

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

The Regular 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 seventy-two (72) hours prior to the opening of said meeting for 6:00 p.m. on the 20th day of September 2017, at the Winnie Community Hospital (“Hospital”)-Conference Room, Broadway, 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:

Ed Murrell, President
Jeff Rollo, Vice-President
Anthony Stramecki, Treasurer
Raul Espinosa, Secretary
Sharon Burgess, Director

All said Board members were present with the exception of Directors Burgess and Espinosa. In addition, to the above named Board members, also present at the meeting were: Sherrie Norris, District Administrator; Yani Jiminez, Indigent Care Director; Hubert Oxford, IV, General Counsel; David Sticker, District’s CPA; Chris Portner, counsel for Riceland Hospital; Mo Danishmund and Saad Javed with Riceland Hospital; Tony King, Chambers County Sherriff’s Office; Ron Nichols, Winnie Stowell Emergency Medical Services; Roy Bergeron Janet Bergeron, citizens; Wade Thibodeaux, the Hometown Press; and Hazel Meaux, Seabreeze Beacon.

At 6:05 p.m., President Murrell called the Regular Meeting of the Board of Directors of Winnie Stowell Hospital District to order. After a quorum was established and those present recited the Pledge of Allegiance., President Murrell called for public comment. There being none, President Murrell asked the Board to consider and take action on Agenda Item No. 3, to

review and approve the minutes of the September 6, 2017 Regular Meeting. The Board was reminded this meeting was actually scheduled to be held in August but in light of the Tropical Storm Harvey, the meeting was postponed. The Board reviewed the minutes and then Director Stramecki made a motion to approve the minutes of the September 6, 2017 Regular Meeting. This motion was seconded by Director Rollo with the unanimous consent of the entire Board.

After the approval of the minutes, the Board was asked to move to Agenda Item No. 4, to review and approve financials report; payment of invoices, and amend budget, if necessary. Mrs. Norris and the District's CPA, David Sticker, provided the Board with a number of documents including: 1) Balance Sheet 2) Profit & Loss Budget vs. Actual as of August 31, 2017; 3) Check Register for August 2017; and 4) a list of Open Invoices, along with the invoices attached, to be approved by the Board; (*See Exhibit "A"*). Per Mr. Sticker, as of 12,077,868.32, the District had total assets of \$2,246,703.68 was in the District's Prosperity Account and \$2,700,000.00 was in a CD at Post Oak Bank. On the other hand, the \$7,382,144.66 in liabilities including an incentive fee payment due to Genesis of \$1,573,820.30.

At the same time as he reviewed the District's profit and loss statement through August 31, 2017, Mr. sticker also presented the Board with a list of Budget Amendments he recommended in order to balance the budget to account for the lack of MPAP 3. (*See Exhibit "B"*). Per Mr. Sticker, he recommended lower the budget revenue from \$19,985,987.00 to \$5,770,971.00 because of the lack of MPAP revenue and a reduction of \$60,000.00 in the anticipated sales tax collected. As for the expenses, they have also been reduced from \$19,164,100.00 to \$6,012,419.00. Some of the more significant changes were cause by the reduction in nursing home operations costs; the reduction in the District budget line item for the Emergency Room from \$2,000,000.00 to \$200,000.00; and increased costs of the

intergovernmental transfers on behalf of the Hospital to participate in the 1115 Waiver Program from the budgeted amount of \$275,000.00 to \$496,000.00.

At the conclusion of the discussion regarding the District's finances, a motion was made by Director Stramecki to approve the financial reports, not including the outstanding invoices, set forth in **Exhibit "A"** and to approve the budget amendment recommendations by Mr. Sticker. (See **Exhibit "B"**). This motion was seconded by Director Rollo with the unanimous approval of all Board members present.

Next up for consideration was Agenda Item No. 5, Committee reports. The only committee report was by Director Stramecki, with the Hospital Emergency Room Committee, who discussed that he and President Murrell, along with included representatives of Riceland Hospital have been meeting with the project manager and engineer/architects to discuss the emergency room project for Riceland Hospital. Overall, Director Stramecki informed the Board that the project stakeholders were making progress. At the last meeting, he advised that there were some adjustments to the size of the facility; exterior, and they agreed to hire a medical equipment consultant to assist with identifying and pricing the needed medical equipment for the emergency room. In closing, Mr. Stamecki advised that the group was going to meet in a couple of weeks to complete a final plan and was hoping to be able to present these plans at the next meeting of the Board.

President Murrell then called on staff to present their reports pursuant to Agenda Item No. 6. Staff reports were as follows:

- a. **District Administrator:** Attorney Oxford reported on behalf of the Administrator that staff has been working to update the District's website. Attorney Oxford encouraged all present the meeting to review the website for new features such as a tap for all the

District's policies and he praised Administrator Norris for her efforts to upload the exhibits to the meetings. Presently, Attorney Oxford stated that the agendas, minutes, and attachments to the Board's meetings were uploaded back to 2015 and with the goal of having all of 2015 and 2014 available before the next regularly scheduled meeting.

b. **District Indigent Care Director:** Following the Administrator's report, President Murrell called on the District's Indigent Care Director for her report. Mrs. Jiminez presented the Board with the District's Indigent Care reports for August 2017. In June 2017, there were seventy-seven (77) residents enrolled on the District's indigent care program. Additionally, Mrs. Jiminez informed the Board that in August 2017, the District incurred \$68,448.65 in fees and services from Winnie Community Hospital, outpatient care, and for prescriptions. If there was no Indigent Care Agreement, the costs to the District for these fees incurred by the Hospital would have been \$25,618.69 in Medicaid rates plus the \$5,964.05 actually spent on prescriptions and \$7,214.81 paid to Chambers Health for an outpatient procedure performed on a client. (*See Exhibit "C"*). Furthermore, Mrs. Jiminez told the Board that she had received a request by the Rose Program to reschedule their November 1, 2017 visit to a later date due to scheduling problems resulting from the Tropical Storm Harvey.

c. **District General Counsel:** Attorney Oxford informed the Board that they would need to have a Special Meeting because he just learned that if the District was going to apply for any Public Assistance grants through the Federal Emergency Management Agency's Section 408 program, the District's request, if any, needed to be submitted to the county officials by September 30, 2017. The Board then discussed an acceptable date for the Special Meeting and decided on September 27, 2017 at 5:00 p.m.

- d. **LTC Report:** LTC did not submit a report for this meeting.
- e. **Hospital Report:** None.

Following the staff reports, President Murrell asked the Board to take no action on Agenda Item No. 7, to discuss and take action, if necessary, on approving assistance with the Winnie Stowell EMS service to repair ambulance. Afterwards, President Murrell welcomed the WSEMS Coordinator, Ron Nichols, and asked to him to explain the requests. Per Mr. Nichols, prior to Tropical Storm Harvey, Medic 22 blew its engine. The ambulance was then transported to the Osage facility in St. Louis, Missouri where they replaced the old chassis with a new chassis and refurbished the existing box for the ambulance. In total, the cost to repair the engine and install a new box on the chassis, \$71,200.00 plus the WSEMS had to rent a replacement ambulance that costs \$7,200.00. (See **Exhibit “D”**). As of the date of the meeting, Mr. Nichols informed the Board that the WSEMS already paid for the ambulance rental and repair costs out of their own funds but they were requesting assistance from the District and the County because their only option, if they were going to have enough money until the end of year, was to borrow the funds. Attorney Oxford then intervened and informed the Board that they had general authority as a Hospital District who was authorized to fund this request as provided for in Article IX, Section 9 of the Texas Constitution and the specific authority to as set forth in Section 286.073 that states, “may operate or provide for the operation of a mobile emergency medical service.” (See **Exhibit “E”**). Returning to the request, Mr. Nichols was asked whether he had already asked the County for the funds and he stated that this was on the agenda for the upcoming Commissioner’s Court Meeting. Subsequently, the parties discussed the operations of the WSEMS Board; the WSEMS bylaws; and whether the county would be willing to split the cost of the chassis, refurbished box, and ambulance rental. Since there was going to be a Special

Meeting, President Murrell asked that a motion be made to table this agenda item until it was determined whether County was willing to split the costs. A motion was made by Director Stramecki to table the matter until the Special Meeting. This motion was seconded by Director Rollo, with the unanimous consent of all Directors present.

President Murrell then turned the Board's attention to Agenda Item No. 8, to discuss and take action, if necessary, to discuss and take action, if necessary, on approving Director Stramecki to serve as Treasurer and Investment Officer. Attorney Oxford advised that at the last meeting, the Board adopted a number of policies, one of which was an Investment Policy that designates an Investment Officer for the District. However, at the prior meeting, the Board did not vote to approve the appointment of an Investment Officer and needed to do at this meeting. In addition, Attorney Oxford suggested that the District add a Treasurer's position to the officers of the District Board. Director Stramecki then offered to serve as the District's Investment Officer and Treasurer if the Board was inclined to create the position. There being no further comment, a motion was made by Director Rollo to appoint Director Stramecki to serve as the District's Investment Officer and as the Treasurer. This motion was seconded by President Murrell and was approved with the unanimous consent of all Directors present.

Before adjourning, President Murrell asked the Board to return to Agenda Item No. 4, to discuss and take action on the payment of outstanding invoices. President Murrell presented the Board members with the outstanding invoices and asked if anyone had any questions. (*See Exhibit "F"*). Once these invoices were reviewed, Director Stramecki to approve the payment of outstanding invoices. This motion was seconded by Director Rollo and approved with the unanimous consent of all Board members present.

There being no further business to discuss, President Murrell informed the Board that the next regularly scheduled meeting would be on October 18th, 2017 at 6:00 p.m. in order to accommodate vacation schedules. At 7:47 p.m., a motion was made by Director Stramecki to adjourn the meeting. This motion was seconded by Director Rollo and unanimously approved by all the Board members present.


Edward Murrell, President


Jeff Rollo, Vice-President