reddy, M.D., Member – PRESENT – via Zoom
Mariana Garza, J.D., Member – PRESENT – via Zoom
Efrain Guerrero, Jr., Member – PRESENT
Daniel W. Dain, Chairman – ABSENT
John E. Valls, M.B.A., 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. 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 for public comment.

**MINUTES
BOARD OF MANAGERS
REGULAR MEETING
SEPTEMBER 21, 2021**

5. **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. Public Hearing of August 3, 2021;
2. Regular Meeting of August 3, 2021; and
3. Special Meeting of August 31, 2021.

B. Receive listing of new vendors as of September 15, 2021; listing provided pursuant to Board of Managers Bylaws, §2.1.B and Texas Local Government Code, Chapter 176.

C. Receive hospital providers' quarterly reports relating to certain Indigent Care Affiliation Agreements associated with participation in the Texas Healthcare Transformation and Quality Improvement Program Medicaid 1115 Waiver for calendar quarter-ended June 30, 2021:

1. CHRISTUS Spohn Health System Corporation Hospitals: Alice, Beeville, and Kleberg (Consolidated Report);
2. Corpus Christi Medical Center; and
3. Driscoll Children's Hospital.

D. Receive summary payment information on Nueces County health care disbursements for Fiscal Year 2021 year-to-date:

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

**MINUTES
BOARD OF MANAGERS
REGULAR MEETING
SEPTEMBER 21, 2021**

5. Funding for alcohol and drug abuse treatment programs:
 - a. Cenikor (Charlie's Place);
 - b. Council on Alcohol and Drug Abuse; and
 - c. Palmer Drug Abuse Program;
 6. Funding for diabetes prevention and supporting programs;
 7. Public health grants; and
 8. Legal and professional fees. (*Finance Committee*)
- E. 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 fiscal year-to-date periods-ended July 31, 2021 and August 31, 2021. (*Finance Committee*)
- F. 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*)
- G. Receive monthly statements 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 statements for the month-ended July 31, 2021. (*Finance Committee*)
- H. 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*)
- I. Receive summary report of cumulative estimated provider payments and actual intergovernmental transfers made in support of local and other healthcare providers participating in Medicaid supplemental and directed payment programs sponsored by the Texas Health and Human Services Commission (HHSC):
1. Directed Payment Programs - Medicaid managed care organization payments to healthcare providers that support overall Medicaid program goals and objectives:
 - a. Comprehensive Hospital Increase Reimbursement Program (CHIRP);
 - b. Network Access Improvement Program (NAIP);

**MINUTES
BOARD OF MANAGERS
REGULAR MEETING
SEPTEMBER 21, 2021**

- c. Texas Incentives for Physicians and Professional Services (TIPPS);
- d. Uniform Hospital Rate Increase Program (UHRIP); and

2. Supplemental Payment Programs - HHSC-directed payments made to hospitals for achieving certain goals or to support health care providers that see significant numbers of uninsured or persons without much money:

- a. Disproportionate Share Hospitals (DSH) program;
- b. Graduate Medical Education (GME);
- c. Hospital Uncompensated Care (UC) pool; and

3. Phase-Out Programs - To be discontinued by October 1, 2021:

- a. Delivery System Reform Incentive Payment (DSRIP) pool. (*Finance Committee*)

Consent agenda approved by Dr. Reddy and seconded by Mr. Guerrero. MOTION CARRIED.

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

A. Finance Committee:

- 1. Amend the FY 2022 Budget approved by the Board of Managers on August 31, 2021 to substitute the tax revenue associated with the tax rate subsequently adopted by Commissioners Court on September 8, 2021. (***ACTION***)

Motion by Mr. Guerrero and seconded by Dr. Reddy. MOTION CARRIED.

- 2. Receive and approve unaudited financial statements for the months and fiscal year-to-date periods ended July 31, 2021 and August 31, 2021. (***ACTION***)

Motion by Ms. Flores and seconded by Ms. Garza. MOTION CARRIED.

- 3. Adopt a Revised Board of Managers Resolution committing an amount of the September 30, 2021 fiscal year-end General Fund balance to the subsequent fiscal year for unpaid intergovernmental transfers relating to Demonstration Year No. 10 of the Texas Healthcare Transformation and Quality Improvement Program Section 1115 Waiver (Uncompensated Care and Delivery System Reform Incentive

**MINUTES
BOARD OF MANAGERS
REGULAR MEETING
SEPTEMBER 21, 2021**

Payment Programs) and other supplemental and directed payment programs sponsored by the Texas Health and Human Services Commission; revision to supersede and replace similar-performing Board of Managers Resolution previously adopted on August 31, 2021. **(ACTION)**

**Motion by Ms. Garza and seconded by Ms. Flores.
MOTION CARRIED.**

4. Receive reports relating to Nueces Aid Program enrollment for the months-ended July 31, 2021 and August 31, 2021:
 - a. Total Persons and Households Enrolled;
 - b. Enrollment by Zip Code;
 - c. Enrollment Summary;
 - d. Application Processing Summary; and
 - e. Denials. **(INFORMATION)**

B. Indigent Health Care:

1. Discuss and consider the issuance of Requests for Proposals for Development and Implementation of a Strategic Marketing Plan for Nueces Aid Program Enrollment Growth (RFP); authorize the Administrator to prepare and issue RFP. **(ACTION)**

**Motion by Mr. Guerrero and seconded by
Ms. Flores. MOTION CARRIED.**

C. Replacement Medical Examiner's Facility Site:

1. Discuss and consider action(s) to remove Hospital District-owned real property proposed for the replacement medical examiner's facility from the District's real property leased to CHRISTUS Spohn Health System Corporation (Spohn) for possible conditional transfer of ownership of the property to Nueces County for its use for replacement of their current medical examiner facility; the proposed real property is a 3.39 acre tract out of Lot 1, Block 3, Medical Center Subdivision, as shown on a map recorded in Volume 69, Page 443, Map Records, Nueces County, Texas and located on the former Memorial Medical Center campus at 2606 Hospital Boulevard, Corpus Christi, Texas; and authorize the Administrator to prepare necessary documents and negotiate necessary agreements or amendments with Spohn. **(ACTION)**

**Motion by Ms. Flores and seconded by
Mr. Guerrero. MOTION CARRIED.**

MINUTES
BOARD OF MANAGERS
REGULAR MEETING
SEPTEMBER 21, 2021

D. Community Mental Health Initiatives:

1. Receive and discuss information presented by Nueces County's Director of Mental Health Programs on Hospital District-funded and other mental health programs. (*INFORMATION*)

**Dr. Gonzalez conducted his presentation.
Power Point Information attached hereto.**

E. Board of Managers Business:

1. Discuss and consider deferring the election of Board of Managers Chairman and Vice-Chairman to follow Commissioners Court's appointment or reappointment of Board member positions with terms soon expiring; elections pursuant to Board of Managers Bylaws, §2.2.A.1. (*ACTION*)

**Motion by Dr. Reddy and seconded by
Ms. Flores. MOTION CARRIED.**

2. Discuss and consider deferring the Board Chairman's appointment of Board of Managers committees and related Chairmen to follow Commissioners Court's appointment or reappointment of Board member positions with terms soon expiring; Chairman's appointments pursuant to Board of Managers Bylaws, §2.2.B.2.(d). (*ACTION*)

**Motion by Dr. Reddy and seconded by
Ms. Flores. MOTION CARRIED.**

F. Administrator's Actions:

1. Ratify Administrator's action(s) performed as part of his duties directing the affairs of the District and/or as required by the Board of Managers; duties established pursuant to Texas Health and Safety Code, §281.026(e):
 - a. Letter of Agreement with Nueces County relating to the County's installation of a W-Fi network (wireless network) within the Hospital District's offices located at 555 N. Carancahua Street, Suite 950, Corpus Christi, Texas. (*ACTION*)

**Motion by Ms. Flores and seconded by
Mr. Guerrero. MOTION CARRIED.**

7. ADMINISTRATOR'S BRIEFING:

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

**MINUTES
BOARD OF MANAGERS
REGULAR MEETING
SEPTEMBER 21, 2021**

1. Finance Committee: October 19, 2021, 9:30 AM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401; and

2. Board of Managers: October 19, 2021, 10:00 AM 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 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 and the Board specifically expects to go into a closed session(s) on the matters listed below pursuant to the Act, §551.071. In the event the Board elects to go 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:

A. Consult with attorneys on matters relating to the establishment of a Board of Managers Policy regarding acceptance of funding requests from entities, agencies, or other organizations.

B. Consult with attorneys on matters relating to rescission of COVID-19-related suspensions of certain provisions of the Texas Open Meetings Act.

C. Consult with attorneys on matters relating to Hospital District-owned real property and the Amended and Restated Membership Agreement between the District and CHRISTUS Spohn Health System Corporation.

D. Consult with attorneys on matters relating to the Amended and Restated Membership Agreement and the 1996 Transaction Agreements entered and effective September 30, 1996, including the Master Agreement, Lease Agreement, Indigent Care Agreement, and the Memorandum of Understanding dated November 18, 2015.

Ms. Oliver called for close session at 11:35 a.m.

**MINUTES
BOARD OF MANAGERS
REGULAR MEETING
SEPTEMBER 21, 2021**

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.

Ms. Oliver called for open session at 12:17 p.m.

10. Consider final action, decision, or vote on matters considered in the Closed Meeting.
(ACTION AS NEEDED)

No Action taken.

11. ADJOURN

**Motion to adjourn by Ms. Oliver. Motion by
Mr. Guerrero and seconded by Ms. Flores.
Meeting adjourned at 12:17 p.m.**

**MINUTES
BOARD OF MANAGERS
REGULAR MEETING
SEPTEMBER 21, 2021**

PRESIDING OFFICER

Sylvia Tyron Oliver, Vice-Chairman

ATTEST:

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

Wm Dewitt Alsup, General Counsel
Nueces County Hospital District