

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

The Special 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 5:00 p.m. on the 27th 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
Raul Espinosa, Secretary
Sharon Burgess, Director
Anthony Stramecki, Director

All said Board members were present. 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; Nolan George, Board Member of the Winnie Stowell Emergency Medical Services (“WSEMS” or “Corporation”); Ron Nichols, WSEMS Coordinator; Hazel Meaux, Seabreeze Beacon; Wade Thibodeaux, Hometown Press; and Larry Barron, citizen, other residents of the District

At 5:08 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 turned to Agenda Item No. 2, to discuss and take action on paying account receivable. According to President Murrell, the only invoice submitted for payment was

that of Sherriff's Deputy Tony King for \$100.00. There was no discussion on this matter and a motion was made by Director Rollo to approve Deputy King's invoice for \$100.00. This motion was seconded by Director Espinosa and was approved by the unanimous consent of all Board members.

Next, the Board was asked to discuss and take action, if necessary, on approving a letter requesting certain projects to be funded through Federal Emergency Management Agency as a result of Hurricane Harvey. Attorney Oxford was called on to discuss this matter. According to Attorney Oxford, he met with the engineer hired by Chambers County to assist with gathering and administrating any grants awarded by the Federal Emergency Management Agency ("FEMA") resulting from damage done by Tropical Storm Harvey. According to Attorney Oxford, since the Winnie Community Hospital ("Hospital") is a private for profit facility, it does not qualify for Section 408 Grants and he recommended against applying for any grants on behalf of the Hospital. With this said, he did state that in the meetings, if the Hospital conveyed property to the WSEMS in the form of a long term lease for a helipad, the WSEMS would qualify to file a FEMA 408 grant request because the WSEMS is a private non-profit organization. President Murrell then turned to Mr. Nolan George, Treasurer of the WSEMS Board of Directors, and Mo Danishmund and asked whether the two (2) parties would consider enter into an agreement, if there was not already an agreement in place, to lease some property on the Hospital premise to the WSEMS so that a helipad could be built on the property. In response, Mr. Nolan discussed the fact that the WSEMS built the helipad but was unsure of whether the Hospital leased the property to the WSEMS where the helipad was constructed. Otherwise, both parties expressed interest in the idea but Mr. George stated he would have to get authority from the WSEMS Members before making any commitments. Therefore, the two

entities agreed to continue discussions in hopes of facilitating the grant requests. Since the District could not file a grant request for the Hospital, no action was taken on this matter.

Following the discussion on the FEMA grant requests, President Murrell turned the Board's attention to Agenda Item No. 5, to discuss and take action, if necessary, on approving assistance with the Winnie Stowell EMS service to repair ambulance. President Murrell deferred to Mr. Nolan George to make the request. Per Mr. George, the Chambers County agreed to pay one half of cost to repairs to the Medic 22 chassis and engine and he was requesting that the District pay the remaining balance. In total, the cost of the repairs and cost to rent an ambulance amounted to \$78,400.00 of which he requested that the District pay \$39,200.00. Furthermore, Mr. George stated that he talked to every member of the WSEMS Board prior to the Hospital District meeting and each and every one of them thanked the District, from the bottom of their heart, for offering assistance with the repairs to Medic 22. President Murrell accepted that gratitude but in light of the fact that the WSEMS was requesting this funding to assist with recouping funds to repair Medic 22's, President Murrell, Director Stramecki, and Attorney Oxford took time to ask Mr. George questions concerning the WSEMS's Board make-up; audits; financial status; and whether the Corporation was subject to the Texas Open Government laws. In response to the questions, Mr. George stated the following, among other things about the Corporation:

- Was an open book and subject to the Open Government laws;
- After asking for audit themselves, the WSEMS was informed by the County that they would be conducting a limited audit of the WSEMS's funds given Chambers County but he could say or recall when the WSEMS was last audited, if ever;

- Unlike the District's Board where Directors voted on action items, those qualified to vote on agenda action items were the WSEMS active volunteer members and not necessarily the Board members. Therefore, in order to be qualified to vote, a member must attend six (6) meetings per calendar year.
- Any person can apply to be a member, even if you don't reside within the District;
- Currently, there were six (6) volunteer members at the WSEMS who qualified to vote at a Board meeting, of which four (4) of the members were actual on the Board of Directors; and
- The Board is in between bylaws as they have an old set but were trying to adopt a new set of bylaws.

Following the exchange about the operations of the WSEMS, President Murrell presented Mr. George with a public information requests and asked that he be provided with the documents within ten (10) days. (*See Exhibit "A"*). Otherwise, a motion was made by Director Espinosa to approve the funding request by the Winnie Stowell Emergency Medical Services Department for \$39,200.00. This motion was seconded by Director Burgess with the unanimous consent of all Board members.

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 5:44 p.m., a motion was made by Director Stramecki to adjourn the meeting. This motion was seconded by Director Espinosa and unanimously approved by all the Board members present.


Edward Murrell, President


Jeff Rollo, Vice-President