

**MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE  
WINNIE-STOWELL HOSPITAL DISTRICT**

The meeting of the Board of Directors of the Winnie-Stowell Hospital District (“District”) was noticed and filed pursuant to the Texas Open Meetings Act a full 72 hours prior to the opening of said meeting for 9:00 a.m. on the 6th of January 2016 at the Winnie Community Room Winnie Community Building, Hospitality Room (located behind the Rice Festival Stage); 1410 Lilton Sonnier Ave.; Winnie, Texas (a copy of said Notice being placed amongst the files of the District).

The roll was called of the members of the Board, to wit:

Elroy Henry, Chair  
Jeff Rollo, Vice-Chair  
Ed Murrell, Secretary  
Sharron Burgess, Director  
Raul Espinosa, Director

All said Board members were present. In addition, to the above named Board members, also present at the meeting was: Sherrie Norris, District Administrator; Hubert Oxford, IV, Attorney; Mary Ellen Robertson, CPA District; David Smith, LTC Group; Chris Portner and Mo Danishmund, Winnie, and citizens listed on **Exhibit A**.

At approximately 9:17 a.m., a quorum was established and a request for public comment was made. There being no public comment, Chairman asked whether there were any invoices to be approved, pursuant to Agenda Item 3. Since there were no invoices or amendments to the budget to be paid or made, Chairman Henry called on the District’s CPA to address Agenda Item 4, to discuss and take action, if necessary on adopting a Budget for 2016. Mrs. Robertson, briefly reviewed the 2016 Budget, previously presented, at the Budget Workshop and recommended its adoption. Director Espinoza made a made a motion to approve the 2016 Budget as presented by Mrs. Robertson during the Budget Workshop and set forth in **Exhibit**

**“B”**. This motion was seconded by Director Rollo with the unanimous consent of all Board members

Thereafter, Chairman Henry called on Attorney Oxford to address Agenda item 4, to discuss and take action, if necessary on amending the District’s Transfer Procedures Policy for nursing home funds. Attorney Oxford explained these changes were still be negotiated with the District’s Lender and requested that this agenda item be tabled until the January 20, 2016 Regular Meeting.

Turning to the last Agenda Item, Chairman Henry called on David Smith, with the LTC Group and Attorney Oxford to address Agenda Item No. 6, to discuss and take action, if necessary on participating in the Quality Incentive Participation Program (“QIPP”). As such, Attorney Oxford presented the Board with a PowerPoint presentation he prepared to explain the program and afterwards, he and Mr. Smith spent a considerable time going through the presentation explaining the program, answering questions, and raising areas of concerns. *See Exhibit “C”* for a copy of the presentation. In summary, Attorney Oxford explained that the QIPP program is the third evolution of the original UPL program in which Nursing Homes had to submit projects designed to improve the quality of life for the residents’ in the facility owned by the District in order to draw down the Medicaid shortfall dollars previously paid by the Upper Payment Limit or Minimum Payment Amount Program. Moreover, Attorney Oxford reported that the District needed to decide by February 1, 2016 if the District was interested in continuing in the program because the District needed to enter into Letters of Agreement with various Managed Care Organizations in order to commit to working with an organization if the District approved of a suitable QIPPP project for a facility.

Following the extensive conversation concerning the QIPP Program, Chairman Henry advised the Board that the next regularly scheduled meeting would be held on January 20, 2016 at 6:00 p.m. and then asked for a motion to adjourn by Director Rollo and was seconded by Director Burgess, with the unanimous consent of all Board members to adjourn at 1:15 p.m.

  
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Elroy Henry, Chairman

  
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Jeff Rollo, Vice-Chairman