

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

**November 20, 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.

**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  
Jenny Cron, Nueces County Chief of Litigation  
Sara G. Lopez, Administrative Specialist  
Carmen H. Ramos, Administrative Assistant

**OTHER(S) PRESENT:**

Richard Schechter, P.C., Houston, TX  
Jim B. Ragan, Attorney, Law Office of James B. Ragan, Corpus Christi, TX  
Simon B. Purnell, The Purnell Law Firm, Corpus Christi, TX  
Martin Phipps, Phipps Anderson Deacon LLP, Corpus Christi, TX  
Kim Knox, Phipps Anderson Deacon LLP, Corpus Christi, TX  
Meagan M. Talafuse, Associate, Phipps Anderson Deacon LLP, Corpus Christi, TX

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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 six members in attendance.

Van Huseman, Chairman - PRESENT  
Rodney J. Hart, Member - PRESENT  
Robert N. Corrigan, Member - PRESENT  
John E. Valls, Member - PRESENT  
Ted Daniel, Member - PRESENT  
Sylvia Tryon-Oliver - PRESENT

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Claude "Cal" Jennings, Vice Chair - **ABSENT**

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. **AGENDA:**

- A. **Ratify Amendment No. 7 to June 12, 2012 Letter Agreement with Management Associates relating to support of Anchor Entity responsibilities under the Texas Health and Human Services Commission-sponsored Medicaid 1115 Waiver; Amendment extends Letter Agreement to September 30, 2018 and adjusts related fees - ACTION**

On motion by Mr. Valls, seconded by Mr. Hart, the Board of Managers ratified Amendment #7 to June 12, 2012 Letter Agreement with Health Management Associates, Inc relating to and in support of Anchor Entity responsibilities under the Texas Health and Human Services Commission-sponsored Medicaid 1115 Waiver; Amendment extends Letter Agreement to September 30, 2018 and adjusts related fees. **MOTION CARRIED.** Copy of Amendment No. 7 To June 12, 2012 Letter Agreement by and between Health Management Associates, Inc. and Nueces County Hospital District is attached hereto and made a part of these minutes.

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- B. **Discuss and consider approval of First Amendment to Christus Spohn Health System Corporation Amended and Restated Membership Agreement relating to the Texas Health and Human Services Commission-sponsored Uniform Hospital Rate Increase Program; and authorize Administrator to execute Amendment - ACTION**

On motion by Mr. Valls, seconded by Mr. Hart, the Board of Managers considered and approved the First Amendment to Christus Spohn Health System Corporation Amended and Restated Membership Agreement relating to the Texas Health and Human Services Commission-sponsored Uniform Hospital Rate Increase Program; and authorizes Administrator to execute Amendment. **MOTION CARRIED.** Copy of First Amendment to Christus Spohn Health System Corporation Amended and Restated Membership Agreement is attached copy of executed amendment is attached hereto and made a part of these minutes.

- C. **Discuss and consider acquiring the professional services of attorney Richard Schechter and his legal team as lead counsel and attorney Simon Purnell and his legal team to represent Nueces County Hospital District in the opioid litigation, and related matters; and authorize Administrator to negotiate and execute related agreements - ACTION**

This agenda item was discussed and deliberated in closed session.

5. **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; the Texas Health and Safety Code, Chapter 161, §161.031, §161.0315, and §161.032; and the Texas Occupations Code, Chapters 151 and 160; and that the Board specifically expects to go into a closed session(s) on the matters listed below. In the event the Board elects to go into closed session(s) regarding an agenda item(s), the sections(s) of the Open Meetings Act authorizing the closed session will be publicly announced by the presiding officer. In accordance with the authority of the Texas Government code, §551.071, the Board will hold a closed meeting to consult with attorneys on matters relating to contemplated litigation. Upon completion of the closed (session(s), the Board, in open session(s), may take such action as appropriate on the item(s) discussed in the closed session(s).

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**EXECUTIVE CLOSED SESSION**

The Board of Managers entered into executively closed session at approximately 12:35 p.m., to discuss and or deliberate on the following agenda item(s): **5. A.**

Consult with Hospital District's attorneys pursuant to Open Meetings Act, Texas Government Code, Chapter 551; Texas Health and Safety Code, Chapter 161; and Texas Occupation Code, Chapter 151 and 160:

- A. Discuss and consider authorizing Nueces County Hospital District to sue opioid drug manufacturers, promoters, and distributors responsible for causing and contributing to an epidemic of opioid addiction in Nueces County, including but not limited to Purdue Pharma, Endo Pharmaceuticals, Janssen Pharmaceuticals, Insys Therapeutics, the McKesson Corporation, Cardinal Health and AmerisourceBergen for violations of the Deceptive Trade Practices, Act, fraud, unjust enrichment, negligence, violations of the federal Controlled Substances Act, civil conspiracy and any other related causes of action, and related matters.**

Members of the Board of Managers, Administrator Jonny F. Hipp, attorneys Wm. DeWitt Alsup, Assistant County Attorney Catherine Heller, Chief of Litigation Jenny Cron, Assistant Administrator Dena B. Bruni, Director of Accounting & Finance Donna Littlefield, Attorneys Richard Schechter, James B. Ragan, Simon Purnell, Kim Knox, Martin Phipps, and Meagan M. Talafuse remained for the executive closed session.

The Board of Managers ended its executively closed session at approximately 1:15 p.m., and reopened to public session.

**OPEN MEETING:**

- 6. Discuss and consider action on matters considered in Closed Meeting - ACTION**  
On motion by Mr. Valls, seconded by Mr. Daniel, the Board of Managers voted to authorize Nueces County Hospital District Administrator to pursue and hire/retain Law Offices of Richard Schechter, P.C. and his legal team as lead counsel and attorney Simon Purnell and his legal team to represent Nueces County Hospital District in the opioid litigation to sue opioid drug manufacturers named above and for causing and contributing to an epidemic of opioid addiction in Nueces County. **MOTION CARRIED.**

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7. **ADJOURN:**

There being no further business, the meeting adjourned at 1:16 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