

DRAFT

**BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
REGULAR MEETING
OCTOBER 22, 2024**

The Nueces County Hospital District Board of Managers met at 12:00 pm, October 22, 2024 in the NCHD Board Room at 555 N. Carancahua, Suite 950 – A Corpus Christi, Texas.

HOSPITAL DISTRICT REPRESENTATIVES:

Jonny F. Hipp	Administrator/CEO
Belinda Espinoza	Asst. Administrator, Admin. Services
Donna Littlefield	Director, Accounting & Finance
John B. Martinez	General Counsel
Adam Robison	Legal Counsel
Melissa Quintanilla	Executive Assistant/Human Resources
Carmina Hernandez Moreno	Administrative Assistant

OTHERS PRESENT:

John Michael	Hanson
Stephen Rybak	MDR
Vanessa Santos	MDR
Jeremy L. Coleman	HBH Foundation
Dom Dominguez	Christus Spohn
Shane Foreman	3D Health – via Zoom
Becky Rios	Christus Spohn – via Zoom
Mark Hendrix	NCMHID – via Zoom
Patricia Shipton	Lobbyist – via Zoom
Trey Killbride	- via Zoom
Sandra Medina	- via Zoom
Hnl3498	- via Zoom

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1. WELCOME

2. ROLL CALL OF BOARD OF MANAGERS

- John E. Valls, MBA, Chairman
- Vishnu V. Reddy, M.D., Vice Chairman
- Sylvia Tryon Oliver
- Belinda Flores, R.N.
- Judge Mariana Garza
- Efrain Guerrero, Jr.
- Arthur Granado

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

A. Call to order – John E. Valls, Chairman.
The meeting was called to order 12:15 p.m.

B. Establish quorum – Mr. Valls, Chairman.
A quorum was present with six members in attendance.

John E. Valls, MBA, Chairman - PRESENT
Vishnu V. Reddy, M.D., Vice Chairman - PRESENT
Sylvia Tryon Oliver, Member – PRESENT
Belinda Flores, R.N., Member – PRESENT – via Zoom
Efrain Guerrero, Jr., Member – PRESENT
Arthur Granado, Member – PRESENT
Judge Mariana Garza, 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. ANNOUNCEMENT ON DISCLOSURE OF CONFLICTS OF INTEREST. Any Conflicts of Interest or Appearance of a Conflict of Interest with items on this agenda shall be declared at this time. Members with conflicts will refrain from voting and are asked to refrain from discussion on such items. Conflicts discovered later in the meeting shall be

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disclosed at that time.

5. **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.

**Dom Dominguez
John Michael
Jeremy Colman**

6. **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 Regular Meeting minutes of September 24, 2024.
- B. Receive listing of new vendors as of October 18, 2024; listing provided pursuant to Board of Managers Bylaws, §2.1.B and Texas Local Government Code, Chapter 176.
- C. Receive summary payment information on Nueces County health care disbursements for Fiscal Year 2024 year-to-date:
 - 1. Salaries, benefits, and supplies at/for the City of Corpus Christi/Nueces County Public Health District;
 - 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;

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5. Funding for alcohol and drug abuse treatment programs:
 - a. Cenikor (Charlie's Place); and
 - b. Council on Alcohol and Drug Abuse;
 6. Funding for diabetes prevention and supporting programs; and
 7. Public health grants.
- D. 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 period-ended September 30, 2024.
- E. 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.
- F. Receive monthly statement 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 statement for month-ended September 30, 2024.
- G. 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.
- H. Receive summary report of cumulative actual intergovernmental transfers (IGTs) made in support of local and other healthcare providers participating in Medicaid directed and supplemental payment programs sponsored by the Texas Health and Human Services Commission (HHSC), and receive estimates of provider payments resulting from the IGTs:
1. Directed Payment Programs - IGTs for HHSC's Medicaid managed care organization payments to healthcare providers that support overall Medicaid program goals and objectives:
 - a. Aligning Technology by Linking Interoperable Systems for Client Health Outcomes Program (ATLIS);
 - b. Comprehensive Hospital Increase Reimbursement Program (CHIRP);
 - c. Network Access Improvement Program (NAIP); and
 - d. Texas Incentives for Physicians and Professional Services (TIPPS); and

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2. Supplemental Payment Programs - IGTs for HHSC Medicaid payments made to hospitals, separate from and in addition to base payments, for achieving certain goals or to support health care providers that see significant numbers of uninsured or persons without much money:

- a. Disproportionate Share Hospital (DSH);
- b. Graduate Medical Education (GME);
- c. Hospital Augmented Reimbursement Program (HARP); and
- d. Hospital Uncompensated Care (UC).

I. Receive reports relating to Nueces Aid Program enrollment for the month-ended September 30, 2024:

- 1. Total Persons and Households Enrolled;
- 2. Enrollment Summary;
- 3. Denials;
- 4. Application Processing Summary; and
- 5. Enrollment by Zip Code.

**Consent Agenda Approved. Motion by Ms. Oliver
and seconded by Mr. Guerrero. MOTION CARRIED.**

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

A. Legislative Committee:

- 1. Discuss and consider amending the 89th Texas Legislative Session Agenda. (*ACTION*)

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

B. Marketing Initiatives:

- 1. Discuss and consider approving a scope of work agreement with MDR Advertising relating to the development of Hospital District marketing initiatives and campaigns, and authorize Administrator to execute the agreement, subject to legal review. (*ACTION*)

No Action.

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C. Nueces Aid Program Enrollment Promotion:

1. Discuss and consider Enrollment Promotion Services Agreement with the Dr. H. Boyd Hall Community Foundation for the purpose of providing services that promote awareness of and enrollment in the medical aid and hospital care program operated by the Hospital District for indigent and needy residents of the County, and authorize Administrator to execute Agreement. (*ACTION*)

**Motion as indicated by Mr. Valls, Chairman.
Granting Mr. Hipp to tweak agreement mutually agreed on.
Motion by Ms. Oliver and seconded by Dr. Reddy.
MOTION CARRIED.**

D. Physician Needs Assessment:

1. Discuss and consider approving a Consulting Agreement with 3Dhealth for a comprehensive Nueces County physician needs assessment and patient access analysis, and authorize Administrator to execute the Agreement, subject to legal review. (*ACTION*)

Table as per Mr. Valls, Chairman.

E. Engineering/Surveying Services:

1. Discuss and consider approving a Master Professional Services Agreement and related Task Order with Hanson Professional Services Inc. for additional survey work on the Memorial Hospital and Dr. Hector P. Garcia Memorial Family Health Center campuses; and authorize Administrator to execute both documents, subject to legal review. (*ACTION*)

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

F. Board of Managers Business:

1. Discuss and consider combining the scheduled November and December 2024 Board of Managers and Committee meetings into single individual meetings to be held at their normally scheduled times on December 10, 2024, or another date. (*ACTION*)

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

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G. Administrator's Briefing:

1. Pending and other Hospital District matters. (**INFORMATION**)
2. Next scheduled Board of Managers and Board Committee regular meetings (all meetings' dates, times, and locations are subject to change):
 - a. Finance Committee: Tuesday, November 19, 2024, 11:15 AM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401;
 - b. Legislative Committee: Tuesday, November 19, 2024, 11:45 AM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401; and
 - c. Board of Managers: Tuesday, November 19, 2024, 12 Noon 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 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. *To the extent there has been a past practice of distinguishing items for public deliberation and those for executive session, the public is advised that the Board is departing from that practice and reserves the right to discuss any listed agenda items in a closed meeting when authorized by law to do so.* When the Board goes 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. The Board specifically expects to go into a closed session(s) on the matters listed below pursuant to the Act, §551.071.

A. Consult with attorneys on matters relating to the Escrow Amendment Conditions Letter Agreement with CHRISTUS Spohn Health System Corporation, and related matters, pursuant to §551.071.

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B. Consult with attorneys on matters relating to Texas Attorney General Opinion No. KP-0474, and related matters, pursuant to §551.071.

C. Deliberate the Administrator's performance evaluation and related matters, pursuant to §551.074.

Mr. Valls called for Closed Session at 12:43 p.m.

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.

Mr. Valls called Open Session at 1:37 pm.

A. Consider final action, decision, or vote on matters considered in the Closed Meeting:

1. Discuss and consider amending the Administrator's employment agreement.
(ACTION)

No Action.

2. Discuss and consider final action, decision, or vote on other matters considered in Closed Meeting. **(ACTION AS NEEDED)**

**Mr. Valls, Chairman will entertained a motion 9. A. 2.
Re: the escrow amendment conditions letter agreement with
Christus Spohn Health System Corp. as presented with
changes. Motion by Ms. Oliver and seconded by
Mr. Guerrero. MOTION CARRIED.**

**Noted: Dr. Reddy and Mr. Granado left meeting
at 2:45 p.m.**

10. **ADJOURN**

Motion to adjourn by Mr. Valls, Chairman at 2:47 p.m.

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PRESIDING OFFICER:

John E. Valls, MBA, Chairman

ATTEST:

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