

**MINUTES FOR THE PUBLIC HEARING AND THE REGULAR
MEETING OF THE BOARD OF DIRECTORS OF THE WINNIE-
STOWELL HOSPITAL DISTRICT**

The Public Hearing set for 5:30 p.m. on December 20, 2023, to address the 2024 budget of the Winnie-Stowell Hospital District (“District”) was published and filed ten (10) days prior to the meeting in the Hometown Press and Seabreeze Beacon pursuant to Section 286.125 of the Texas Health & Safety Code. Additionally, the Public Hearing and the Regular Board meeting were noticed pursuant to Chapter 551 of the Texas Government Code seventy-two (72) hours prior to the opening of said meeting for 5:30 p.m. on the 15th day of December 2023, at the 520 Broadway, Winnie, Texas 77665 (a copy of said Notice being placed amongst the files of the District).

Members of the public were asked to attend in person or allowed to participate by conference call. In addition, a recording of the meeting is available upon request.

Public Hearing

At approximately 5:55 p.m., the Public Hearing 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, 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	Outgoing Indigent Care Director
Mr. Carson Jordon	Incoming Indigent Care Director
Mr. Hubert Oxford, IV	General Counsel for the District
Mrs. MaKayla Vidal	District’s CPA
Ms. Kaley Smith	Coastal Gateway Health Clinic
Dr. Michael Lyons	Coastal Gateway Health Clinic
Mr. Saad Javid	Chief Executive Officer, Riceland Hospital

Mr. Mo Danishmund	Chief Financial Officer, Riceland Hospital
Mrs. Ramonia Dirden	Marcellous Williams
Mr. Josh Wahleithner	Winnie Stowell Emergency Medical Services (“WSVEMS”)
Mr. David Smith	LTC Group
Mr. Chris Rutledge	LTC Group

President Murrell then called on Mrs. MaKayla Vidal to discuss the proposed 2024 Budget. Mrs. Vidal advised that she met with the Finance Committee to review the budget for 2024 but after the meeting with the Finance Committee she reported that the budget presented to the Finance Committee had to be updated because: (i) some additional nursing facilities were added to the District’s inventory; and (ii) the District needed to take into account Quality Incentive Payment Program (“QIPP”) payments that were going to be received from ten (10) of the twenty (20) new facilities for QIPP Year 7 as well as additional expenses associated with the new facilities. (See Exhibit “A”)

After providing this explanation, Mrs. Vidal proceeded to review the proposed 2024 Budget. A summary is as follows:

	2023 YTD	2023 Budget (Amendment 1)	2024 Original Budget (DRAFT)	2024 NEW Budget (DRAFT)
Revenue				
Total Income	\$ 64,845,814.12	\$ 65,893,676.76	\$ 88,538,217.02	\$ 94,155,874.94
Expenses				
Total Expense	\$ 57,212,868.43	\$ 62,024,572.35	\$ 88,427,740.43	\$ 93,332,815.54
Total Ordinary Income	\$ 7,632,945.69	\$ 3,869,104.41	\$ 110,476.59	\$ 823,059.41

According to Mrs. Vidal, the District’s Total Ordinary Income was expected to be down from 2023 by approximately \$6,809,886.28 or -78.73% to \$823,059.41. The reasons for the decrease in Total Ordinary Income are as follows:

1. Reduced QIPP revenue for January through August 2024, or the balance of QIPP Year 7, due to change in incentive payments;
2. Increase in anticipated legal fees for non-QIPP related matters, in particular, the District’s lawsuit against Chambers Health for breaching their prior

agreement to discontinue their attempts to provide healthcare within the District's boundaries; and

3. The addition of \$2,200,000.00 for Property acquisition, which is for future growth.

Thereafter, Mrs. Vidal reviewed each line item in the proposed budget and provided a detailed explanation of the proposed budget amounts. In particular, Mrs. Vidal and the Board discussed the requested grant budgets in Section 620 of the 2024 Budget. Directors Stramecki and Way, members of the Finance Committee, explained that it was their recommendation that the District cap its grants for 2024 to \$2,000,000.00 due to the decreased income streams for the upcoming year from the QIPP program.

620 Grants	
620.01b WCH/RMC - Other	\$300,000.00
620.03 WSVEMS	\$152,774.40
620.05 East Chambers ISD Partnership	\$253,693.56
620.06 FQHC(Coastal)	\$1,001,803.00
620.07 Marcelous Williams	\$77,590.00
620.08 Future Grants	\$209,139.04
620.09 Admin-Continued Ed-Med Personnel	\$5,000.00
Total 620 WSHD - Grants	\$2,000,000.00

Lastly, Mrs. Vidal and the Finance Committee reminded the Board that while revenues were going to be down in 2024, starting in September when QIPP Year 8 begins and throughout 2025, that the revenues are expected to increase back to the normal levels, even with the change in the Incentive Fee, because the overall QIPP funding level may increase from \$1.1 billion to \$1.75 billion.

After the Finance Committee completed their presentation and the Board discussed the recommendations for both budgets, the President asked if there were any other questions. There being none, a motion was made at 6:00 p.m. by Director Stramecki to close the public meeting. This motion was seconded by Director Rollo and passed with the unanimous consent of all Board members present.

Regular Meeting

Immediately following the Public Hearing, at 6:22 p.m., President Murrell called the Regular Meeting of the Board of Directors of Winnie Stowell Hospital District to order. 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, 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	Outgoing Indigent Care Director
Mr. Carson Jordon	Incoming Indigent Care Director
Mr. Hubert Oxford, IV	General Counsel for the District
Mrs. MaKayla Vidal	District's CPA
Ms. Kaley Smith	Coastal Gateway Health Clinic
Dr. Michael Lyons	Coastal Gateway Health Clinic
Mr. Saad Javid	Chief Executive Officer, Riceland Hospital
Mr. Mo Danishmund	Chief Financial Officer, Riceland Hospital
Mrs. Ramonia Dirden	Marcellous Williams
Mr. Josh Wahleithner	WSVEMS
Mr. David Smith	LTC Group
Mr. Chris Rutledge	LTC Group

4. Public Comment

President Murrell called on those present at the meeting to make any public comment but there were no public comments to be made.

5. Review and approve minutes of November 15, 2023 Regular Meeting.

President Murrell then called on the Board to return to Agenda Item 5, and to review and approve the minutes from the November 15, 2023 Regular Meeting. The Board then reviewed the minutes and did not have changes.

Consequently, Director Stramecki made a motion to approve the minutes from the November 15, 2023 Regular Meeting. This motion was seconded by Director Vratiss, and unanimously approved by all the Board Members present.

6. Review and approve Accountant's report and financials report for monthly payment of invoices; and adopt any budget amendments, if necessary.

Following the review and approval of the Minutes, President Murrell called on Mrs. MaKayla Vidal, the District's CPA, to present the financial reports for November 2023. (See Exhibit "B-1"). According to Mrs. Vidal, the financials for November were in order. Additionally, Mrs. Vidal informed the Board that she talked to the District's auditor regarding the timing of the final budget amendment for 2023. Mrs. Vidal reported that the auditor suggested making the final budget amendments for 2023 during the January 17, 2024 Regular Meeting after the year to date for 2023 is complete. The Board agreed with the recommendation.

Upon the completion of November 2023 financials, Mrs. Vidal then asked the Board to turn their attention to the Treasurer's Report and Check Register. (See Exhibit "B-2" and "B-3"). According to Mrs. Vidal, the total invoices presented at the meeting amounted to \$931,719.66. She then reviewed individual invoices and explained that the reason the monthly invoices were higher than usual was due to the payment of \$591,426.89 to the Winnie Community Hospital to pay off the balance due for the repayment of the DY-8 Uncompensated Care overpayment to the Hospital.

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Pending Expenses	For	Amount
Indigent Healthcare Solutions	Inv #76947	\$1,566.00
Brookshire Brothers	Indigent Care	\$2,679.84
Wilcox Pharmacy	Indigent Care	\$1,950.67
UTMB at Galveston	Indigent Care	\$38,464.89
UTMB Faculty Group	Indigent Care	\$4,878.75
Thompson Outpatient Clinic	Indigent Care	\$1,489.04
Coastal Gateway Health Center	Indigent Care	\$85.00
Christus St Elizabeth	Indigent Care	\$10,574.62
Radiology Associates	Indigent Care	47.85
WSVEMS	Indigent Care	715.95
Winnie Family Dental	SP Program	\$70.00
Bayside Dental	SP Program	\$840.00
Dr June Stansky, Optometrist	SP Program	\$60.00
\$25 Optical	SP Program	\$25.00
Kalos Counseling (Benjamin Odom)	Youth Counseling	\$340.00
Technology Solutions of Tx	Inv #1828	\$95.00
Felipe Ojedia-Yard Service	Inv #1044	\$350.00
Graciela Chavez-Office Cleaning	Inv #965966	\$120.00
Benckenstein & Oxford	Inv #50912	\$21,800.00
Hubert Oxford	Legal Retainer	\$1,000.00
Makayla Vidal	Inv #00036	\$9,957.50
American Education Services	Grant S Stern-Student Loan	\$150.14
US Department of Education	Grant B Odom-Student Loan	\$720.62
Coastal Gateway	Grant Dec Request	\$86,331.38
Winnie Community Hospital	WCH DY8 Recoup Demand	\$147,856.73
Winnie Community Hospital	WCH DY8 Payoff	\$591,426.89
The Seabreeze Beacon	Inv #6880 & 6994	\$1,072.00
The Hometown Press	Inv #4015	\$375.00
Chambers Cty Tax Assessor	2023 Property Taxes HWY 124	\$6,676.79
Total Pending Expenses:		\$931,719.66

Next, Mrs. Vidal referred the Board to the Funds Summary section of the Treasurer's report, which is set forth below.

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Funds Summary	Totals
Prosperity Operating (Unrestricted)	\$592,822.64
First Financial DACA (Unrestricted)	\$7,503,756.97
First Financial DACA (Restricted)	\$2,644,693.94
First Financial Money Market	\$9,241,094.28
TexStar (Restricted)	\$733,593.82
FFB CD Balance	\$8,200,000.00
Total District Funds	\$28,915,961.65
Less First Financial (Restricted)	(\$2,644,693.94)
Less TexStar Reserve Account	(\$733,593.82)
Less LOC Outstanding	(\$2,442,255.33)
Less First Financial Money Market	\$0.00
Less Committed Funds (<i>See Total Commitment</i>)	(\$547,192.32)
Cash Position (<i>Less First Financial Restricted</i>)	\$24,990,481.57
Pending Expenses	(\$931,719.66)
Ending Balance (<i>Cash Position-Pending Expenses</i>)	\$24,058,761.91
*Total Funds (<i>Ending Balance+LOC Outstanding+QIPP Funds Outstanding+Outstanding Chow Loans</i>)	\$29,899,522.06

According to Mrs. Vidal, the Total Funds as of the meeting were \$29,899,522.06 which is \$743,879.82 more than the last meeting's Treasurer's Report. The reason for this increase is due to the receipt of additional QIPP funds that were outstanding.

Next, Mrs. Vidal updated the Board on the Committed Funds; the CHOW Interim Working Capital advances; and the outstanding nursing facility operation loans. In total, the District committed \$2,966,152.00 for the Coastal Gateway Grant and marketing program; and outstanding CHOW advances. As of the December 19, 2023 meeting, the outstanding Committed Funds balance was \$547,192.32. Turning to the CHOW advances, as of the meeting, the balance owed to the District was \$1,846,072.94 which is down substantially from the \$5,000,000.00 advanced. Lastly, Mrs. Vidal reported that the loan for the second half of QIPP Year 6 had been paid off and currently, the District was scheduled to make its first payment of \$2,301,301.39 for the first half of the QIPP Year 7 loan.

Before concluding the discussion on the financial reports and the payment of invoices, the Board was asked to consider incentive payments to the staff. After

debating the issue, the Board decided to pay Mrs. Norris, Mrs. Ojeda, and Ms. Walters ten (10) percent of their salaries as an incentive payment for their hard work in 2023.

President Murrell then called for a motion to approve the financials, Treasurer's Report, and payment of invoices. In response, Director Stramecki made a motion to approve: (i) the November 2023 financials; (ii) the Treasurer's Report; (iii) pay the outstanding invoices and approve the Check Register; and (iv) authorize Staff to be paid an incentive payment equal to ten (10) percent of their 2023 salaries. *See Exhibit "B-1", "B-2", and "B-3"*). This motion was seconded by Director Way and unanimously approved by all the Board Members.

7. Discuss and take-action on Committee Reports: a) Finance Committee; b) Indigent Healthcare Committee; c) Personnel Committee; and d) Hospital Liaison.

Next, President Murrell asked the Committees if there were any reports but there were none. He then called on staff to present their reports.

8. Receive reports, by:

a. Administrator's Report

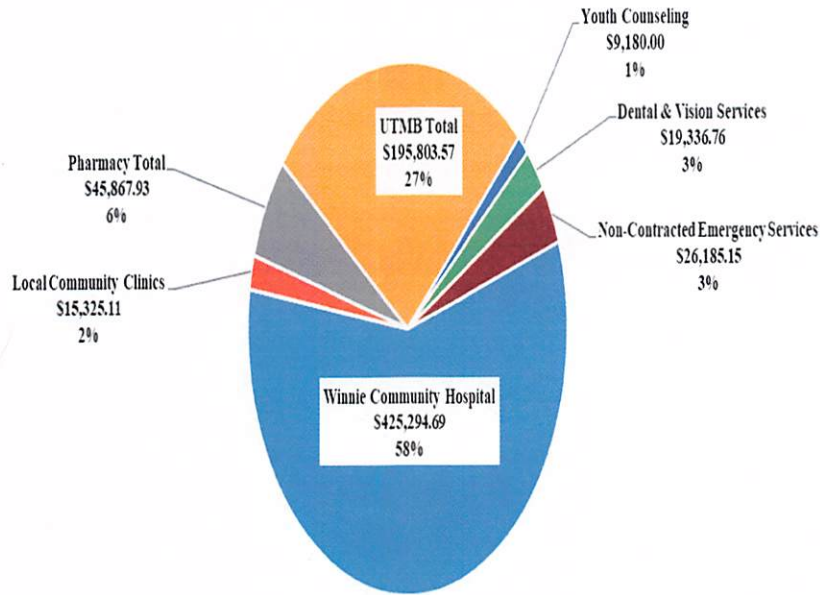
The District's Administrator advised that she had nothing to report.

b. District Indigent Care Director Report

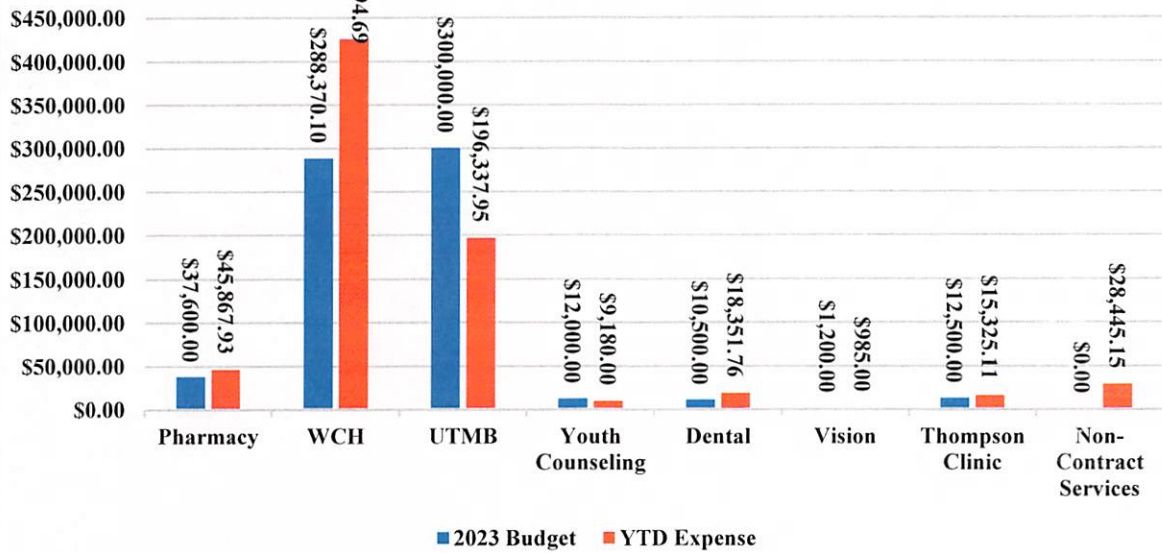
Next, President Murrell called on Mrs. Ojeda for the Indigent Care Director Report. Mrs. Ojeda reviewed the monthly report on active clients and the District's programs and then directed the Board to her monthly reports and the following charts and asked if there were any questions. (*See Exhibit "C"*). There were none.

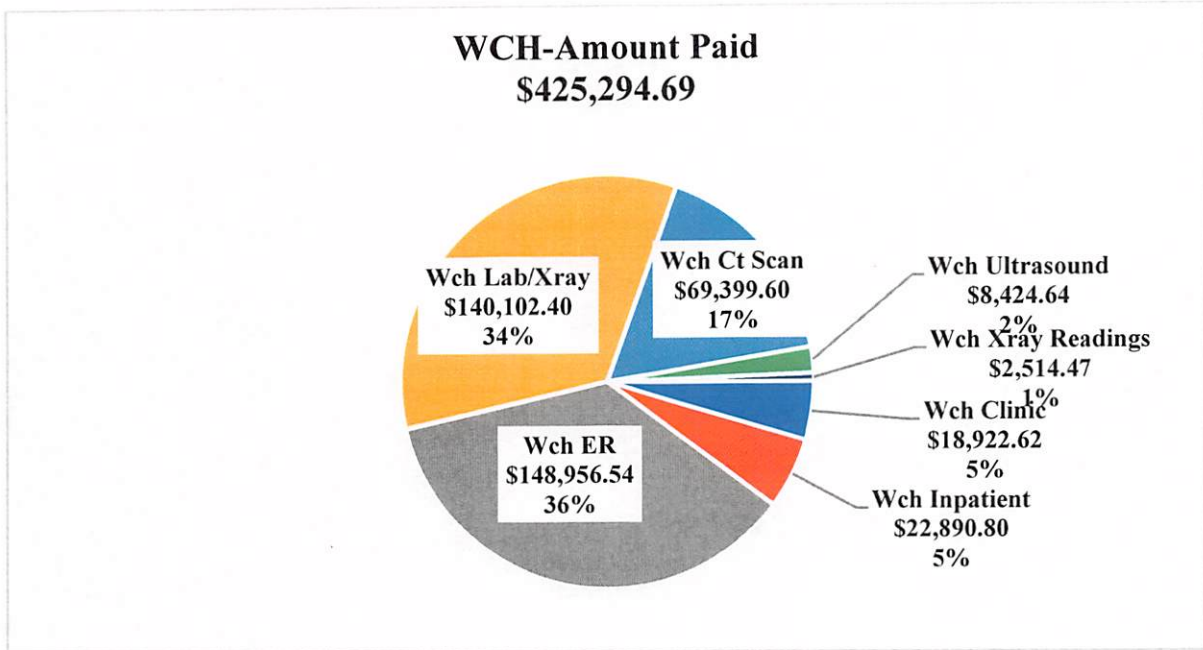
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Year To Date Payments Incurred: \$739,253.21



**Indigent Care Cost:
Budget v. Actual**





c. District General Counsel Report

Attorney Oxford did not have anything further to report other than what was to be discussed during an agenda item below.

d. Coastal Gateway Report

Turning to the Coastal Gateway report, Ms. Kaley Smith, Coastal Gateway’s (“Clinic”) Chief Executive Officer, presented the Coastal Gateway’s (“Clinic”) monthly report. Some of the matters discussed were as follows:

- Coastal Gateway set the Mobile Mammography dates for FY 2024 for Friday, April 5, 2024 and Tuesday, November 5, 2024.
- Additionally, Coastal Gateway will be hosting a LifeShare blood drive on February 14, 2024 from 9:00 am to 2:00 pm.
- The new Chiropractor in town, Dr. Carter Gywnn, has already referred a couple of patients from his practice that needed primary care services.
- Coastal Gateway has been and will continue to send new patients that visit the health center a Thank You card and so far, these have been well received.
- Visits have increased at the Clinic by 89% from the previous month.

e. LTC Report

The Board was then directed to the November 2023 LTC Report and President Murrell called on Mr. David Smith with LTC to review the report. Mr. Smith then went through the monthly report and highlighted areas of improvement and concern for the various District nursing facilities. (See Exhibit “D”).

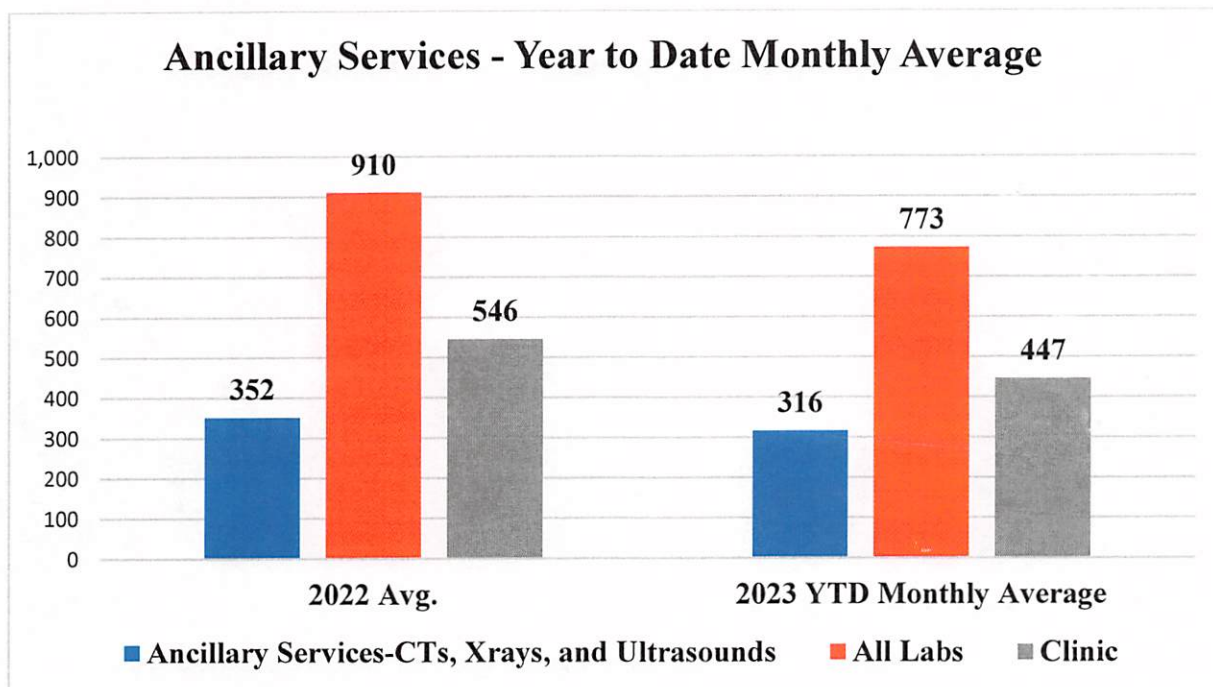
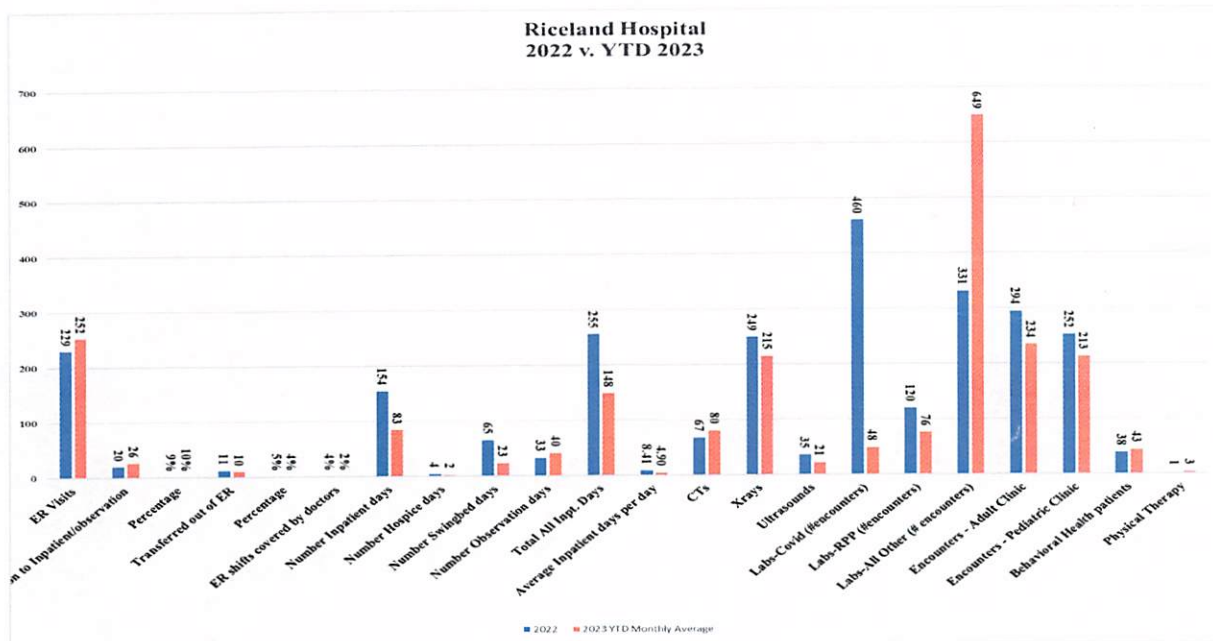
f. Hospital Report

Following the LTC Report, President Murrell called on Mr. Javid to discuss the Hospital’s report. Mr. Javed thanked President Murrell for the opportunity present the Hospital’s November 2023 monthly report, which was as follows:

2023														
Census	2022	Jan	Feb	Mar	Apr	May	June	July	Aug	Sept	Oct	Nov	2023 YTD Monthly Average	Average
ER Visits	229	220	207	257	233	278	280	291	268	264	235	236	252	252
Conversion to Inpatient/observation	20	26	26	29	14	23	29	23	27	35	24	28	26	26
Percentage	9%	12%	13%	11%	6%	8%	10%	8%	10%	13%	10%	12%	10%	10%
Transferred out of ER	11	10	8	13	11	5	6	11	12	13	8	8	10	10
Percentage	5%	5%	4%	5%	5%	2%	2%	4%	4%	5%	3%	3%	4%	4%
ER shifts covered by doctors	4%	0%	0%	0%	13%	0%	0%	3%	0%	0%	3%	7%	2%	2%
Number Inpatient days	154	108	130	83	58	65	66	56	77	100	79	96	83	83
Number Hospice days	4	5	0	5	2	10	0	0	0	0	0	0	2	2
Number Swingbed days	65	14	59	16	16	20	26	32	33	8	23	2	23	23
Number Observation days	33	48	23	46	20	50	33	36	40	60	51	34	40	40
Total All Inpt. Days	255	175	212	150	96	145	125	124	150	168	153	132	148	148
Average Inpatient days per day	8.41	5.65	7.57	4.84	3.20	4.68	4.17	4.00	4.84	5.60	4.94	4.40	4.90	4.90
CTs	67	58	80	78	106	92	75	88	54	86	73	92	80	80
Xrays	249	203	215	282	216	214	188	209	228	193	212	203	215	215
Ultrasounds	35	33	27	41	29	21	11	19	12	22	6	11	21	21
Labs-Covid (#encounters)	460	90	72	48	11	16	29	23	100	69	37	36	48	48
Labs-RPP (#encounters)	120	179	184	87	34	54	27	9	25	68	71	93	76	76
Labs-All Other (# encounters)	331	669	611	714	655	705	678	707	709	606	524	560	649	649
Encounters - Adult Clinic	294	227	211	298	224	246	241	240	227	245	200	213	234	234
Encounters - Pediatric Clinic	252	210	236	268	226	181	157	169	298	197	201	198	213	213
Behavioral Health patients	38	40	47	46	45	44	42	42	39	37	44	46	43	43
Physical Therapy	1	1	2	1	2	4	4	2	4	1	7	5	3	3

The following charts summarizing the report set forth above:

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Otherwise, Mr. Danishmund thanked the Board for their time and stated that he had nothing else to report.

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9. Discuss and take-action, if necessary, to adopt 2024 proposed budget.

The Board was then asked to return to **Exhibit “A”** to approve the 2024 proposed budget. Since the budget was previously discussed in the Public Hearing, there was no discussion on this agenda item.

Consequently, a motion was made by Director Stramecki to the 2024 Budget set forth in **Exhibit “A”**. This motion was seconded by Director Vratis and unanimously approved by all the Board Members.

10. Discuss and take-action, if necessary, on approving certain 2024 Grant Requests.

Moving to Agenda Item No. 10, President Murrell called on the Board to review and approve 2024 Grant Requests. (*See Exhibit “E”*). Staff then recommended the approval of the requests, as proposed, by Marcellous Williams, Coastal Gateway, and the WSVEMS. Concerning the East Chambers School District (“East Chambers”), the Board agreed to continue funding this grant at the current levels but would consider their request to increase the grant in August 2024 once East Chambers adopted their budget for the upcoming fiscal year.

Thereafter, a motion was made by Director Stramecki to: (i) approve the grant request by Marcellous Williams, Coastal Gateway, and the WSVEMS as set forth in **Exhibit “E”**; and (ii) to approve the continuation of the East Chambers grant at the current levels but agreed to reconsider the grant increase once East Chambers adopted its budget for the 2024-2025 . This motion was seconded by Director Way and unanimously approved by all the Board Members.

11. Discuss and take-action, if necessary, on approving exceptions to the Personnel Manual regarding compensation time and vacation time rollover.

Staff was then called on to discuss Agenda Item No. 11, to approve exceptions to the Personnel Manual regarding “rolling over” compensation Time and paid time off (i.e., vacation time and sick leave) and instead pay the outstanding Compensation time and paid time off. According to Section 6.4 of the District’s Personnel Manual, as it relates to Compensatory Time, employees may carry two (2) weeks (80 hours)

of compensatory over from one (1) calendar year to the next. Any additional time is on a “use or lose” basis. Instead of carrying over two weeks of the Compensation Time, Mrs. Ojeda requested to be paid out the balance of her Compensation Time instead of carrying it forward because Mrs. Ojeda was retiring at the end of year. Mrs. Norris did not make the same request at this time but asked that a similar approval be considered in June 2024 when she retired. As to the paid time off, discussed in Section 8.2 of the Personnel Manual, the Manual states that employees may carry one-week (40) hours) of PTO over from one (1) calendar year to the next and any additional time is on a “use or lose” basis. As with the Compensation Time, Mrs. Ojeda requested to be paid for the PTO accrued and Mrs. Norris stated that she would abide by the policy at this time but upon retirement in June 2024, she be given the same consideration.

The Board concurred and then a motion was made by Director Stramecki to approve the exceptions as explained above for Mrs. Ojeda and agreed to consider a similar request by Mrs. Norris during the June 2024 meeting. This motion was seconded by Director Vratis and unanimously approved by all the Board Members.

12. Discuss and take-action, if necessary, on considering request by nursing facility Managers to assist with Change of Ownership (“CHOW”) costs.

Attorney Oxford was called on to discuss this agenda item. Attorney Oxford informed the Board that he was asked by Caring Healthcare if the District would split the cost of the CHOWs (i.e., cost to pay outside consultant to file the CHOW documents). Attorney Oxford advised that in the past the Managers have paid this cost but in one recent transaction with Caring, the District agreed to split the costs. Attorney Oxford continued by reminding the Board that Caring was to transfer five (5) more facilities to the District but did not do it and the District was giving Caring an interest free advance for the Medicaid payment that were going to be frozen until the CHOW paperwork was accepted by the state.

In response, a motion was swiftly made Director Vratis to deny the requests. This motion was seconded by Director Stramecki and unanimously approved by all the Board Members.

13. Discuss and take-action, if necessary, on approving request for new facilities; bank resolutions; CHOW advances; and any necessary CHOW loan with bank.

Attorney Oxford asked to address this agenda item and advised that no action needed to be taken on this matter, but he wanted to inform the Board that following the last meeting, per the guidance of the Board, the District was asked by SLP to acquire three (3) new facilities (i.e., Paris Healthcare Center, Overton Healthcare Center, and Coronado Nursing Center) and to provide CHOW advances as with the Palestine Healthcare Center and Seabreeze Nursing and Rehabilitation, also new SLP facilities. However, regarding the Coronado Nursing Center, this facility is currently owned by the Eastland Hospital District and also required a QIPP buyout of approximately \$733,804.00. Per Attorney Oxford, the CHOW paperwork was filed for all five (5) facilities by December 1, 2023. Combined, the three (3) facilities were budgeted to provide a net revenue for the District of an estimated \$263,140.00 for QIPP Year 7.

14. Discuss and take-action, if necessary, on approving short term QIPP payment terms for new facilities and associated cost.

Moving to Agenda Item No. 14, President Murrell called on David Smith and Chris Rutledge (“LTC”) to address the additional income and expenses associated with the acquisition of the new twenty (20) facilities that are to be acquired between December 1, 2023 and January 31, 2024. Per LTC, with the addition of the twenty (20) facilities, nine (9) facilities were enrolled in the QIPP program as private facilities and one (1) facility was enrolled in the QIPP program as a public facility (i.e., Coronado Nursing Facility). They then explained that since the facilities were enrolled in the QIPP program, the facilities would be generating QIPP income estimated to be \$5,056,555.00 starting on the effective date of each facilities respective CHOW date. However, after payment to the Managers and other expenses associated with owning the facilities (i.e., LTC’s oversight of the facilities on behalf of the District), the net revenue was anticipated to be \$568,967.00 based on the payment current existing incentive fee schedule for the District’s facilities starting in QIPP Year 7.

LTC then explained to the Board that because of the new QIPP rules that require active involvement starting on the effective date of the CHOWs, the District was going to be required to provide much more oversight and involvement with the facilities and therefore, LTC could not waive their fees, as they have done in the past, until September 1, 2024. As a consequence, LTC presented a proposed amendment to the existing Service Agreement between LTC and the District that set forth a new payment schedule that included the new facilities based on the date of each facilities effective CHOW date. (See Exhibit "F"). Attorney Oxford advised that he had reviewed the amendment and found it in order to be signed.

After the discussion, a motion was made by Director Stramecki to approve the receipt of the additional QIPP funds for the ten (10) facilities on the same terms as the other facilities owned by the District for QIPP Year 7, including Component 1 funds and to authorize the Board President to execute the Third Amendment to the Fifth Amendment and Restated Service Agreement with the LTC Group. This motion was seconded by Director Way and unanimously approved by all the Board Members.

15. Discuss and take-action, if necessary, on approving audit engagement letter for 2023.

Staff were then called on to present the audit engagement letter by D&Co, formerly Durbin & Company. (See Exhibit "G"). Staff did highlight the fact that the amount of the Audit increased to up to \$30,000.00 and that the auditors agreed to present the audit no later than the June 2024 Regular Meeting. In response to questions about increased costs, Staff pointed out to the Board that D&CO had been doing the audit for the last ten (10) years at the same price of \$25,000.00 and they asked for an increase to account for inflation and the fact that the District has substantially increased its nursing facilities over the past ten (10) years.

The Board agreed to the engagement letter and a motion was then made by Director Stramecki to authorize the President to execute the engagement letter with D&Co. This motion was seconded by Director Rollo and unanimously approved by all the Board Members.

16. Discuss and take-action, if necessary, on approving an agreement for a billboard in Winnie-Stowell Texas.

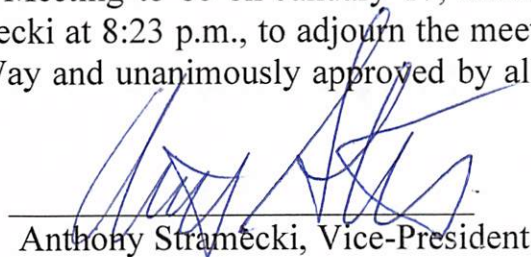
The last agenda item to discuss was the possibility of authorizing staff to work with a billboard company to design a billboard on behalf of the District to promote the District's services. After a lengthy conversation regarding other potential marketing opportunities, it was suggested that this agenda item be tabled until the next meeting so that staff could do further research.

As a result, a motion was made by Director Stramecki to table Agenda Item No. 16. This motion was seconded by Director Way and unanimously approved by all the Board Members

At the end of the discussion of the agenda items, President Murrell called for any other such matters before the Board. There being none, the Board then confirmed the date for the next Regular Meeting to be on January 17, 2024. A motion was then made by Director Stramecki at 8:23 p.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