

MINUTES FOR 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., August 2, 2023 at the District’s Offices located at 520 Broadway, Winnie, Texas 77665, (a copy of said Notice being placed amongst the files of the District). An electronic copy of this meeting is available upon request.

1. Call the Meeting to Order

At approximately 9:20 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
Kacey Vratis	Director

All said Board members were present, except Director Vratis. 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
Mrs. MaKayla Vidal	District CPA
Mr. Mo Danishmund	Chief Financial Officer, Riceland Hospital (“Hospital”)

4. Public Comment

Following the introduction of guest and the Pledge of the Allegiance, President Murrell then asked those in attendance for any public comment. Since there was none, the President asked for the Board members to move to Agenda Item No. 5.

5. Discuss and take-action, if necessary, on approving Intergovernmental Transfer for the UC DY12 2023.

Staff reported that on July 24, 2023, the District was asked by the Hospital to make an intergovernmental transfer (“IGT”) on their behalf for the DY-12, 1115 Waiver Program-Uncompensated Care payment. (See Exhibit “A”). According to the staff, this was the second of two (2) scheduled IGTs for the year and the maximum amount of the IGT was \$90,332.00. Once made, the IGT as well as the initial IGT of \$34,320.00 will generate a total Uncompensated Care payment for the year of \$354,575.00. Lastly, because the amount of the IGTs sometimes changes, staff asked for authority to make an IGT of up to \$95,000.00, if necessary.

The Board agreed and then a motion was made by Director Stramecki to authorize an IGT on behalf of the Hospital to participate in the DY-12, 1115 Waiver Program-Uncompensated Care in the amount of up to \$95,000.00. The motion was seconded by Director Way, and unanimously approved by all the Board members.

6. Discuss and take-action, if necessary, on considering grant request by the Winnie Community Hospital.

After the approval of the IGT for the second half of DY-12, President Murrell referred the Board to the grant requests by the Hospital and asked the Board to address the two (2) grants separately and then called on Mr. Mo Danishmund to present the request.

a. Grant for Laboratory Information System (“LIS”): Mr. Danishmund presented the Hospital’s request for funding the LIS system for \$65,720.16 and explained that the software was necessary to interact with the Coastal Gateway Health Clinic (“Clinic”) system and requested assistance so that the Hospital could work with the Clinic. (See Exhibit “B-1”). Mr. Danishmund also informed the Board that prior to the meeting, he met with the Finance Committee. In addition, the Board discussed the need for the software and the assistance the software would provide for the District’s indigent clients as well as the residents of the District. The Board then reviewed the proposal in the grant and determined that \$5,000.00 of the total was for sales taxes, which the Board agreed should not be paid the District.

After a further review of the request, the Board agreed that the funds would be used to assist the District's indigent clients and the residents of the District.

At the end of the discussion on the LIS system, a motion was made by Director Stramecki to approve the Hospital's grant request for the LIS system in the amount of \$60,765.96. This motion was seconded by Director Way , and unanimously approved by all the Board members.

b. CT Scan Machine: Next, Mr. Danishmund asked the Board to consider the Hospital's request for CT Scan Machine ("CT Machine"). (See Exhibit "B-2"). Before discussing the new CT Machine, Mr. Danishmund reminded the Board that the District purchased the existing 2006 CT Machine in 2015 that was refurbished and since then, the CT Machine has been used extensively on the District's residents and the District's indigent clients. At the time, the District awarded a grant for the machine that cost \$490,000.00. However, because of the CT Machine's age, usage, and wear and tear, the Hospital has been having difficulty maintaining and repairing the CT Machine and it is now at the point where the machine needs to be replaced because the Hospital is having a difficult time keeping it operating. As a result, the Hospital has been forced to divert patients while the Hospital is attempting to repair it but that is becoming difficult to do.

Mr. Danishmund then explained that the proposed new machine was a 2012 model that had also been refurbished. According to Mr. Danishmund, and the invoices submitted, the cost of the new machine was \$150,000.00 for a 2012 GE Brightspeed Elite 16 slice CT Machine, after receiving a credit of \$15,000.00 for the removal of the old CT Machine, and \$50,000.00 for a sixty (60) month service agreement. Moreover, the cost of the machine includes installation, testing, calibration, and software upgrades.

In response, the District's Board informed Mr. Danishmund, if approved, the Hospital would be responsible for the \$16,500.00 in sales tax. In addition, the Board stressed to Mr. Danishmund that the District was not opposed to providing assistance to the Hospital because the District's Board felt it was important to support the Hospital since the Hospital provides vital services to the District's Indigent patients and the District. However, in the future, the Board reemphasized to Mr. Danishmund

that the Hospital needed to take an inventory of the Hospital's needs and bring any potential request for the upcoming year to the Board during the December budget discussions so that the District could budget accordingly. In addition, the Board also stressed that if the Hospital was going to purchase any equipment or secure any services that would later be the subject of a grant request that the Hospital not spend any money until a request was made. Lastly, the Board informed the Hospital that if the grant request was approved, that the CT Machine would be declared a fixture in the Grant Agreement with the Hospital and if the Hospital was ever closed or sold, the remaining useful life of the Ct Machine would be repaid to the District. Mr. Danishmund agreed with all the conditions.

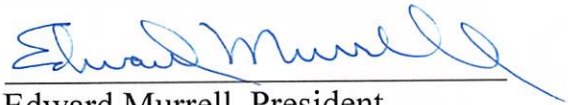
Subsequently, a motion was made by Director Stramecki to approve the grant request by the Hospital to purchase a 2012 GE Brightspeed Elite 16 slice CT Machine for \$150,000.00 and \$50,000.00 for a sixty (60) month service agreement grant request subject to the condition that the final Grant Agreement for the Machine and Service Agreement include a clause that declared the CT Machine a fixture and if the Hospital was sold or closed, the District would be paid the remaining useful life of the CT Machine. This motion was seconded by Director Rollo , and unanimously approved by all the Board members.

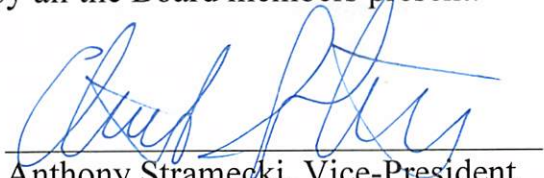
7. Discuss and take-action, if necessary, on discussing employment matters for the Indigent Care Director.

Following the grant request discussion, President Murrell turned the Board's attention to Agenda Item No. 7 and called on Director Stramecki to discuss Mrs. Ojeda's future with the District. Director Stramecki stated that the Personnel Committee met with Mrs. Ojeda and recommended that she be allowed to work remotely two (2) days a week in August and September 2023. At the end of September, the Personnel Committee would evaluate whether continuing this schedule was feasible in light of the nature of Mrs. Ojeda's job given that she has walk in clients that need her assistance. If the arrangement was not feasible and effective for the District, then the District would move forward with finding a replacement for Mrs. Ojeda who announced her plan to retire in December 2023.

No action was taken on this agenda item, but Mr. Stramecki advised that he wanted to bring it before the Board so that all the Board members understood the District's plan of action for the Indigent Care Director's position and Mrs. Ojeda.

Thereafter, President Murrell then called for any other such matters before the Board. There being none, the President Murrell confirmed the next Regular Meeting was scheduled for August 16, 2023 at 6:00 p.m. A motion was then made by Director Stramecki at 10:45 a.m. to adjourn the meeting. This motion was seconded by Director Way and unanimously approved by all the Board members present.


Edward Murrell, President


Anthony Stramecki, Vice-President