



**ECTOR COUNTY HOSPITAL DISTRICT
BOARD OF DIRECTORS
REGULAR BOARD MEETING
DECEMBER 5, 2023 – 5:30 p.m.**

MINUTES OF THE MEETING

MEMBERS PRESENT:

Wallace Dunn, President
Don Hallmark, Vice President
Bryn Dodd
Will Kappauf
Richard Herrera
David Dunn
Kathy Rhodes

OTHERS PRESENT:

Russell Tippin, Chief Executive Officer
Matt Collins, Chief Operating Officer
Steve Steen, Chief Legal Counsel
Kim Leftwich, Chief Nursing Officer
Dr. Meredith Hulsey, Chief Medical Officer
Grant Trollope, Assistant Chief Financial Officer
Kerstin Connolly, Paralegal
Lisa Russell, Executive Assistant to the CEO
Various other interested members of the
Medical Staff, employees, and citizens

I. CALL TO ORDER

Wallace Dunn, President, called the meeting to order at 5:30 p.m. in the Ector County Hospital District Board Room at Medical Center Hospital. Notice of the meeting was properly posted as required by the Open Meetings Act.

II. ROLL CALL AND ECHD BOARD MEMBER ATTENDANCE/ABSENCES

Wallace Dunn called roll, all members were present.

III. INVOCATION

Chaplain Doug Herget offered the invocation.

IV. PLEDGE OF ALLEGIANCE

Wallace Dunn led the Pledge of Allegiance to the United States and Texas flags.

V. MISSION/VISION OF MEDICAL CENTER HEALTH SYSTEM

Bryn Dodd presented the Mission, Vision and Values of Medical Center Health System.

VI. AWARDS AND RECOGNITION

A. December 2023 Associates of the Month

Russell Tippin, President/Chief Executive Officer, introduced the December 2023 Associates of the Month as follows:

- Clinical – Zenia Marquez
- Non-Clinical – Mary Helen Sanchez
- Nurse – Michelle Schnuriger

B. Net Promoter Score Recognition

Russell Tippin, President/Chief Executive Officer, introduced the Net Promoter Score High Performer(s).

- WSMP Endo Surgery

VII. CONFLICT OF INTEREST DISCLOSURE BY ANY BOARD MEMBER

No conflicts were disclosed.

VIII. PUBLIC COMMENTS ON AGENDA ITEMS

No comments from the public were received.

IX. CONSENT AGENDA

- A. Consider Approval of Regular Meeting Minutes, November 7, 2023**
- B. Consider Approval of Joint Conference Committee, November 28, 2023**
- C. Consider Approval of Federally Qualified Health Center Monthly Report, October 2023**

Kathy Rhodes moved, and Richard Herrera seconded the motion to approve the items listed on the Consent Agenda as presented. The motion carried unanimously.

X. COMMITTEE REPORTS

A. Finance Committee

1. Financial Report for Month Ended October 31, 2023
2. Consent Agenda
 - a. Consider Approval of WEBMD Ignite (formerly Healthgrades and Mercury) Contract Renewal.
 - b. Consider Approval of the Scorpion Contract Renewal.
 - c. Consider Approval of VMware Software License Support Renewal.
 - d. Consider Approval of Cisco SmartNet Hardware/Software Maintenance Support Agreement.
3. Consider Approval of Oracle Regulatory Advisory Consulting Engagement Agreement.

Don Hallmark moved, and Will Kappauf seconded the motion to approve the Finance Committee report as presented. The motion carried.

B. Executive Policy Committee

The Executive Policy Committee met on November 15, 2023 at Noon. The committee reviewed five (5) revised policies and one (1) new policy meeting the committee guidelines.

Bryn Dodd moved, and Kathy Rhodes seconded the motion to approve the Executive Policy Committee report as presented. The motion carried.

C. Compensation Committee

The Compensation Committee met on Tuesday, November 28, 2023 at 9:00 a.m. and reviewed compensation information of similarly situated hospitals. Recommendations will be discussed in Executive Session.

David Dunn moved, and Richard Herrera seconded the motion to approve the Compensation Committee report as presented. The motion carried.

XI. BUDGET UPDATE

Grant Trollope, Assistant Chief Financial Officer, presented an updated budget to the board.

Don Hallmark moved, and David Dunn seconded the motion to approve the updated budget as presented. The motion carried.

XII. TTUHSC AT THE PERMIAN BASIN REPORT

Dr. Timothy Benton, Regional Dean of TTUHSC, provided the TTUHSC at the Permian Basin report. This report was for information only, and no action was taken.

XIII. PRESIDENT/CHIEF EXECUTIVE OFFICER'S REPORT AND ACTIONS

A. 42nd Street Diabetic Clinic

Russell Tippin, President/CEO, reported that Board Member, Kathy Rhodes, is working with donors and the City of Odessa to get the clinic open.

This report was informational only. No action was taken.

B. Christmas Tea

The annual Christmas Tea will be on Wednesday, December 13, 2023, from 11:00 a.m. to 3:00 p.m. and 11:00 p.m. – 1:00 a.m.

This report was informational only. No action was taken.

C. MCH Christmas Party

The Medical Center Hospital Christmas party will be held on Friday, December 8, 2023 at La Hacienda, starting at 6:30 p.m.

This report was informational only. No action was taken.

D. January 4th Board meeting Reminder

Reminder that the January 2024 ECHD Board Meeting will be on Thursday, January 4th, 2024.

This report was informational only. No action was taken.

E. Ad hoc Reports

Russell Tippin, Chief Executive Officer reported that there will be a planned power shutdown on December 14th, 2023.

ECHD is in active contract negotiations with United Healthcare.

Odessa College had their nursing students signing day.

Human Resources had a recent job fair and made contact with about 80 high school students that are interested in working at Medical Center Hospital.

Courtney Look, Chief Patient and Experience Officer, reported that we are waiting for the final report from DNV on the 3-year accreditation survey that was just completed. There were 10 findings this year, but none were about patient care. All previous findings were cleared.

The Regional Services report was provided in the packet.

These reports were informational only. No action was taken.

XIV. EXECUTIVE SESSION

Wallace Dunn stated that the Board would go into Executive Session for the meeting held in closed session involving any of the following: (1) Consultation with attorney regarding legal matters and legal issues pursuant to Section 551.071 of the Texas Government Code; (2) Discussion of Personnel Matters pursuant to Section 551.074 of the Texas Government Code; and (3) Deliberation regarding negotiations for health care services, pursuant to Section 551.085 of the Texas Government Code.

ATTENDEES for the entire Executive Session: ECHD Board members, Bryn Dodd, Will Kappauf, Richard Herrera, David Dunn, Don Hallmark, Wallace Dunn, Kathy Rhodes, Steve Steen, Chief Legal Counsel.

Dr. Meredith Hulsey, Chief Medical Officer, presented the Chief of Staff and Vice Chief of Staff agreements to the ECHD Board of Directors during Executive Session.

Steve Steen, Chief Legal Counsel, presented the ProCare provider agreements to the ECHD Board of Directors during Executive Session.

Russell Tippin, Chief Executive Officer, led the board in discussions about developments at ORMC.

Dr. Hulseley was excused from the remainder of Executive Session.

Steve Steen, Chief Legal Counsel, reported to the board about the Bylaws Committee.

Russell Tippin, Chief Executive Officer, and Steve Steen, Chief Legal Counsel, led the board in discussion about Cardiology compliance update.

Wallace Dunn reported to the board that he was stepping down from the Community Events committee and will be appointing Kathy Rhodes.

Russell Tippin, Chief Executive Officer and Kerstin Connolly, Paralegal were excused from Executive Session.

Steve Steen, Chief Legal Counsel, led the board in discussion about the Compensation Committee.

Russell Tippin, Chief Executive Officer and Kerstin Connolly, Paralegal returned to Executive Session.

Don Hallmark, Board Member, recommended a 10% increase to Russell Tippin's salary.

Executive Session began at 6:26 p.m.

Executive Session ended at 7:46 p.m.

No action was taken during Executive Session

XV. ITEMS FOR CONSIDERATION FROM EXECUTIVE SESSION

A. Consider Approval of MCH ProCare Provider Agreement(s).

Wallace Dunn presented the following new agreements:

- Salma Mahmood, M.D. – This a three (3) year Internal Medicine Contract.
- Murthy Chamarthy, M.D.. – This is a one (1) year Radiology Contract.
- Aseem Kumar Bhandari, M.D. – This is a one (1) year Radiology Contract.

Wallace Dunn presented the following amendments:

- Adrian Ramirez, M.D. – This is an amendment to a Hospitalist Contract
- West Texas Ear, Nose, Throat & Sinus Institute. – This is an amendment to a Lease Agreement.

Kathy Rhodes moved, and Richard Herrera seconded the motion to approve the MCH ProCare Provider Agreements as presented. The motion carried.

B. Consider Approval of Chief of Staff and Vice Chief of Staff Agreements

Wallace Dunn presented the following Agreements:

- Dr. Jeffery Pinnow. – This a two (2) year agreement for Chief of Staff
- Texas Tech University Health Science Center (Dr. Nimat Alam) – This is a two (2) year agreement for Vice Chief of Staff.

David Dunn moved, and Kathy Rhodes seconded the motion to approve the Agreements as presented. The motion carried.

C. Consider Approval of Executive Employment Agreement

Don Hallmark moved to increase the Executive Employment Agreement for Russell Tippin by 11.6% to be in line with the recent compensation information reviewed by the Compensation Committee, and Bryn Dodd seconded the motion. The motion carried.

XVI. ADJOURNMENT

There being no further business to come before the Board, Wallace Dunn adjourned the meeting at 7:47 p.m.

Respectfully submitted,



David Dunn, Secretary
Ector County Hospital District Board of Directors