



**ECTOR COUNTY HOSPITAL DISTRICT
BOARD OF DIRECTORS
REGULAR BOARD MEETING
MARCH 5, 2024 – 5:30 p.m.**

MINUTES OF THE MEETING

- MEMBERS PRESENT:** Wallace Dunn, President
Don Hallmark, Vice President
Will Kappauf
David Dunn
Kathy Rhodes
- MEMBERS ABSENT:** Bryn Dodd
Richard Herrera
- OTHERS PRESENT:** Russell Tippin, Chief Executive Officer
Matt Collins, Chief Operating Officer
Steve Ewing, Chief Financial Officer
Steve Steen, Chief Legal Counsel
Kim Leftwich, Chief Nursing Officer
Dr. Meredith Hulsey, Chief Medical Officer
Dr. Jeff Pinnow, Chief of Staff
Dr. Nimat Alam, Vice Chief of Staff
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 ATTENDENCE/ABSENCES

Wallace Dunn called roll, Bryn Dodd and Richard Herrera had excused absences.

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

David Dunn presented the Mission, Vision and Values of Medical Center Health System.

VI. AWARDS AND RECOGNITION

A. March 2024 Associates of the Month

Russell Tippin, President/Chief Executive Officer, introduced the February 2024 Associates of the Month as follows:

- Clinical – Linda Nicole Dix
- Non-Clinical – Maria Luisa Mozqueda
- Nurse – Abigail Levario Carrasco

B. Net Promoter Score Recognition

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

- Infusion Services
- ProCare Infectious Disease
- ProCare Family Medicine CHW
- Dr. Eduardo Salcedo
- Beverly Gifford, NP

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, February 6, 2024**
- B. Consider Approval of Joint Conference Committee, February 27, 2024**
- C. Consider Approval of Federally Qualified Health Center Monthly Report, January 2024**

David Dunn moved, and Kathy Rhodes 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 January 31, 2024
2. Consent Agenda
 - a. Consider Approval of Culligan Contract Renewal.
 - b. Consider Approval of Texas Healthcare Linen Contract Renewal.

3. Consider Approval of the Professional Architectural Contract for 4 Central Universal Care Suite.
4. Consider Approval of the Purchase of the B side CNS in the ED.

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

B. Audit Committee

1. Presentation of FY23 Audited Financial Statements
2. Report to Management

Don Hallmark moved, and David Dunn seconded the motion to approve the Audit Committee report as presented. The motion carried.

C. Executive Policy Committee

The Executive Policy Committee met on February 29, 2024 to review and approve six (6) MCH policies meeting the committee guidelines. The committee recommends approval of all of the submitted policies as presented.

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

XI. TTUHSC AT THE PERMIAN BASIN REPORT

No report was provided.

XII. CONSIDER APPROVAL OF ENDOWMENT FUNDS DISTRIBUTION

Steve Ewing, Chief Financial Officer, presented the Endowment Funds Distribution Agreement from Prosperity Bank for approval.

As noted in the investment agreement, the total net income for Odessa Junior College Trust is \$32,907.95. Ninety percent of that amount is \$29,617.15, and this amount will be paid to Odessa Junior College. Ten percent, \$3,290.80 will be retained as an addition to principal.

The total net for the TTUHSC-PB Trust is \$104,036.44. Ninety percent of that amount is \$93,632.80, and this amount will be paid to TTUHSC-PB. Ten percent, \$10,403.64 will be retained as an addition to principal.

The total net income for University of Texas-PB is \$19,099.67. Ninety percent of that amount is \$17,189.70, and this amount will be paid to University of Texas-PB. Ten percent, \$1,909.97 will be retained as an addition to principal.

Kathy Rhodes moved, and David Dunn seconded the motion to approve the Endowment Funds Distribution Agreement from Prosperity Bank as presented. The motion carried.

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

A. Dr. Hulsey - Update

Dr. Hulsey, Chief Medical Officer, reported that Doctor's Day will be on March 28, 2024. They will have breakfast with an omelet station and lunch will be in the Boardroom from 11:00am to 1:00pm.

This report was informational only. No action was taken.

B. Courtney Look-Davis

No report was given.

C. Ad hoc Reports

Russell Tippin, Chief Executive Officer, reminded everyone that ECHD Board Retreat is April 30 – May 2, 2024.

The Regional Services Update report was provided in the board 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; and (2) 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, Will Kappauf, David Dunn, Don Hallmark, Wallace Dunn, Kathy Rhodes, Russell Tippin, President/CEO, Steve Steen, Chief Legal Counsel, and Kerstin Connolly, Paralegal.

Adiel Alvarado, President of ProCare, presented the ProCare provider agreements and the medical director agreement to the ECHD Board of Directors during Executive Session.

Russell Tippin, Chief Executive Officer, and Steve Steen, Chief Legal Counsel, reported to the board that ECHD was contacted by WEBTPA about a breach that occurred in their system.

Kathy Rhodes, ECHD Board Member, provided information on donated supplies that are available for the diabetes clinic.

Adiel Alvarado, President of ProCare, was excused from the remainder of executive session.

Steve Ewing, Chief Financial Officer, led the board in discussion and explained that the remaining \$33 Million in debt the hospital has is from the bond for building the Center for Women and Infants.

Wallace Dunn, ECHD Board President, led the board in discussions about the tax rate and future projects for the hospital.

Russell Tippin, President, led the board in discussion about possible real estate acquisitions.

Steve Ewing, Chief Financial Officer, was excused from the remainder of executive session.

Russell Tippin, President and Steve Steen, Chief Legal Counsel, provided an update on the Compliance Cardiology matter.

Executive Session began at 5:47 p.m.

Executive Session ended at 6:58 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:

- Ramchander Chari, M.D. – This a three (3) year Anesthesia Contract.
- Ralph Cepero M.D.. – This is a one (1) year ENT Contract.

Wallace Dunn presented the following renewals:

- Santiago Giraldo, M.D. – This is a three (3) year renewal of an Internal Medicine Contract.
- Jennie Wolfram, CRNA – This is a three (3) year renewal of a Anesthesia Contract.

Wallace Dunn presented the following amendments:

- Getnet Aberra M.D. – This is an amendment to a Family Medicine Contract.
- Vifay Borra, M.D. – This is an amendment to an Orthopedics Contract.

David Dunn moved, and Don Hallmark seconded the motion to approve the MCH ProCare Provider Agreements as presented. The motion carried.

B. Consider Approval of Medical Director Agreements

Wallace Dunn presented the following medical director agreement:

- Dr. Nicolay Azarov – This is 1-year Critical Care Medical Director agreement.

David Dunn moved, and Don Hallmark seconded the motion to approve the Medical Director Agreement as presented. The motion carried.

XVI. ADJOURNMENT

There being no further business to come before the Board, Wallace Dunn adjourned the meeting at 6:58 p.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "David Dunn", with a long, sweeping flourish extending to the right.

David Dunn, Secretary
Ector County Hospital District Board of Directors