

**MINUTES
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
SPECIAL MEETING
OCTOBER 26, 2021**

The Nueces County Hospital District Board of Managers met at 10:00 a.m., Tuesday, October 26, 2021 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
Melissa Quintanilla	Executive Assistant/Human Resources
Carmina Hernandez Moreno	Administrative Assistant

OTHERS PRESENT:

Simon Purnell	Griffin & Purnell
Jim Ragan	Attorney
Richard Schechter	Attorney – via Zoom
Becky Rios	Christus Spohn Hospital – via Zoom
Angela Rhoden	CCMC – via Zoom
Ankit Sanghavi	Texas Health Institute – via Zoom

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1. WELCOME

2. ROLL CALL OF BOARD OF MANAGERS

Daniel W. Dain, Chairman
 Sylvia Tryon Oliver, Vice-Chairman
 Belinda Flores, RN
 Vishnu V. Reddy, M.D.
 John E. Valls, M.B.A.
 Mariana Garza, J.D.
 Efrain Guerrero, Jr.

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

- A. Call to order – Mr. Daniel Dain, Chairman

- B. Establish quorum – Mr. Dain
A quorum was present with six members in attendance.

Daniel W. Dain, Chairman – PRESENT
Sylvia Tryon Oliver, Vice-Chairman – PRESENT
Vishnu V. Reddy, M.D., Member – PRESENT @ 10:20 a.m.
John E. Valls, M.B.A., Member – PRESENT
Mariana Garza, J.D., Member – PRESENT @ 10:08 a.m.
Efrain Guerrero, Jr., Member – PRESENT
Belinda Flores, RN, 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. 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 settlement of opioid-related litigation with Janssen (Janssen means Johnson & Johnson, Janssen Pharmaceuticals, Inc., Ortho-McNeil-Janssen Pharmacaualicals, Inc., and Janssen Pharmaceutica, Inc.), including the related Janssen Texas State-Wide Opioid Settlement Agreement and Settlement Term Sheet and Texas Subdivision Election and Release Form and related matters.

B. Consult with attorneys on matters relating to the use of certain Hospital District funds and related matters.

C. Consult with attorneys on matters relating to the possible establishment of a Board of Managers policy relating to funding opportunities, proposals, and/or requests presented to the Hospital District and related matters.

D. Consult with attorneys regarding procedural matters relating to the additional work by Texas Health Institute conditionally approved by the Board of Managers on October 19, 2021 and related matters.

E. Consult with attorneys on matters relating to inclusion of certain requirements in Hospital District agreements and related matters.

Mr. Dain called for Closed Session at 10:07 a.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. Dain called for Open Session at 12:40 p.m.
Dr. Reddy left meeting at 12:40 p.m.**

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

No action taken.

8. **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. Discuss and consider adoption of a Board of Managers Resolution approving settlement of opioid-related litigation with Janssen (Janssen means Johnson & Johnson, Janssen Pharmaceuticals, Inc., Ortho-McNeil-Janssen Pharmacaualicals, Inc., and Janssen Pharmaceutica, Inc.); approve the related Janssen Texas State-Wide Opioid Settlement Agreement and Settlement Term Sheet and Texas Subdivision Election and Release Form; and authorize Board of Managers Chairman or Administrator to execute related documents. (*ACTION*)

Motion by Mr. Valls to approve resolution to be drafted to relate to Nueces County Hospital District and to authorize the Chairman to sign document and if the Chairman is unavailable authorize Mr. Hipp to sign document, and as per Ms. Garza stating has extra part re: subject to addional documents that are not included to the sheet, that's included in the packet. Seconded Ms. Garza. MOTION CARRIED.

B. Discuss and consider approval of a Board of Managers Resolution adopting a policy relating to funding opportunities, proposals, and/or requests presented to the Hospital District. (*ACTION*)

Motion to table by Ms. Oliver and seconded by Ms. Garza. MOTION CARRIED.

C. Discuss, consider, and take action regarding rescission of the Board of Managers' October 19, 2021 conditional approval of additional work by Texas Health Institute relating to the dissemination of health equity information and augmentation of behavioral health and substance-use data on the community dashboard previously developed by Accenture LLP. (*ACTION*)

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

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9. ADJOURN

Motion to adjourn by Mr. Dain. Motion by Mr. Valls and seconded by Ms. Oliver. Meeting adjourned at 12:45 p.m.

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PRESIDING OFFICER

Daniel W. Dain, Chairman

ATTEST:

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

Wm Dewitt Alsup, General Counsel
Nueces County Hospital District