

DRAFT

**MINUTES
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
REGULAR MEETING
MARCH 7, 2023**

The Nueces County Hospital District Board of Managers met at 12:00 p.m., Tuesday, March 7, 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	Assistant Administrator, Administrative Services
Donna Littlefield	Director, Accounting & Finance
Mary Esther Guerra	Assistant County Attorney
Melissa Quintanilla	Executive Assistant/Human Resources
Carmina Hernandez Moreno	Administrative Assistant

OTHERS PRESENT:

LaShae Kuykendall	Collier, Johnson & Woods, P.C.
Brigid Cook	Collier, Johnson & Woods, P.C.
Dominic Dominguez	CEO, Christus Spohn Health System
Victor Quiroga	Specialized Public Finance, Inc.
Burt Moorehouse	Aransas Terminal Company
Adam Robison	Attorney
Marcus D. Martinez	Chief Deputy Constable Pct 5, Nueces County
Oscar Mendoza, Jr.	Nueces County Constable Pct 5
Carolina Rosales	Nueces County Constable Pct 2
David Lindner	Nueces County Constable Pct 2
Jason McCahan	Nueces County Constable Pct 2
Dr. Xavier Gonzales	NC Director of Mental Health
Dr. Shah Islam	CSHS Board of Trustees Place 3 – via Zoom
Andrea Kovarik	MHID – via Zoom
Mark Hendrix	MHID – via Zoom
Aaron Diaz	Deputy Director of Mental Health Progs. – via Zoom
Ronica Hutchinson	Gjerset & Lorenz – via Zoom
Clay Binford	Attorney – 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 – Mr. John E. Valls, Chairman
The meeting was called to order by Mr. Valls at 12:08 p.m.
- B. Establish quorum – Mr. Valls
A quorum was present with five 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
Arthur Granado, Member – PRESENT
Judge Mariana Garza, Member – ABSENT
Efrain Guerrero, Jr., 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.

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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 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.

Burt Moorehouse

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 minutes:

1. Regular Meeting of January 24, 2023; and
2. Special Meeting of February 21, 2023.

B. 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 calendar quarter-ended December 31, 2022:

1. CHRISTUS Spohn Health System Corporation Hospitals: Alice, Beeville, and Kleberg (Consolidated Report);

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2. Corpus Christi Medical Center; and

3. Driscoll Children's Hospital.

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:

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. (*Finance Committee*)

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 January 31, 2023. (*Finance Committee*)

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. (*Finance Committee*)

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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 January 31, 2023. (*Finance Committee*)

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. (*Finance Committee*)

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

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. (*Finance Committee*)

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

1. Total Persons and Households Enrolled;
2. Enrollment Summary;
3. Denials;

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4. Application Processing Summary; and
5. Enrollment by Zip Code. (*Finance Committee*)

J. Receive information relating to U.S. Department of Health and Human Services (HHS) Poverty Guidelines:

1. Annual update of the HHS Poverty Guidelines from Federal Register, Vol. 88, No. 12, January 19, 2023, pp. 3424-3425; and
2. Prior HHS Poverty Guidelines and Federal Register References, 1982 - 2023. (**INFORMATION**)

K. Receive notice of annual increase adjustments of Nueces Aid Program's Eligibility Guidelines; adjustments effective March 1, 2023 for:

1. Household Resources as required by Program's Handbook Policy No. NA002, Attachment 2, Sections I-B, I-C-1, I-C-23, and I-F; and
2. Household Income as required by Program's Handbook Policy No. NA002, Attachment 4, Section I-F-3. (**INFORMATION**)

**Consent Agenda Approved. Motion by Ms. Oliver
and seconded by Ms. Flores. 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. 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):

a. Professional Services Letter Agreement with CLK Architects and Associates for Conceptual Programming and Building Planning relating to the expansion of Dr. Hector P. Garcia Memorial Family Health Center, including Pharmacy, Urgent Care, Educational Services, & Hospital District Offices. (**ACTION**)

b. Financial Advisory Services Agreement with Specialized Public Finance Inc. for professional services relating to the Hospital District's possible issuance and sale of certain indebtedness or debt obligations for expansion of the Dr. Hector

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P. Garcia Memorial Family Health Center and related work. *(ACTION)*

**Motion by Ms. Oliver and seconded by Mr. Granado, for both
Item A. 1. a & b. MOTION CARRIED.**

B. Finance Committee:

1. Annual Financial Report:

a. Discuss and consider acceptance of Annual Financial Report from Collier, Johnson, & Woods, P.C., Certified Public Accountants on Nueces County Hospital District's governmental activities financial statements, major funds, and aggregate remaining funds for fiscal year ended September 30, 2022. *(ACTION)*

**Motion by Ms. Flores and seconded by Mr. Granado.
MOTION CARRIED.**

2. Financial Statements:

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

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

3. Other Financial Business:

a. Receive and discuss information from Specialized Public Finance Inc. relating to Hospital District's possible issuance and sale of certain indebtedness or debt obligations to finance expansion of the Dr. Hector P. Garcia Memorial Family Health Center. *(INFORMATION)*

b. Receive and discuss information from Aransas Terminal Company, LLC relating to establishment of a wind turbine components-related Foreign Trade Zone to be located on Harbor Island at 118 Hwy. 361, Port Aransas, Texas. *(INFORMATION)*

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C. **Legislative Committee:**

1. Receive information on 88th Texas Session Legislative Agenda, as amended. (*INFORMATION*)

D. **Memorial Medical Center Demolition:**

1. Receive, view, and discuss information on Memorial Medical Center demolition project being conducted by CHRISTUS Spohn Health System Corporation; demolition project located at 2606 Hospital Boulevard, Corpus Christi, Texas:
 - a. Report from CHRISTUS Spohn's Architect and/or Owner's Representative; and
 - b. View CHRISTUS Health OxBlue Construction Time-Lapse Camera video feed. (*INFORMATION*)

Presentation and update from Mr. Kramer.

E. **Dr. Hector P. Garcia Memorial Family Health Center Expansion:**

1. Receive, view, and discuss planning information on Dr. Hector P. Garcia Memorial Family Health Center expansion project; project to be located at 2606 Hospital Boulevard, Corpus Christi, Texas:
 - a. Report from Architect on conceptual programming and building planning. (*INFORMATION*)
2. Discuss and consider establishing an Ad Hoc Committee relating to the planned expansion of the Dr. Hector P. Garcia Memorial Family Health Center. (*ACTION*)

**Mr. Valls, Chairman, would like to entertain a motion to create a Ad Hoc Committee, appointing Ms. Belinda Flores, as Chairman, Dr. Vishnu V. Reddy and Ms. Sylvia T. Oliver. Motion by Mr. Granado and seconded by Dr. Reddy.
MOTION CARRIED.**

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F. Community Mental Health Initiatives:

1. Receive and discuss information presented by Nueces Center for Mental Health and Intellectual Disabilities (NCMHID) relating to mental health deputies and related work performed under agreements between Nueces County, NCMHID, and Hospital District. (*INFORMATION*)
2. Receive and discuss information presented by Nueces County Precinct 2 Constable Jason McCahan relating to mental health deputies and related work performed under the Interlocal Agreement between Nueces County, Nueces Center for Mental Health and Intellectual Disabilities, and Nueces County Hospital District. (*INFORMATION*)
3. Discuss and consider directing the Administrator to identify methods of procurement for future mental health programs that have been provided in the past under Interlocal Agreements between Nueces County, Nueces Center for Mental Health and Intellectual Disabilities, and Nueces County Hospital District. (*ACTION*)

Item F. 3., taken into another meeting, to be discussed during closed session.

G. FEMA Cost Recovery Applications:

1. Receive update on Federal Emergency Management Agency (FEMA) DR-4485-TX (COVID-19) Public Assistance Project Applications:
 - a. Appeal of FEMA Application #674808 denial relating to recovery of Social Determinants of Health Study costs (Hagerty Project #1); and
 - b. Status of payment for FEMA Application #679441 relating to recovery costs associated with community testing contracts, staff personal protective equipment and materials, and other related costs (Hagerty Project #2). (*INFORMATION*)

H. Other Business:

1. Discuss and consider reappointing Mr. Govind Nadkarni to CHRISTUS Spohn Health System Corporation's Board of Directors for three-year term commencing

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January 1, 2023 and ending December 31, 2025; appointment pursuant to CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement, Article III, Section 3.01(b). (***ACTION***)

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

2. Receive and discuss information relating to the discontinuation of the Hospital District's participation in Tax Increment Reinvestment Zone No. 2 located on Padre Island. (***INFORMATION***)

3. Receive memorial plaques relating to Daniel W. Dain and Dan Winship, deceased Board of Managers members, and consider related ceremonial/installation actions. (***ACTION***)

Item H. 3., tabled by Mr. Valls, Chairman.

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, March 28, 2023 at 11:15 AM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401;

2. Legislative Committee: Tuesday, March 28, 2023 at 11:45 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, March 28, 2023 at 12:00 PM 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*

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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, as applicable.

- A. Consult with attorneys on matters relating to Hospital District's possible issuance and sale of indebtedness or debt obligations and related matters.
- B. Consult with attorneys on matters relating to medical aid and hospital care provided to Nueces Aid Program enrollees and related matters.
- C. Consult with attorneys on matters relating to contracting with private legal counsel to represent the Hospital District on legal matters.
- D. Consult with attorneys on matters relating to receipt of American Rescue Plan Act of 2021 funding and associated compliance requirements and related matters.
- E. Consult with attorneys on matters relating to Open Meetings and related matters.
- F. Consult with attorneys on matters relating to Foreign Trade Zones and related matters.
- G. Consult with attorneys on matters relating to Administrator's Employment Agreement and related matters.
- H. Administrator's performance evaluation for Fiscal Year 2023, to date, and related matters.

Closed Session called by Mr. Valls, Chairman at 1:55 p.m.

**Closed Session called a second time by Mr. Valls, Chairman
at 3:06 p.m.**

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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 Closed Meeting or adjourning the meeting.

Open Session called by Mr. Valls, Chairman at 2:11 p.m.

**Open Session called back in for a second time by
Mr. Valls, Chairman at 4:58 p.m.**

11. Discuss and consider authorizing the Administrator to negotiate and execute an agreement with private legal counsel to represent the Hospital District on legal matters; engagement pursuant to Texas Health and Safety Code, §281.056(b). (**ACTION**)

12. Discuss and consider amending terms of Administrator's Employment Agreement; amendment pursuant to Texas Health and Safety Code, §281.026. (**ACTION**)

As per Mr. Valls, Chairman, stated Item 12 was discussed in close session, and stated an effort to incentivize to motivate Mr. Hipp to continue the fine work that he's doing for the District and Community, Chair will take motion to increase Mr. Hipp's Employment Agreement salary in a 10% to take effect, March 7, 2023. Mr. Hipp's salary will again be reviewed mid year, which will be 6 months from today, or nearest time of Regular Board Meeting. Motion by Mr. Granado and seconded by Ms. Flores. MOTION CARRIED.

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

No action taken.

14. **ADJOURN**

Motion adjourned by Mr. Valls, Chairman at 4:58 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

ABSENT

Wm Dewitt Alsup, General Counsel
Nueces County Hospital District