

**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 8:00 a.m. on the 10th of May, 2019 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:

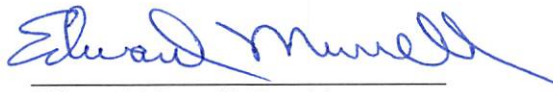
Ed Murrell, President  
Anthony Stramecki, Vice-President  
Robert “Bobby” Way, Treasurer  
Jeff Rollo, Secretary  
Raul Espinosa, Director


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; Sherrie Norris, District Administrator; Yani Jimenez, Indigent Care Director; Hubert Oxford, IV, General Counsel for the District; and David Sticker, District CPA.

President Murrell presided over the meeting at 8:12 a.m. After calling the meeting to order, President Murrell asked for Public Comment. There being none, the Board was then asked to address Agenda Item No. 3, to discuss and take action, if necessary, on approving Intergovernmental Transfer for the first half of the nursing home Quality Improvement Payment Program, Year 3. Attorney Oxford presented the Board with a Board packet and explained that for Year 3 of the Quality Incentive Payment Program, the District was being asked to make an Intergovernmental Transfer (“IGT”) commitment due at the end of the month for the first half of Year 3 totaling \$7,208,956.42. (See Exhibit “A”). Pursuant to his May 3, 2019 e-mail to the Board, Attorney Oxford reminded the Board that the reason the IGT for Year 3 was higher than

the Year 2 IGTs is due to the fact that for Year 2, the total annual funding for the QIPP program was \$446,000,000.00. In Year 3, the funding was raised to \$600,000,000.00 to account for the increased number of private facilities. In addition, Attorney Oxford reviewed with the Board: 1) cash flow models for year 1, 2, and 3 of the QIPP program; 2) the IGT, Component 1, 2, 3, 4, and Lapsing fund payment for Year 3; and 3) a rough District cash flow model based on an cash basis for 2019 to assist the Board understand their cash needs for the remaining year. Attorney Oxford also reviewed and discussed changes in the QIPP program for Year 3. At the conclusion of the discussion, a motion was made by Director Stramecki to authorize staff to file an IGT Commitment form for \$7,208,956.42 for QIPP Year 3, Quarters 1 and 2. This motion was seconded by Director Way and unanimously approved by all the Director's present.

After the discussion of the Agenda Items and there being no other business, President Murrell reminded the Board that the next Regularly Scheduled Board meeting was on May 15, 2019 at 6:00 p.m. Subsequently, at 8:49 a.m., a motion was then made by Director Stramecki to adjourn the meeting. This motion was seconded by Director Way, with the unanimous consent of all Board members.

  
Edward Murrell, President

  
Anthony Stramecki, Vice-President