

**MINUTES
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
REGULAR MEETING
APRIL 25, 2023**

The Nueces County Hospital District Board of Managers met at 12:00 p.m., Tuesday, April 25, 2023, 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

Michael Morris	Kerico Healthcare
Govind Nadkarni	Govind Development/Bd. Member Christus Spohn
Cole Bailey	Ray H.S. / Buc Days Scholar
Jerry Kramer	CLK Architects
John Michael	Hanson
Adam Robison	King & Spalding
Clay Binford	MPH
Ronica Hutchinson	Gjerset & Lorenz – via Zoom
Victor Quiroga	Specialized Public Finance Inc. – via Zoom
Christopher Ochs	CSO & Brd Member @ Kerico - via Zoom
Craig Desmond	Christus Spohn Hospital – via Zoom
Andria Kovarik	MHID – via Zoom
Mark Hendrix	MHID – via Zoom

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1. WELCOME

2. ROLL CALL OF BOARD OF MANAGERS

Y John E. Valls, MBA, Chairman
Y Vishnu V. Reddy, M.D., Vice Chairman
Y Sylvia Tryon Oliver
X Belinda Flores, R.N.
Y Judge Mariana Garza
Y Efrain Guerrero, Jr.
Y 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 six members in attendance.

John E. Valls, MBA, Chairman – PRESENT
Vishnu V. Reddy, M.D., Vice Chairman – PRESENT @ 12:50 pm
Sylvia Tryon Oliver, Member – PRESENT
Judge Mariana Garza, Member – PRESENT-via Zoom & disconnect @ 1:16 pm
Efrain Guerrero, Jr., Member – PRESENT
Arthur Granado, Member – PRESENT
Belinda Flores, R.N., 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 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. 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.

A. Consult with attorneys on matters relating to financing of proposed improvements to the former Memorial Medical Center 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.

B. Consult with attorneys on matters relating to the Amended and Restated Membership Agreement between Nueces County Hospital District and CHRISTUS Spohn Health System Corporation.

C. Consult with attorneys on matters related to permitted uses of the 18.45 acre site of the former Memorial Medical Center located at 2606 Hospital Boulevard, Corpus Christi, Texas.

Mr. Valls called for Closed Meeting at 12:14 p.m.

6. 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 Meeting at 12:57 p.m.

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

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**Motion by Mr. Granado and seconded by Mr. Guerrero
Only for Item 5. C. MOTION CARRIED.**

8. 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.

**Govind Nadkarni
Cole Bailey
Michael Morris**

9. 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 minutes of Board of Managers meetings:

1. March 7, 2023 Regular Meeting; and
2. April 11, 2023 Special Meeting.

B. Receive listing of new vendors as of April 20, 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;

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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 periods-ended February 28 and March 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*)
- 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 statements for months-ended February 28, 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

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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 months-ended February 28 and March 31, 2023:

1. Total Persons and Households Enrolled;
2. Enrollment Summary;
3. Denials;
4. Application Processing Summary; and
5. Enrollment by Zip Code. (*Finance Committee*)

Consent Agenda Approved by Judge Garza and seconded by Ms. Oliver. Exculding Item 9. F. MOTION CARRIED.

10. **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 Committee:**

1. Financial Statements:
 - a. Receive and approve unaudited financial statements for the months and fiscal year-to-date periods ended February 28 and March 31, 2023. (**ACTION**)

Financial statements were presented. No action taken.

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2. Investment Report:

- a. Receive Quarterly Investment Report for fiscal quarter-ended March 31, 2023. (*INFORMATION*)

B. Legislative Committee:

1. Receive information on 88th Texas Session Legislative Agenda, as amended. (*INFORMATION*)
2. Receive information on select Bills in the 88th Texas Session relating to or affecting Hospital Districts. (*INFORMATION*)

Mr. Granado updated the Board on Legislative matters.

C. 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*)

**Jerry Kramer presented and updated on
Memorial Medical Center.**

**John Michael presented and updated on
Memorial Medical Center.**

D. Improvements at Former Memorial Medical Center Campus:

1. Review events timeline relating to Hospital District's issuance and sale of Certificates of Obligation, Series 2023 for improvements to the former Memorial Medical Center 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. (*INFORMATION*)

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E. Other Business:

1. Receive a presentation from Kerico, a company providing non-emergency medical transportation services. (*INFORMATION*)

11. ADMINISTRATOR'S BRIEFING:

A. Execution of Personal Services Agreements with Joel J. Romo and Patricia A. Shipton for legislative consulting services during the 88th Texas Legislative Session.

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

1. Finance Committee: Tuesday, May 23, 2023, 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, May 23, 2023, 11:45 AM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401;

3. Board of Managers: Tuesday, May 23, 2023, 12 Noon in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401; and

4. Special Board of Managers Meeting: 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*)

12. ADJOURN

Motion adjourned by Mr. Valls, Chairman at 1:54 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