

**MINUTES FOR THE SPECIAL MEETING AND WORKSHOP 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., October 29, 2021 at the District’s Offices located at 520 Broadway, Winnie Tx 77665 (a copy of said Notice being placed amongst the files of the District).

Members of the public were invited to attend and participate in the Winnie Stowell Hospital District Special Meeting and Workshop by conference call. In addition, a recording of the meeting will be made available following the meeting.

At approximately 9:03 a.m., the meeting was convened, and the roll was called of the members of the Board, to wit:

Mr. Ed Murrell	President
Mr. Anthony Stramecki	Vice-President
Robert “Bobby” Way	Treasurer
Jeff Rollo	Secretary
Kasey Vratis	Director

All said Board members were present, thus constituting a quorum. In addition, to the above-named Board members, also present at the meeting were:

Mrs. Sherrie Norris	District Administrator
Mrs. Patricia Ojeda	Indigent Care Director
Mr. Hubert Oxford, IV	General Counsel for the District
Mr. William Franz	THRIVE
Beth Little-Terry	THRIVE
Chuck Hutchings	THRIVE
Mr. Jeff Jenkins	Citizen
Mr. Mo Danishmund	Chief Financial Officer, Winnie Community Hospital (“Hospital”)
Mr. Robert Jacobs	Clinical Manager for Riceland
Ms. Gloria Roemer	Seabreeze Beacon

- 1. Call to Order.**
- 2. Introduction of Guests.**
- 3. Pledge of Allegiance and Pledge to Texas Flag**
- 4. Public Comment – limited to three minutes.**

After the introduction of the guest, President Murrell called on those present to recite the Pledge of Allegiance and the Pledge of Allegiance to the State Flag of Texas. He then asked for Public Comment but there was none.

- 5. Discuss and take-action, if necessary, on approving Treasurer’s Report for October 2021, pay outstanding invoices, and amend the budget.**

President Murrell then turned the Board’s attention to Agenda Item No. 5, to review and approve the Treasurer’s Report for October 2021. Attorney Oxford reminded the Board that this agenda item was tabled during the October 20, 2021 Regular meeting because staff, the CPA, and himself wanted to verify their understanding of the logic used by LTC for the October 7, 2021 transfers involving Quality Improvement Payment Program (“QIPP”) Year 4, Intergovernmental Transfers (“IGT”) Reconciliation Payment; Cash Flow Adjustment payment; Component 2 payments for June, July, and August 2021; and several variance payments.

Specifically, on October 7, 2021, LTC recommended transfers from the District’s Allegiance Bank Holding Account of the nursing facilities’ half of the reconciliation payment. At the same time, in order to save money on transfers, LTC recommended holding back the Cash Flow Adjustment payment usually made during the second quarter of each IGT period; disbursing the Component 2 payments for June, July, and August 2021; and disbursing Variance payments. While the amounts transferred and paid were correct, the methodology was confusing. Therefore, the parties agreed that in the future if a situation likes this occurs, they will transfer each set of funds separately to create a separate ledger entry and it was

agreed to revert to the procedure and period when the Cash Flow Adjustment Period was paid.

Returning to the Treasurer's Report, Attorney Oxford explained that the group had to verify the October 7, 2021, transfer before there could be an accurate accounting for the Treasurer's Report. (See [Exhibit "A"](#)). But, with this in hand, Attorney Oxford explained, with confidence, that there was \$14,320,383.16 in the First Financial Account and after restricting funds for the Loan 18 Repayment; final Loan 18 Interest Payment; Loan 19 Interest Reserve; and Balance owed on the Line of Credit, there remained \$5,704,503.34 in unrestricted funds in the bank.

Once the Board members completed their review of the First Financial Bank Reconciliation section of the report, they turned their attention to the Funds Summary where Attorney Oxford reviewed the balance in each account and the line of credit. Per Attorney Oxford, the District had \$12,465,167.41 in funds available and after the line of credit was repaid, this balance would increase to \$13,266,399.16.

Lastly, staff and Attorney Oxford informed the Board that Loan 18 was being repaid in full following the meeting.

Following staff's report, a motion was made by Director Stramecki to approve the Treasurer's Report for October 29, 2021. (See [Exhibit "A"](#)). This motion was seconded by Director Way and unanimously approved by all the Board members.

### Workshop

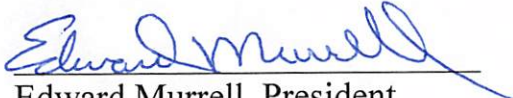
- 6. Receive Federally Qualified Health Center ("FQHC") report and engage in public discussion with representatives of THRIVE regarding the feasibility and process to open an FQHC to serve the residents of the Winnie Stowell Hospital District and surrounding areas.**

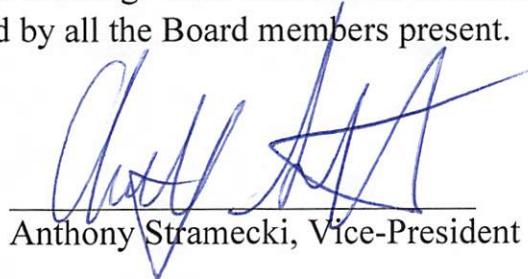
Following the Treasurer's Report, President Murrell called on Mr. Bill Franz with THRIVE to present the THRIVE FQHC report prepared for the District. Mr. Franz then introduced his team, who were participating through Zoom.

After the introductions, Mr. Franz and the Board went through the Federally Qualified Health Center (“FQHC”) feasibility report prepared by THRIVE in detail. (See [Exhibit “B”](#)). At the completion of the discussion, the Board asked THRIVE to prepare a proposal to implement the feasibility report to establish a FQHC. Upon its receipt, the Board would consider the proposal during the November 2017, 2021, Regular Meeting.

Otherwise, no action was taken.

At the end of the extensive discussion of the THRIVE FQHC feasibility report, President Murrell then called for any other such matters before the Board. There being none, President Murrell told the Board that the District’s next meeting was on November 17, 2021, at 6:00 p.m. Thereafter, at 2:09 p.m., a motion was made by Director Stramecki to adjourn the meeting. This motion was seconded by Director Vratis and unanimously approved by all the Board members present.

  
Edward Murrell, President

  
Anthony Stramecki, Vice-President