

DRAFT

**MINUTES
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
REGULAR MEETING
DECEMBER 15, 2020**

The Nueces County Hospital District Board of Managers met at 12:00 p.m., Tuesday, December 15, 2020 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
Mary Esther Guerra	Assistant County Attorney – via Zoom
Carmina Hernandez Moreno	Administrative Assistant
Linda Espericueta	Database Administrator

OTHERS PRESENT:

Mark Hendrix	MHID – via Zoom
Mark Davis	MHID – via Zoom
Dennis Mkrтчian	Gjerset & Lorenz, LLP – via Zoom
Andrea Kovarik	MHID – via Zoom
Becky Rios	Christus Spohn Hospital – via Zoom
Gary Eiland	Consultant – via Zoom
Adam Robison	King Spalding – via Zoom
Efrain Guerrero, Jr.	– via Zoom

1. WELCOME

2. ROLL CALL OF BOARD OF MANAGERS:

Daniel W. Dain, Chairman
 Sylvia Tryon Oliver, Vice-Chairman
 John B. Martinez, J.D.
 Belinda Flores, RN
 Vishnu V. Reddy, M.D.

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Y John E. Valls, M.B.A.
X Mariana Garza, J.D.

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

- A. Call to order – Mr. Dain , Chairman.
The Meeting was called to order by Mr. Dain at 12:15 p.m.
- B. Establish quorum – Mr. Dain.
A quorum was present with 5 members in attendance.

**Daniel W. Dain – Chairman – PRESENT
Sylvia Tryon Oliver – Vice- Chairman – PRESENT
John B. Martinez, J.D. – Member – PRESENT
Belinda Flores, RN – Member – PRESENT
John E. Valls, M.B.A. – Member – PRESENT
Vishnu V. Reddy, M.D. – Member – ABSENT
Mariana Garza, J.D. – 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. 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 speak for public comment.

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5. **CONSENT AGENDA** - The Consent Agenda consists of those agenda items which are routine, non-controversial, 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 meeting minutes:
1. November 19, 2020 Regular Meeting.

Conflict of Interest Disclosure Statement re: Amor Health and Mr. Valls is hereto attached and made part of these minutes.

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

B. Receive listing of new vendors as of December 10, 2020; 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 2021 year-to-date:

1. Salaries, benefits, supplies, and intergovernmental transfers at/for Corpus Christi/Nueces County Public Health Department;
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 reports relating to Nueces Aid Program enrollment for month-ended November 30, 2020. (*Finance Committee*)

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E. 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 November 30, 2020. *(Finance Committee)*

F. 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)*

G. 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 November 30, 2020. *(Finance Committee)*

H. Receive monthly statement of amounts deposited to and/or withdrawn from Local Provider Participation Fund (LPPF) for the month-ended November 30, 2020; LPPF collections, deposits, and withdrawals pursuant to September 29, 2020 Board of Managers Order authorizing participation in a health care provider participation program pursuant to Texas Health and Safety Code, Chapter 298C. *(Finance Committee)*

I. Receive summary report of year-to-date intergovernmental transfers made in support of local and other healthcare providers participating in Medicaid supplemental payment programs sponsored by the Texas Health and Human Commission. *(Finance Committee)*

1. Texas Healthcare Transformation and Quality Improvement Program (Medicaid 1115 Waiver):

- a. Delivery System Reform Incentive Payment (DSRIP) pool; and
- b. Hospital Uncompensated Care (UC) pool.

2. Disproportionate Share Hospitals (DSH) program;

3. Network Access Improvement Program (NAIP);

4. Uniform Hospital Rate Increase Program (UHRIP); and

5. Graduate Medical Education (GME). *(Finance Committee)*

J. Adopt Board of Managers Order granting professional services exemption from the competitive purchasing requirements of Texas Local Government Code, §262.023 for acquisition of support, resources, and training to assist law enforcement agencies in creating non-arrest pathways to addiction treatment and recovery from the Police Assisted Addiction and Recovery Initiative (PAARI); exemption authorized by Local Government Code, §262.024(a)(4).

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K. Adopt Board of Managers Order granting professional services exemption from the competitive purchasing requirements of Texas Local Government Code, §262.023 for acquisition of pharmacy benefit administrative services from Script Care, Inc; exemption authorized by Local Government Code, §262.024(a)(4).

**Motion to approve Item 5. A, B, C, F, G, I, J, K by Mr. Valls and seconded by Ms. Martinez. MOTION CARRIED.
Item 5. D & H pulled by Mr. Valls.**

Motion to approve Item 5 D & H by Mr. Valls and seconded by Ms. Oliver. MOTION CARRIED.

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

A. Finance Committee:

1. Receive and approve unaudited financial statements for the month and fiscal year-to-date period ended November 30, 2020. (*ACTION*)

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

B. Legislative Committee:

1. Discuss and consider adoption of legislative agenda for 87th Texas Legislative Session. (*ACTION*)

**Motion to approve REVISED Legislative List including Item 4, by Mr. Valls and seconded by Ms. Flores.
MOTION CARRIED.**

C. COVID-19 Pandemic:

1. Discuss and consider approval of terms for Letter of Agreement relating to establishment of a COVID-19-related Alternate Care Site for subacute inpatient hospital surge capacity in Nueces County at CHRISTUS Spohn Hospital Corpus Christi - Shoreline located at 600 Elizabeth Street, Corpus Christi, Texas; and authorize Administrator to prepare and execute Letter of Agreement. (*ACTION*)

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Table Item 6. C-1 by Mr. Valls and seconded by Mr. Martinez to discuss for more information during Closed Meeting.

2. Authorize the Administrator to obtain a hospital beds needs assessment or statement or declaration supporting establishment of a COVID-19-related Alternate Care Site for subacute inpatient hospital surge capacity in Nueces County. *(ACTION)*

Motion to approve as it relates to reimbursement related to FEMA reimbursement as explained by Administrator, by Mr. Valls and seconded by Ms. Oliver. MOTION CARRIED.

D. Community Mental Health Initiatives:

1. Approve Professional Services Agreement with the Police Assisted Addiction and Recovery Initiative (PAARI) relating to support, resources, and training to assist law enforcement agencies in creating non-arrest pathways to addiction treatment and recovery; Agreement term February 1, 2021 - January 31, 2022; and authorize Administrator to execute Agreement. *(ACTION)*

Motion by Mr. Valls and seconded by Ms. Flores. MOTION CARRIED.

2. Receive and discuss Nueces County job description for Director of Mental Health Programs position to be fully funded and co-supervised by Hospital District. *(INFORMATION)*

E. Administrator's Actions:

1. Ratify Administrator's action(s) performed as part of his duties directing the affairs of the District and/or as required by the Board of Managers; duties established pursuant to Texas Health and Safety Code, §281.026(e):
 - a. Ratify execution of Coronavirus Aid, Relief, and Economic Security (CARES) Act-related Interlocal Cooperation Agreement between Nueces County and Nueces County Hospital District to facilitate Coronavirus Relief Fund payment distributions. *(ACTION)*

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b. Ratify execution of Coronavirus Aid, Relief, and Economic Security (CARES) Act-related Interlocal Cooperation Supplemental Agreement No. 1 between Nueces County and Nueces County Hospital District to facilitate Coronavirus Relief Fund payment distributions. (*ACTION*)

c. Ratify submission of a Request for Public Assistance to the Department of Homeland Security, Federal Emergency Management Agency to facilitate recovery of COVID-19-related expenses incurred by the Hospital District, including Alternate Care Site expenses. (*ACTION*)

Motion to approve Item 6. E. a, b, c by Ms. Flores and seconded by Mr. Valls. MOTION CARRIED.

F. Board of Managers Business:

1. Board Chairman to consider appointing Chair and/or member(s) to Board Finance Committee for remainder of Fiscal Year 2021 term; appointments pursuant to Board of Managers Bylaws, §2.5A. (*ACTION*)

Motion to table Item 6. F. 1 by Ms. Flores and seconded by Mr. Valls. MOTION CARRIED.

2. Discuss and consider creation of a Special Mental Health Services Committee; creation of special committees pursuant to Board of Managers Bylaws, §2.5. (*ACTION*)

Motion to table Item 6. F. 2 by Mr. Valls and seconded by Ms. Flores. MOTION CARRIED.

3. Board Chairman to appoint Chair and members to Special Mental Health Services Committee for remainder of Fiscal Year 2021 term; appointments pursuant to Board of Managers Bylaws, §2.5. (*ACTION*)

Motion to table Item 6. F. 3 by Mr. Valls and seconded by Ms. Flores. MOTION CARRIED.

4. Discuss and consider rescheduling January 19, 2021 Board of Managers and Board Committee meetings to later date due to Administrator's scheduling conflict. (*ACTION*)

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Motion to reschedule January 19, 2021 meeting to January 27, 2021 by Mr. Valls and seconded by Ms. Flores. MOTION CARRIED.

7. ADMINISTRATOR'S BRIEFING:

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

1. Finance Committee: January 19, 2021 at 11:00 AM, or as otherwise arranged; meeting in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401; and

2. Board of Managers: January 19, 2021 at 12 Noon, or as otherwise arranged; meeting 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 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 and the Board specifically expects to go into a closed session(s) on the matters listed below pursuant to the Act, §551.071. 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, 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:

A. Consult with attorneys on matters relating to establishment of COVID-19-related Alternate Care Site at CHRISTUS Spohn Hospital Corpus Christi - Shoreline and associated matters.

Mr. Dain called for a Closed Meeting at 1:24 p.m.

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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. Dain called for to Open Meeting at 2:05 p.m.

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

Item 6. C. 1. was pulled for discussion during Closed Meeting, action taken to table item by Mr. Martinez and seconded by Mr. Valls.

11. **ADJOURN**

Motion to adjourn by Mr. Dain, Motion by Ms. Flores and seconded by Ms. Oliver. Meeting adjourned at 2:07. p.m.

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PRESIDING OFFICER

Daniel W. Dain, 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