

# Minutes of Board of Managers - Regular Meeting

## The Board of Managers Nueces County Hospital District

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A Board of Managers - Regular Meeting of the Board of Managers of Nueces County Hospital District was held Tuesday, February 27, 2024, beginning at 12:00 PM in the Board of Managers Meeting Room  
555 N. Carancahua Street, Room 950-A  
Corpus Christi, Texas 78401

### 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.
- B. Establish quorum.
- 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 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.

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. Approve Board of Managers Regular Meeting minutes of December 12, 2023.
- B. Receive annual listing of vendors as of January 19, 2024; listing provided pursuant to Board of Managers Bylaws, §2.1.B and Texas Local Government Code, Chapter 176.
- C. Receive listings of new vendors for January 2024; listings provided pursuant to Board of Managers Bylaws, §2.1.B and Texas Local Government Code, Chapter 176.
- D. Receive summary payment information on Nueces County health care disbursements for Fiscal Year 2024 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;
  - 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.
- 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 periods-ended November 30, 2023 - January 31, 2024.
- 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.
- 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 months-ended November 30, 2023 - January 31, 2024.
- H. 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.
- I. 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 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.

J. Receive reports relating to Nueces Aid Program enrollment for the months-ended November 30, 2023 - January 31, 2024:

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

7. **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:**

1. **Annual Financial Report:**

a. Discuss and consider acceptance of Annual Financial Report from Collier, Johnson, & Woods, P.C., Certified Public Accountants on Nueces County Hospital District's governmental activities financial statements, major funds, and aggregate remaining funds for fiscal year ended September 30, 2023. (***ACTION***)

2. **Financial Statements:**

a. Receive and approve unaudited financial statements for the months and fiscal year-to-date periods ended October 31, 2023 - January 31, 2024. (***ACTION***)

3. **Investment Report:**

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

B. **Foreign Trade Zone:**

1. Discuss and consider a request from Cimbar Resources Inc. ("CR") for a Letter of Support/Non-Objection relating to CR's intent to establish a mineral processing-related Foreign Trade Zone at 322 Manning Road, Corpus Christi, Texas, and, if applicable, discuss and consider a possible Payment In Lieu of Taxes Agreement between CR and the Hospital District, and related matters, and authorize Administrator to execute related documents. (***ACTION***)

C. **CHRISTUS Spohn Board of Directors:**

1. Discuss and consider an appointment to CHRISTUS Spohn Health System Corporation's Board of Directors for three-year term commencing January 1, 2024 and ending December 31, 2026; appointment pursuant to CHRISTUS Spohn Health System Membership

Agreement, Article IV, Section 4.01(b). (**ACTION**)

**D. FEMA COVID-19 Pandemic Cost Recovery and Management Cost Recovery:**

1. Receive final update and notice of payment receipt on the matter of Arbitration Agreement between the Federal Emergency Management Agency ("FEMA"), Texas Division of Emergency Management, and Nueces County Hospital District relating to Hospital District's arbitration request before the United States Civilian Board of Contract Appeals ("CBCA") in the matter identified as CBCA 7792-FEMA, In the Matter of Nueces County Hospital District. (**INFORMATION**)

**E. 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. Recovery of management costs incurred in the administration of Hospital District's Project FEMA-4485-DR-TX under the FEMA Public Assistance Program, Category Z; Category Z management costs refer to the administrative costs incurred in the preparation of a FEMA application for all projects submitted under one disaster; and authorize the Administrator to undertake related actions and execute related documents. (**ACTION**)
  - b. Execution of Letter Agreements with Frost Bank dated January 23, 2024 and February 22, 2024 extending current depository and related agreements through April 30, 2024. (**ACTION**)

**8. ADMINISTRATOR'S BRIEFING:**

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

1. Board of Managers: Tuesday, March 26, 2024, 12:00 PM in NCHD Board of Managers Meeting Room at 555 North Carancahua Street, Room 950-A, Corpus Christi, Texas 78401. (**INFORMATION**)

9. **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 service on the Board of Managers.
  - B. Consult with attorneys on matters relating to the Agreement between Nueces County, Nueces Center for Mental Health and Intellectual Disabilities ("NCMHID"), and the Nueces County Hospital District relating to certain mental health-related programs provided by or through the NCMHID relating to diversion of persons from jails or other detention facilities.
  - C. Consult with attorneys on matters relating to the Letter Agreement with CHRISTUS Spohn Health System Corporation relating to Hospital District's support of CHRISTUS Spohn's Emergency Medicine Residency Program, and related matters.
  - D. Consult with attorneys on matters relating to provisions of the CHRISTUS Spohn Health System Corporation Membership Agreement, Escrow Agreement, and Memorandum of Understanding Related to Termination of the Membership Agreement, and related matters.
  - E. Consult with attorneys on matters related to the Health Services Agreement Nueces County Correctional Facilities between Nueces County, Nueces County Hospital District, and Armor Correctional Healthcare Services, and related matters.
10. **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.
- A. Discuss and consider final action, decision, or vote on matters considered in Closed Meeting. (***ACTION AS NEEDED***)

11. **ADJOURN**