

MINUTES
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
SPECIAL SESSION

October 8, 2013

The Nueces County Hospital District Board of Managers met in ***SPECIAL SESSION*** in the NCHD Board Room at 555 N. Carancahua, Suite 950-A on Tuesday, October 8, 2013 at 6:00 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 Law Firm
Laura Jimenez, Nueces County Attorney
Catherine Heller, Assistant Nueces County Attorney
Sara G. Lopez, Administrative Specialist
Carmen H. Ramos, Administrative Specialist

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 6:00 p.m.
 2. **Establishment of Quorum** - Mr. Huseman
A quorum was present with six members in attendance.

Van Huseman, Chairman - PRESENT
Raymond F. Wetegrove, Member - PRESENT
Rodney J. Hart, Member - PRESENT
Dan Winship, Member - PRESENT
Irma Caballero, Member - PRESENT
Robert N. Corrigan, Member - PRESENT

Claude "Cal" Jennings, Vice Chair - ABSENT

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3. **Public Comment**

None.

4. **REGULAR AGENDA:**

A. **Introduce, recognize, and/or welcome reappointments and new appointment to the Board of Managers:**

Mr. Huseman welcomed the reappointments of Mr. Claude "Cal" Jennings and Mr. Rodney J. Hart. He also introduced the newly appointed board member Mr. Robert N. Corrigan, Jr.

1) **Reappointments:**

- a) Claude C. Jennings; and
- b) Rodney J. Hart

2. **New Appointment:**

- a) Robert N. Corrigan, Jr.

B. **Appointment of Board of Managers members to standing Board Committees and appointment of related Chairman by Board Chair; appointments pursuant to Board of Managers Bylaws, Section 2.5:**

Mr. Huseman deferred this agenda item to a future meeting.

1) **Finance Committee**

2) **Planning Committee**

3) **Quality Improvement Committee**

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- C. **Ratify Letter Agreement relating to the CHRISTUS Spohn Health System Corporation Membership Agreement-related annual Member Revenue Allocation Percentage for the period October 1, 2013 - September 30, 2014; Allocation Percentage established pursuant to Membership Agreement, Section 7.03(a) - ACTION**

On motion by Mr. Winship, seconded by Mr. Wetegrove, the Board of Managers ratified Letter Agreement relating to CHRISTUS Spohn Health System Corporation Membership Agreement-related to annual Member Revenue Allocation Percentage of 9.5% for the period October 1, 2013 - September 30, 2014; Allocation Percentage as established pursuant to Membership Agreement, Section 7.03(a) as presented. **MOTION CARRIED.** Copy of executed Annual Agreement Regarding Revenue Sharing Allocations (2013-2014) is attached hereto and made a part of these minutes.

- D. **Award RFP No. 2013-01 for Information Technology Management and Support Services and authorize Administrator to negotiate and execute related Agreement - ACTION**

On motion by Mr. Wetegrove, seconded by Ms. Caballero, the Board of Managers awarded RFP No 2013-01 to Southern Networks for Information Technology Managements and Support Services and further authorizes the Administrator to negotiate and execute Agreement as presented. **MOTION CARRIED.** Memorandum dated October 3, 2013 relating to RFP No. 2013-01 is attached hereto for information.

- E. **Ratify Amendment to Nueces County Correctional Facilities-Health Services Agreement between Nueces County, Nueces County Hospital District, and NaphCare Incorporated exercising the first one-year renewal option and adjusting related annual compensation; amendments pursuant to Agreement Article 7.1 and Article 8 - ACTION**

On motion by Mr. Winship, seconded by Caballero, the Board of Managers ratified an Amendment to Nueces County Correctional Facilities-Health Services agreement between Nueces County, Nueces County Hospital District and NaphCare Incorporated exercising the first one-year renewal option and adjusting related annual compensation; amendments pursuant to Agreement Article 7.1 and Article 8 as presented. **MOTION CARRIED.** Copy of executed Amendment by all parties is attached hereto and made a part of these minutes.

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5. **CLOSED MEETING:**

EXECUTIVE CLOSED SESSION

The Board of Managers entered into executively closed session at approximately 6:18 p.m., to discuss and or deliberate on the following agenda item(s) 5.A. 1 & 2

- A. Consult with attorneys pursuant to Open Meetings Act, Texas Government Code, §551.071:
- 1) Matters related to the Hospital District's obligations to and provision of indigent health care services under current state and federal laws; and
 - 2) Matters related to Hospital District-owned real property described in the CHRISTUS Spohn Health System Corporation Membership Agreement, September 2012 Amendment to the Lease Agreement, and other related agreements between the parties.

Members of the Board of Managers, Administrator Jonny F. Hipp, Attorneys Wm. DeWitt Alsup, Gary Eiland, County Attorney Laura Jimenez, 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 it executively closed session at approximately 7:05 p.m., and reopened to public session.

6. **OPEN MEETING:**

- A. Discuss final action, decision, or vote on matters deliberated in Closed Meeting.
(Action as Needed)
There was no action taken in open session on agenda items discussed or deliberated in closed session.

7. **ADJOURN**

There being no further business, and on motion by Mr. Wetegrove, seconded by Mr. Corrigan, the meeting adjourned at 7:05 p.m.

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PRESIDING OFFICER:

Van Huseman, Chairman
Board of Managers
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