

DRAFT

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

October 16, 2019

The of Nueces County Hospital District Board of Managers met at 12:00 p.m., Wednesday, October 16, 2019 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
Melissa Vela, Assistant County Attorney
Melissa Quintanilla, Executive Assistant/Human Resources
Carmina Hernandez Moreno, Administrative Assistant

OTHERS PRESENT:

Shannon Stansbury	Christus Spohn Health Plan
Matt Miles	Christus Spohn Health Plan
Bert Ramos	Christus Spohn
Jay Woodall	Corpus Christi Medical Center
Brigid Cook	Collier, Johnson & Woods, P.C.
Mark Hendrix	NCMHID
Mike Davis	NCMHID
Victoria Rodriguez	NCMHID
Cory E. Boemer	Halo Flight
Diana Garza	Halo Flight
Dr. Osbert Blow	Christus Spohn
Jennifer Norrell	Norrell Brokerage

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1. **CALL TO ORDER** – Mr. Martinez, Chairman Pro Tempore

The meeting was called to order by Mr. Martinez at 12:03 p.m.

2. **ESTABLISHMENT OF QUORUM** – Mr. Martinez
A quorum was present.

**John Martinez-PRESENT
Sylvia Tryon Oliver-PRESENT
Belinda Flores-PRESENT
Vishnu V. Reddy, M.D.-PRESENT**

3. **PUBLIC COMMENT** – Requested Copy of “Request to Speak Sign – In Sheet” attached hereto and made part of these minutes for information.

No one to speak for public comment.

4. **CONSENT AGENDA:**

A. Confirm posting of meeting's public notice.

**Motion presented by Mr. Martinez, approved by Ms. Oliver
And seconded by Dr. Reddy. MOTION CARRIED**

B. Approve minutes of Board of Managers Meetings:

- 1) Regular Sessions of June 6 and September 26, 2019; and
- 2) Special Sessions of July 23, August 26, and October 8, 2019.

C. Receive listing of new vendors as of October 10, 2019; listing pursuant to Board of Managers Bylaws, Article 2, §2.1 B and Texas Local Government Code, Chapter 176.

**Motion presented by Mr. Martinez for approval on items
4 B 1 & 2 and C approved by Ms. Oliver and seconded by Dr. Reddy
MOTION CARRIED.**

D. 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 the calendar quarter ended June 30, 2019:

- 1) CHRISTUS Spohn Health System Corporation Hospitals: Alice, Beeville, and Kleberg (Consolidated Report);
- 2) Corpus Christi Medical Center;

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- 3) DeTar Healthcare System; and
- 4) Driscoll Children's Hospital.

As per Board Members voted for Item D 1- 4 to be pulled and discussed in the Regular Agenda. Mr. Martinez presented for approval Item D 1-4. Motion by Ms. Oliver and seconded by Dr. Reddy. MOTION CARRIED.

- E. Receive summary payment information on Nueces County health care expenditures for Fiscal Year 2019:
- 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;
 - 5) Funding for alcohol and drug abuse treatment programs:
 - a) Charlie's Place;
 - b) Council on Alcohol and Drug Abuse; and
 - c) Palmer Drug Abuse Program;
 - 6) Funding for diabetes prevention and supporting programs.

As per Board Members voted for Item E 1-6 to be pulled and discussed in the Regular Agenda. Mr. Martinez presented for Approval Item E 1-6. Motion by Dr. Reddy and seconded by Ms. Flores. MOTION CARRIED.

- F. 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) Letter Agreement extending current Frost Bank depository agreement through October 31, 2019.

Copy of agreement letter extending current Frost Bank depository is attached hereto and made part of these minutes. Mr. Martinez

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presented motion. Motion by Dr. Reddy and seconded by Ms. Flores. MOTION CARRIED

5. REGULAR AGENDA:

A. Community Mental Health Initiatives:

- 1) Receive report from Nueces Center for Mental Health and Intellectual Disabilities (NCMHID) on activities performed under Interlocal Agreement between Nueces County, NCMHID, and Hospital District relating to diversion of persons from jails or other detention facilities, provision of crisis intervention teams, expansion of mobile crisis outreach, and development of jail-based competency restoration. *(INFORMATION)*

Receive report from Nueces Center for Mental Health and Intellectual Disabilities (NCMHID) copy of packet is attached and hereto made part of these minutes.

- 2) Receive update on activities performed under Professional Services Agreement between Nueces County, BeHealthle, and the Hospital District relating to the Nueces County Community Collaborative Program/Jail Diversion Program. *(INFORMATION)*

Mr. Hipp discussed and updated Board Members on the agreement between Nueces County, BeHealthle and the Hospital District relating to Program/Jail Diversion.

- 3) Receive update on activities performed under Professional Services Agreement between Nueces County, Meadows Mental Health Policy Institute, and the Hospital District relating to preparation of a comprehensive needs assessment for Nueces County that can serve as the basis for a systematic approach to providing services for mental illnesses and substance abuse disorders in the County. *(INFORMATION)*

Mr. Hipp discussed and updated Board Members on the agreement between Nueces County, Meadow Mental Health Policy and the Hospital District relating to preparation of a an assessment to providing services for mental illness and substance abuse disorders in the County as moved in thru contracts.

B. Indigent Health Care:

- 1) Receive summary information on medical and hospital care provided to the Nueces Aid population consistent with the CHRISTUS Spohn Health System

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Corporation Membership Agreement for calendar year-to-date ended September 30, 2019. *(INFORMATION)*

Mr. Hipp explained the Imputed claims to the Member of the Board the Imputed Claims report is provided and attached hereto and made part of these minutes.

- 2) Receive and discuss information from CHRISTUS Spohn Health System Corporation relating to:
 - a) Medical aid and hospital care provided to the Nueces Aid Program population consistent with the CHRISTUS Spohn Health System Corporation Membership Agreement and related matters; and
 - b) Programs, projects, and/or activities at CHRISTUS Spohn Hospital Corpus Christi-Memorial and other Hospital District-owned facilities and related matters. *(INFORMATION)*

Mr. Hipp updated Members of the Board that Items 2 a & b are regarding the Indigent Care arrangement with Christus Spohn and other programs that Christus is doing with NCHD. Dr. Blow presented and explained these items.

- 3) Receive and discuss update from CHRISTUS Spohn Health System Corporation relating to operation, construction, transition, planning, and/or demolition activities pursuant to Sections 3.5 and 3.9 of Amended and Restated Schedule 1 to Spohn Membership Agreement, as schedule to CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement:
 - a) Operations of Dr. Hector P. Garcia - Memorial Family Health Center located on Hospital District-owned property at 2606 Hospital Boulevard, Corpus Christi, Texas;
 - b) Construction and/or demolition activities at CHRISTUS Spohn Hospital Corpus Christi-Shoreline located at 600 Elizabeth Street, Corpus Christi, Texas;
 - c) Transition of certain services from Hospital District-owned hospital presently known as CHRISTUS Spohn Hospital Corpus Christi-Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard to CHRISTUS Spohn Hospital Corpus Christi-Shoreline located at 600 Elizabeth Street, both facility locations in Corpus Christi, Texas; and
 - d) Planning orderly transition of services from Hospital District-owned hospital presently known as CHRISTUS Spohn Hospital Corpus Christi-Memorial (formerly known as Memorial Medical Center) located at 2606

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Hospital Boulevard to CHRISTUS Spohn Hospital Corpus Christi-Shoreline located at 600 Elizabeth Street, both facility locations in Corpus Christi, Texas. (*INFORMATION*)

Dr. Blow discussed and updated the members of the Board information re: Christus Spohn Health System Corporation re: Operations, Constructions and/or demolition, transition of certain services and planning orderly transition of services from Hospital District.

C. Finance Business:

- 1) Receive and approve unaudited financial statements for months and fiscal year-to-date periods ended May 31 - August 31, 2019. (*ACTION*)

Mr. Martinez motioned to receive and approve unaudited financial statements for months and fiscal year-to-date periods ended May 31 – August 31, 2019 copies attached hereto and made part of these minutes. Motion approved by Ms. Flores and seconded by Dr. Reddy. MOTION CARRIED

- 2) Receive and approve investment reports and ratify related investment transactions:
 - a) Quarterly Investment Report for fiscal quarter ended June 30, 2019; and
 - b) Report of interim investment transactions for period July 1, 2019 to date. (*ACTION*)

Mr. Martinez motioned to receive and approve and ratify related investment transactions. Copies of reports are attached and hereto made part of these minutes. Motion approved by Dr. Reddy and seconded by Ms. Flores MOTION CARRIED.

- 3) Receive summary report of intergovernmental transfers made in support of local and other healthcare providers participating in Medicaid supplemental payment programs sponsored by the Texas Health and Human Commission year-to-date:
 - a) Texas Healthcare Transformation and Quality Improvement Program (Medicaid 1115 Waiver):
 - (1) Delivery System Reform Incentive Payment (DSRIP) pool; and
 - (2) Hospital Uncompensated Care (UC) pool.
 - b) Disproportionate Share Hospitals (DSH) program;

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- c) Network Access Improvement Program (NAIP);
- d) Uniform Hospital Rate Increase Program (UHRIP); and
- e) Graduate Medical Education. (*INFORMATION*)

Mr. Hipp discussed and updated Members of the Board summary of the Intergovernmental Transfer Activity report a copy of the report is attached and hereto made part of these minutes.

- 4) Receive revenue reports relating to CHRISTUS Spohn Health System Corporation Membership Agreement for Fiscal Year 2019 and current fiscal year-to-date. (*INFORMATION*)

Mr. Hipp and Ms. Chism discussed and updated the Members of the Board revenue reports relating to CHRISTUS Spohn Health System Corporation Membership Agreement for Fiscal Year 2019 and current fiscal year – to – date. Copy of report is attached and hereto made part of these minutes.

- 5) Receive monthly statement of escrow amounts deposited and/or withdrawn by CHRISTUS Spohn Health System Corporation; deposits pursuant to and consistent with Section 3.9.7 of Amended and Restated Schedule 1 to Spohn Membership Agreement, a schedule to CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement; receive statements for months ended May 31 - September 30, 2019. (*INFORMATION*)

Mr. Hipp discussed and updated the Members of the Board monthly stated of escrow amounts deposited and/or withdrawn by CHRISTUS Spohn Health System Corporation. Copy of monthly bank statement of escrow amounts is attached and hereto made part of these minutes.

D. Other Business:

- 1) Approve engagement of Collier, Johnson, & Woods, P.C. Certified Public Accountants to perform an audit of the Hospital District's financial statements of the governmental activities, each major fund, and aggregate remaining funds for fiscal year ending September 30, 2019; authorize Administrator to execute engagement letter and related documents. (*ACTION*)

Copies of Collier, Johnson & Woods, P.C. audit of Hospital District's

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Financial statements of the governmental activities funds for Fiscal Year ending September 30, 2019 attached and hereto made part of these minutes. Motioned to approved engagement letter by Mr. Martinez. Motion by Dr. Reddy and seconded by Ms. Flores. MOTION CARRIED.

- 2) Receive information/presentation from CHRISTUS Spohn Health System Corporation relating to qualified Nueces Aid Program enrollees voluntarily enrolling in the CHRISTUS Health Plan in lieu of the Nueces Aid Program and authorize Administrator to continue discussions with CHRISTUS Spohn and/or CHRISTUS Health Plan and take related actions. (*ACTION*)

Presentation by Shannon Stansbury explaining the Christus Spohn Health Plan. Motioned by Mr. Martinez, authorized by Mr. Hipp to continue discussions and related actions with CHRISTUS Spohn and/or CHRISTUS Health Plan. Motion by Dr. Reddy and seconded by Ms. Oliver. MOTION CARRIED.

- 3) Receive information/presentation from Gulf Copper & Manufacturing Inc. (GCMI) relating to GCMI's proposed establishment and operation of a Foreign Trade Zone on Harbor Island (FTZ) for storage of wind components and parts and GCMI's request of an FTZ-supportive letter directed to the Port of Corpus Christi. (*INFORMATION*)

Copy of information/presentation from Jennifer Norrell with Gulf Cooper & Manufacturing Inc. packet is attached and hereto made part of these minutes. As per Mr. Hipp recommends to continue discussing what the Commissioner Court recommends to do for Item D 3 for discussion in November 2019 Board Meeting.

E. Board of Managers Business:

- 1) Discuss and consider prioritizing listing of Hospital District facility tours. (*ACTION*)

**Mr. Hipp prioritized and produced a list of the NCHD facilities tour and proposed to the Board of Managers to take a tour of the NCHD facilities when the Board of Managers is fully configured.
No Motion taken.**

- 2) Discuss and consider appointment of special (ad-hoc) Committee to review the Board's Bylaws and recommend changes. (*ACTION*)

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Mr. Martinez motioned to move to table E-2 for next meeting on November 2019. Motioned by Ms. Flores and seconded by Ms. Oliver. MOTION CARRIED.

F. Administrator's Briefing:

1) Future Board of Managers meeting:

- a) Next Scheduled Regular Board Meeting: November 19, 2019, 12 Noon (date/time is subject to change).

Mr. Hipp reminded Board Members of next meeting but time and date is subject to change.

6. ADJOURN

Motioned to adjourn, by Mr. Martinez. Motion by Ms. Flores and seconded by Ms. Oliver. Meeting adjourned 2:35 p.m.

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PRESIDING OFFICER:

John B. Martinez, Chairman Pro Tempore
Nueces County Hospital District

ATTEST:

Jonny F. Hipp, Secretary
Board of Managers
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Wm Dewitt Alsup, General Counsel
Nueces County Hospital District

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