

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

August 20, 2012

The Nueces County Hospital District Board of Managers will meet in **SPECIAL SESSION** in the NCHD Board Room at 555 N. Carancahua, Suite 950-A on Monday, August 20, 2012 at 7:00 p.m., Corpus Christi, TX.

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 & Alsup Law Firm
Laura Jimenez, Nueces County Attorney
Sara G. Lopez, Administrative Specialist
Carmen H. Ramos, Administrative Assistant

OTHER(S) PRESENT:

Gary Eiland, Attorney, King & Spalding, LLP, Houston, TX

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1. **Call to Order** - Mr. Huseman, Board Chairman
The meeting was called to order by Mr. Huseman at 7:00 p.m.
 2. **Establishment of Quorum** - Mr. Huseman
A quorum was present with six members in attendance.

Van Huseman, Chairman - PRESENT
Claude "Cal" Jennings, Vice Chair - PRESENT
Charles Wilson, Member - PRESENT
Raymond F. Wetegrove, Member - MEMBER
Rodney J. Hart, Member - MEMBER
Dan Winship, Member - MEMBER

Irma Caballero, Member - ABSENT

EXECUTIVE CLOSED SESSION

The Board of Managers entered into executive closed session at approximately 7:03 p.m., to discuss and/or deliberate on the following agenda item(s): **3. a & b**

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3. **Consult with attorneys pursuant to Open Meetings Act, Texas Government Code, §5551.071:**
- a. Matters related to obligations of the Hospital District and Christus Spohn Health System Corporation under the existing Master, Lease, and Indigent Care Agreements as amended; and
 - b. Matters related to possible new agreements and amendments to existing master, Lease, or Indigent Care Agreements, as amended, between the Hospital District and Christus Spohn Health System Corporation.

Members of the Board of Managers, Administrator Jonny F. Hipp, Attorneys Wm. DeWitt Alsup, Gary Eiland, and Assistant County Attorney Catherine Heller, Assistant Administrator Dena B. Bruni, Director of Accounting and Finance Donna Littlefield remained for the executive closed session.

The Board of Managers ended its executively closed session at approximately 8:44 p.m., and reopened to public session.

OPEN MEETING

4. **Consider final action, decision, or vote on matters deliberated in Closed Meeting - (Action as Needed)**
There was no action taken on agenda items discussed and or deliberated in executive closed session.

On motion by Mr. Winship, seconded by Mr. Wetegrove, the Board of Managers recessed its board meeting and will reconvene on Tuesday, August 21, 2012 at a time to be determined. **MOTION CARRIED.**

Due to work in progress and still pending via legal counsel, the Board of Managers did not reconvene its board meeting on Tuesday, August 21, 2012.

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5. **Discuss and consider approving new agreements and amendments to existing agreements between the Nueces County Hospital District and Christus Spohn Health System Corporation; and authorize the Administrator to negotiate any necessary final terms, executive new agreements and amendments to existing agreements, execute any and all necessary related documents, and submit documents to Commissioners Court for approval: ACTION**

No action taken on this agenda item.

- a. Christus Spohn Health System Corporation Membership;
- b. Fifth Amendment to the Master Agreement;
- c. August 2012 Amendment to Lease Agreement; and
- d. Second Amendment to the Revised and Restated Indigent Care Agreements; and
- e. Related agreements/amendments pertaining to item 5.a - 5.d above

6. **Adjourn**

There being no further business, the meeting was recessed at 8:44 p.m.

PRESIDING OFFICER:

Van Huseman, Chairman
Board of Managers
Nueces County Hospital District

ATTEST:

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

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Wm. DeWitt Alsup, General Counsel
Nueces County Hospital District