

DRAFT

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

**DECEMBER 10, 2018
12:00 P.M.**

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
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

OTHER(S) PRESENT:

Adam Klager, Director, Smith, Kirkpatrick & Klager LLC.
Michael McCauley, Attorney, Ostarch, Hilmy & McCauley
Alyssa Weinhord, Assistant, Commissioner to Brent Chesney
Julie Garcia, Reporter, Caller Times
Estela Chapa, Chief Clinical & Transformation Officer, CSHS
John Michael Hanson, Project Engineer
Paul D. Altheide, CEO, Ed Rachal Foundation
Clark Flato, Broker, Real Estate
Justin Doss, President, Christus Health Services, CSHS

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1. **Call to Order** - Mr. Huseman, Chairman
The meeting was called to order by Mr. Huseman at 12:00 p.m.
 2. **Establishment of Quorum** - Mr. Huseman
A quorum was present with six members in attendance.

**MINUTES
SPECIAL SESSION
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
December 10, 2018**

Van Huseman, Chairman - PRESENT
Claude "Cal" Jennings, Vice Chairman - PRESENT
Robert N. Corrigan, Jr. - Member
John E. Valls, Member - PRESENT
Ted Daniel, Member - PRESENT
Sylvia Tryon-Oliver, Member - PRESENT

Rodney J. Hart, Member - **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-related requirements and information."

None Requested, Copy of "Request to Speak Sign in Sheet" is attached hereto for information.

4. **CONSENT AGENDA:**

On motion by Mr. Huseman, Seconded by Mr. Jennings called meeting to order.

- A. Received update from CHRISTUS Spohn Health System Corporation relating to operation, construction, transition, planning, and/or demolition activities associated with September 10, 2014 Letter of Intent Regarding Material Alteration Notice:
- 1) Operations of Dr. Hector P. Garcia Memorial Family Health Center located on Hospital District-owned property at 2606 Hospital Boulevard, Corpus Christi, Texas
 - 2) Construction and/or demolition activities at CHRISTUS Spohn Hospital Corpus Christi Shoreline located at 600 Elizabeth Street, Corpus Christi, Texas;
 - 3) 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

**MINUTES
SPECIAL SESSION
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
December 10, 2018**

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

Ms. Chapa provided updates to the above as follows:

- 1. Support Services moved to Christus Spohn Shoreline**
- 2. Quick Care is offering Urgent Care Services at Hector P. Garcia**
- 3. Emergency Room will move to Christus Spohn Shoreline building when completed.**

B. Receive property appraisal from Smith, Kirkpatrick & Klager, LLC on:

- 1) Real property presently known as CHRISTUS Spohn Hospital Corpus Christi Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas; sale exclusive of the portion of real property upon which the Dr. Hector P. Garcia Memorial Family Health Center is located; and
- 2) Other real properties adjacent to or in the vicinity of CHRISTUS Spohn Hospital Corpus Christi Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas. **(INFORMATION)**

Mr. Adam Klager presented the appraisal to the Board of Managers for the Christus Spohn Hospital Corpus Christi Memorial property.

C. Adopt Board of Managers Resolution authorizing sale, through competitive bidding, of Hospital District-owned real property pursuant to Texas Health and Safety Code, §281.050:

- 1) Real property presently known as CHRISTUS Spohn Hospital Corpus Christi Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas; sale exclusive of the portion of real property upon which the Dr. Hector P. Garcia Memorial Family Health Center is located; and
- 2) Other real properties adjacent to or in the vicinity of CHRISTUS Spohn Hospital Corpus Christi Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas. **(ACTION)**

Mr. Jonny Hipp asked the Board of Managers to take into consideration to approve the amount of the appraisal.

**MINUTES
SPECIAL SESSION
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
December 10, 2018**

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; 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 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, 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.

Closed Session called by Mr. Huseman at 12:30 p.m.

- A. Consult with attorneys on matters related to sale of Hospital District-owned real property presently known as CHRISTUS Spohn Hospital Corpus Christi Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas; consultation pursuant to Open Meetings Act, Texas Government Code, §551.071; and/or
- B. Consult with attorneys on matters related to sale of Hospital District-owned real Board of Managers - Special Meeting Monday, December 10, 2018 at 12:00 PM 5 properties adjacent to or in the vicinity of CHRISTUS Spohn Hospital Corpus Christi Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas; consultation pursuant to Open Meetings Act, Texas Government Code, §551.071.

6. OPEN MEETING

Meeting reconvened to open session at 12:53 p.m.

**MINUTES
SPECIAL SESSION
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
December 10, 2018**

7. Final action, final decision, or final vote on matter(s) covered during Closed Session.

(ACTION AS NEEDED)

Motions were asked to be made by Mr. Huseman and Mr. Daniel stated that the Board of Managers move that they accept the Board of Managers resolution as stated on page 9 of the agenda and Mr. Jennings second the motion for the Resolution authorizing sale of Hospital District-owned real properties presently known as CHRISTUS Spohn Hospital Corpus Christi Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas and other real properties adjacent to or in the vicinity 2606 Hospital Boulevard, Corpus Christi, Texas

8. ADJOURN

There being no further business the meeting is adjourned at 1:00 p.m.

**MINUTES
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NUECES COUNTY HOSPITAL DISTRICT
SPECIAL SESSION
December 10, 2018**

PRESIDING OFFICER:

Van Huseman, Chairman
Nueces County Hospital District

ATTEST:

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

Wm Dewitt Alsup, General Counsel
Nueces County Hospital District