

DRAFT

**MINUTES
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
REGULAR MEETING
SEPTEMBER 26, 2023**

The Nueces County Hospital District Board of Managers met at 12:00 p.m. Tuesday, September 26, 2023, 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 – ABSENT
Donna Littlefield	Director, Accounting & Finance
Mary Esther Guerra	Assistant County Attorney
John B. Martinez	General Counsel
Melissa Quintanilla	Executive Assistant/Human Resources
Carmina Hernandez Moreno	Administrative Assistant

OTHERS PRESENT:

Jenny Dorsey	Nueces County Attorney
J.C. Hooper	Nueces County Sherriff's Dept.
Eric Evans	CCMC
Mark Hendrix	MHID
Becky Rios	Christus Spohn Hospital – via Zoom
Ronica Hutchinson	Gjerset & Lorenz – via Zoom
Tess Onink	Physician Assistant

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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 – Mr. John E. Valls, Chairman
The meeting was called to order by Mr. Valls at 12:03 p.m.
- B. Establish quorum – Mr. Valls, Chairman.
A quorum was present with all 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
Judge Mariana Garza, Member – PRESENT
Efrain Guerrero, Jr., Member – PRESENT
Arthur Granado, Member – PRESENT – via Zoom

- 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.

No one to comment on Public Comment.

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 August 22, 2023.
- B. Receive listing of new vendors as of September 21, 2023; 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 2023 year-to-date:
 - 1. Salaries, benefits, supplies, and intergovernmental transfers at/for 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;
 - 5. Funding for alcohol and drug abuse treatment programs:

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- a. Cenikor (Charlie's Place);
 - b. Council on Alcohol and Drug Abuse; and
 - c. Palmer Drug Abuse Program;
6. Funding for diabetes prevention and supporting programs;
 7. Public health grants; and
 8. Legal and professional fees.
- 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 August 31, 2023.
- 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 August 31, 2023.
- 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 estimated provider payments and actual intergovernmental transfers made in support of local and other healthcare providers participating in Medicaid supplemental and directed payment programs sponsored by the Texas Health and Human Services Commission (HHSC):
1. Directed Payment Programs - Medicaid managed care organization payments to healthcare providers that support overall Medicaid program goals and objectives:
 - a. Comprehensive Hospital Increase Reimbursement Program (CHIRP);
 - b. Network Access Improvement Program (NAIP);
 - c. Texas Incentives for Physicians and Professional Services (TIPPS);
 - d. Uniform Hospital Rate Increase Program (UHRIP); and

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2. Supplemental Payment Programs - HHSC-directed payments made to hospitals for achieving certain goals or to support health care providers that see significant numbers of uninsured or persons without much money:
 - a. Disproportionate Share Hospitals (DSH) program;
 - b. Graduate Medical Education (GME);
 - c. Hospital Uncompensated Care (UC) pool; and
3. Phase-Out Programs:
 - a. Delivery System Reform Incentive Payment (DSRIP) pool.

I. Receive reports relating to Nueces Aid Program enrollment for the month-ended August 31, 2023:

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. Flores and seconded by Judge Garza. 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. **Finance**:

1. Receive and approve unaudited financial statements for the month and fiscal year-to-date period ended August 31, 2023. (***ACTION***)

**Motion by Judge Garza and seconded by Ms. Oliver.
MOTION CARRIED.**

2. Receive supplemental Fiscal Year 2024 Annual Budget documents. (***INFORMATION***)
3. Approve Interlocal Cooperation Agreement(s) relating to Hospital District's provision of funding for and/or payment of certain County Healthcare Expenditures during Fiscal Year 2024:
 - a. Agreement between Nueces County, Nueces Center for Mental Health and Intellectual Disabilities, and the Nueces County Hospital District relating to

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certain mental health-related programs to be provided by or through the NCMHID relating to diversion of persons from jails or other detention facilities; and

b. Agreements between Nueces County and the Nueces County Hospital District relating to:

1. City of Corpus Christi-Nueces County Public Health District for the purpose of providing local public health programs for the citizens of Corpus Christi and residents throughout Nueces County;
 2. Emergency ambulance services provided by Emergency Service Districts within Nueces County and the City of Robstown to assist Nueces County in providing emergency medical services for residents in the unincorporated areas of County;
 3. Medical and hospital care provided at and arranged by the Nueces County Juvenile Detention Facility;
 4. Programs provided by various local agencies to assist Nueces County in the reduction and prevention of diabetes within Nueces County.
 5. Programs to assist Nueces County in the reduction and prevention of drug abuse and alcoholism within the County:
 1. Programs provided by Cenikor; and
 2. Programs provided by the Council on Alcoholism and Drug Abuse.
- (ACTION)**

**Motion by Dr. Reddy and seconded by Judge Garza.
MOTION CARRIED.**

4. Discuss and consider amending certain Agreements to remove Hospital District as third-party and create a new, additional two-party Agreement between the County and Hospital District for the District to provide funding to the County for subject services:

- a. Health Services Agreement between Nueces County, Armor Correctional Health Services, and Nueces County Hospital District relating to the provision of health care services at the Nueces County Jail; and

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Mr. Valls, Chairman excused himself at 12:55 p.m. due to conflict of interest. Dr. Reddy, Vice-Chairman took over meeting for Item 4. (a.) Dr. Reddy motioned for NCHD not to be a party of said item, including to insert and transfer decision making back to the court for the Commissioners court.

**Motion by Judge Garza and seconded by Ms. Flores.
MOTION CARRIED.**

b. Agreement between Nueces County, Nueces Center for Mental Health and Intellectual Disabilities, and the Nueces County Hospital District relating to certain mental health-related programs to be provided by or through the NCMHID relating to diversion of persons from jails or other detention facilities. *(ACTION)*

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

B. Jail Healthcare Services:

1. Discuss support of healthcare services at the Nueces County Jail, including but not limited to improvements to the Jail's infirmary. *(INFORMATION)*

Sheriff Hooper discussed on Jail's infirmary.

C. FEMA COVID-19 Pandemic Cost Recovery Application:

1. Receive update on the matter of pending Arbitration Agreement between the Federal Emergency Management Agency ("FEMA"), Texas Division of Emergency Management, and Nueces County Hospital District relating to Hospital District's arbitration request before the United States Civilian Board of Contract Appeals ("CBCA") in the matter identified as CBCA 7792-FEMA, *In the Matter of Nueces County Hospital District. (INFORMATION)*

D. Administrator's Actions:

1. 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):

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- a. Execution of Letter Agreement with Frost Bank extending current depository and related agreements through October 31, 2023. *(ACTION)*

**Motion by Dr. Reddy and seconded by Judge Garza.
MOTION CARRIED.**

E. Board of Managers Business:

1. Elect Board of Managers Officers for the term October 1, 2023 - September 30, 2024; annual officer elections pursuant to Board of Managers Bylaws, §2.2.A:
 - a. Chairman; and
 - b. Vice-Chairman. *(ACTION)*

Motion by Mr. Granado and seconded by Ms. Flores to elect Mr. Valls for Chairman. MOTION CARRIED.

**Motion by Ms. Flores and seconded by Judge Garza to elect Dr. Reddy for Vice-Chairman.
MOTION CARRIED.**

2. Chairman-Elect appointment of Chairs and members to Standing Committees for term October 1, 2023 - September 30, 2024; appointments pursuant to Board of Managers Bylaws, §2.5.A:
 - a. Finance;
 - b. Planning; and
 - c. Quality Management. *(ACTION)*

Item D. 2. Table per Mr. Valls, Chairman.

3. Chairman-Elect's establishment of Special Committees and appoint Chairs and members to the Committees for the term October 1, 2023 - September 30, 2024 as authorized by Board of Managers Bylaws, §2.5.A.
 - a. Legislative; and
 - b. Additional Special Committees. *(ACTION)*

**Action per Mr. Valls, Chairman appointed
Mr. Art Granado – Chairman
Dr. Vishnu Reddy and
Judge Mariana Garza for the Legislative Committee.**

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8. ADMINISTRATOR'S BRIEFING:

A. Next scheduled Board of Managers and Board Committee regular meetings (all meetings' dates, times, and locations are subject to change):

1. Finance Committee: Tuesday, October 24, 2023, 11:30 AM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401;

2. Legislative Committee: Tuesday, October 24, 2023, 11:50 AM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401; and

3. Board of Managers: Tuesday, October 24, 2023, 12:00 Noon in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401. (**INFORMATION**)

9. **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 and §551.074:

A. Consult with attorneys on matters relating to the Arbitration Agreement between the Federal Emergency Management Agency ("FEMA"), Texas Division of Emergency Management, and Nueces County Hospital District relating to the Hospital District's arbitration request before the United States Civilian Board of Contract Appeals ("CBCA") in the matter identified as CBCA 7792-FEMA, *In the Matter of Nueces*

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County Hospital District, and related matters; and

B. Consult with attorneys on matters relating to the amendment of escrow-related provisions of the CHRISTUS Spohn Health System Corporation Membership Agreement and related matters.

C. Consult with attorneys on personnel and related matters.

Mr. Valls called for Closed Session at 1:24 p.m.

10. **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 for Open Session at 2:19 p.m.

A. Consider final action, decision, or vote on matters considered in the Closed Meeting.
(ACTION AS NEEDED)

No action taken.

11. **ADJOURN**

Motion adjourned by Mr. Valls, Chairman at 2:19 p.m.

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PRESIDING OFFICERS:

John E. Valls, MBA, Chairman

ATTEST:

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