

**MINUTES
BOARD OF MANAGERS
SPECIAL MEETING
NUECES COUNTY HOSPITAL DISTRICT
APRIL 11, 2023**

The Nueces County Hospital District Board of Managers met at 9:00 a.m., Tuesday, April 11, 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:

Jerry Kramer	CLK Architects
John Michael	Hanson
Victor Quiroga	SPFI
Craig Desmond	Christus Spohn – via Zoom
Aaron Diaz	Deputy Director of Mental Health Programs – 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 9:08 a.m.

B. Establish quorum – Mr. Valls
A quorum was present with six 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 – via Zoom
Arthur Granado, Member – PRESENT
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.

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

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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.

No one to speak in public comment.

6. REGULAR AGENDA - The Regular Agenda consists of those agenda items which are non-routine, 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. Legislation:

1. Receive information on 88th Texas Session Legislative Agenda, as amended. (*INFORMATION*)
2. Receive information on select Bills filed in the 88th Texas Session relating to or affecting the Hospital District. (*INFORMATION*)
3. Discuss and consider authorizing the Administrator to negotiate and execute agreements with Joel Romo and Patricia Shipton for legislative consulting services on Hospital District-related matters during the 88th Texas Legislative Session. (*ACTION*)

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

B. Financing Improvements to Former Memorial Hospital Campus:

1. Discuss and consider adopting schedule relating to Hospital District's issuance and sale of Certificates of Obligation, Series 2023 for improvements to the former

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Memorial Hospital campus located at 2606 Hospital Boulevard, Corpus Christi, Texas, including expansion of the Dr. Hector P. Garcia Memorial Family Health Center and construction of new clinical and administrative/support facilities. (*ACTION*)

**Motion by Mr. Granado and seconded by Dr. Reddy.
MOTION CARRIED.**

2. Discuss and consider approving a Board of Managers Resolution adopting a plan of finance relating to the design, construction, and acquisition of Hospital District facilities; authorizing District staff, consultants, and advisors to proceed with plan of finance implementation; requesting that the Nueces County Commissioners Court adopt a Notice of Intention to Issue Certificates of Obligation on behalf of the District to fund the proposed plan of finance; and other matters necessary and incident to the foregoing; and authorize Administrator to prepare, execute, file, and submit supporting documents, and instruments. (*ACTION*)

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

C. Other Business:

1. Discuss and consider additional and/or alternative methods of financing improvements to the former Memorial Hospital campus located at 2606 Hospital Boulevard, Corpus Christi, Texas, including expansion of the Dr. Hector P. Garcia Memorial Family Health Center and construction of new clinical and administrative/support facilities; authorize Administrator to evaluate use of the American Rescue Plan Act of 2021 (ARPA) for funding the campus improvements; and authorize Administrator to reallocate unused funds from Services Contract with Hagerty Consulting, as amended, to fund evaluation of the ARPA funding source. (*ACTION*)

**Item C. 1. tabled. Motion by Mr. Granado seconded by
Ms. Garza. MOTION CARRIED.**

2. 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*)

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

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D. ADMINISTRATOR'S BRIEFING:

1. Special Board of Managers meeting relating to issuance and sale of Certificates of Obligation, Series 2023 to finance improvements to the former Memorial Hospital campus located at 2606 Hospital Boulevard, Corpus Christi, Texas:

a. Board of Managers: Tuesday, June 20, 2023 at 3:00 PM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401. (**INFORMATION**)

E. 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 §551.072, as applicable.

1. Consult with attorneys and deliberate matters relating to Hospital District-leased real property located 555 North Carancahua Street, Corpus Christi, Texas 78401, pursuant to Open Meetings Act, Texas Government Code, §551.071 and §551.072.

2. Consult with attorneys and deliberate matters relating to Hospital District-owned real property located at 14202 Padre Island Drive South, Corpus Christi, Texas 78418; property legally described as Padre Island Section 18, Lot 5, Block 4 additionally described at Nueces County Appraisal District Property ID: 200088739; pursuant to Open Meetings Act, Texas Government Code, §551.071 and §551.072.

F. 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

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Closed Meeting or adjourning the meeting.

1. Discuss and consider leasing administrative office space from ERF Tower II Incorporated at 555 North Carancahua Street, Corpus Christi, Texas 78401; and authorize the Administrator to execute related documents. (***ACTION***)

**Motion by Dr. Reddy and seconded by Ms. Flores.
MOTION CARRIED.**

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

No Action taken.

7. ADJOURN

Motion adjourned by Mr. Valls, Chairman at 10:26 a.m.

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PRESIDING OFFICER:

John E. Valls, MBA, Chairman

ATTEST:

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