

**MINUTES
BOARD OF MANAGERS
NUECES COUNTY HOSPITAL DISTRICT
SPECIAL MEETING
DECEMBER 1, 2023**

The Nueces County Hospital District Board of Managers met at 1:30 p.m. November 15, 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	Asst. Administrator, Admin. Services – via Zoom
Donna Littlefield	Director, Accounting & Finance – ABSENT
Mary Esther Guerra	Assistant County Attorney
John B. Martinez	General Counsel
Melissa Quintanilla	Executive Assistant/Human Resources
Carmina Hernandez Moreno	Administrative Assistant

OTHERS PRESENT:

Adam Robison	Attorney
Makayiah Chavez	KRIS 6
Madeline Salinas	KIII 3
Karen Urban	Community Advocate
Olivia Garrett	Corpus Christi Caller Times
Dom Dominguez	Christus Spohn
Shani Italiya	EM Residency
John Herrick	EM Residency
Monica Campa M.D.	EM Residency
Rachel Sutherly	EM Residency
Brook Danboise	EM Residency
Kris Sutherly	EM Residency
Michael Broder	EM Residency
Katherine Hoffman	EM Residency
Kimbely Leeson M.D.	EM Residency
Craig Pedersen	EM Residency
Kayla Shorten	EM Residency
Alainya Tomanee	EM Residency
Michael Scott	EM Residency

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Marilyn Broder
Veronica Wilson

EM Residency Spouse

As follow also present – via Zoom:

Leyla Embree	Christus Spohn – via Zoom
Jennifer Reemtsma	Christus Spohn – via Zoom
Lynn Carrasco	Christus Spohn – via Zoom
Becky Rios	Christus Spohn – via Zoom
Cassidy Willie	Gjerset & Lorenz – via Zoom
Brent Chesney	Nueces County Commissioner – via Zoom
Kilee Burke	EM Residency – via Zoom
J.D. Cambron	EM Residency – via Zoom
Chelsea Clark	EM Residency – via Zoom
Rogelio T. Martinez	EM Residency – via Zoom
Shaun Antonio	EM Residency – via Zoom
Connor Schrom	EM Residency – via Zoom
Ben Leeson	EM Residency – via Zoom
Aaron K. Bartoe	Dr. D.O. – via Zoom
Tylor Kock	Dr. – via Zoom
John Adamski	Dr. – via Zoom
Drake Leeson	- via Zoom
Tisha Whitworth	- via Zoom
Amanda Portillo	- via Zoom
Trenton H.	- via Zoom
Angela	- via Zoom
Griffin	- via Zoom
Karen	- via Zoom
Candice	- via Zoom
Simmons	- via Zoom
Megan	- via Zoom
Jennifer	- via Zoom
Janet	- via Zoom
TW	- via Zoom
Haley	- via Zoom
Iphone 85	- via Zoom
MY pc	- via Zoom
PCD	- 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 – Dr. Vishnu V. Reddy, M.D., Vice Chairman.
The meeting was called to order by Dr. Reddy at 12:20 p.m.

B. Establish quorum – Dr. Reddy, ViceChairman.
A quorum was present with six members in attendance.

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 @ 12:32 p.m.
Efrain Guerrero, Jr. Member – PRESENT
Arthur Granado, Member – PRESENT
John E. Valls, MBA, Chairman – 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.

**Karen Urban
Dr. Kimblery Leeson
Dr. Shani Italiya
Dr. Craig Pedersen**

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. 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. Execution of Letter Agreement with Frost Bank extending current depository and related agreements through December 31, 2023. (***ACTION***)

**Motion by Mr. Granado and seconded by Mr. Guerrero.
MOTION CARRIED.**

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7. 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.

A. Consult with attorneys on matters relating to support of CHRISTUS Spohn Health System's Emergency Medicine Residency Program, and related matters.

Dr. Reddy called for Closed Session at 12:38 p.m.

8. 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.

Dr. Reddy called for Open Session at 1:38 p.m.

A. Discuss and consider action relating to an Emergency Medicine Residency Program Support Term Sheet to serve as the framework for an agreement with CHRISTUS Spohn Health System Corporation relating to support of its Emergency Medicine Residency Program, and discuss and consider related matters. (**ACTION**)

Mr. Granado motion to discuss and consider action on 8. A. Discuss and consider action relating to an Emergency Medicine Residency Program Support Term Sheet to serve as the framework for an agreement with CHRISTUS Spohn Health System Corporation relating on support of its Emergency Medicine Residency Program and discuss and consider related

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matters and also to amend and to instruct Administrator Mr. Hipp to negotiate those terms with Christus Spohn Hospital.

Clarification from Mr. Hipp, right here in the room. The motion to approve the term sheet and direct Mr. Hipp to take it to the final.

Mr. Granado added, to motion, for Mr. Hipp to negotiate with Christus Spohn on the the final terms. Seconded by Mr. Guerrero. MOTION CARRIED.

After discussions with all six members in attendance, final vote, all Yes. MOTION CARRIED.

9. ADJOURN

Motion to adjourn by Dr. Reddy. Meeting adjourned at 1:49 p.m.

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PRESIDING OFFICERS:

Vishnu V. Reddy, M.D., Vice Chairman

ATTEST:

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