



**ECTOR COUNTY HOSPITAL DISTRICT
BOARD OF DIRECTORS
SPECIAL MEETING
MARCH 16, 2018 – 5:00 p.m.**

MINUTES OF THE MEETING

MEMBERS PRESENT: Mary Thompson, President
David Dunn, Vice President
Mary Lou Anderson
Bryn Dodd
Don Hallmark
Richard Herrera

MEMBERS ABSENT: Ben Quiroz

OTHERS PRESENT: Rick Napper, President/Chief Executive Officer
Ron Griffin, Chief Legal Counsel
Jan Ramos, ECHD Board Secretary
Various other interested members of the Media,
Medical Staff, Employees and Citizens

I. CALL TO ORDER

Mary Thompson, President, called the meeting to order at 5:00 p.m. in the Board Room of Medical Center Hospital. Notice of the meeting was properly posted as required by the Open Meetings Act.

II. EXECUTIVE SESSION

Mary Thompson stated that the Board would now go into Executive Session for consultation with attorneys regarding legal matters and legal issues pursuant to Section 551.071 of the Texas Government Code, including litigation/settlement update on David Meisell et al., v. ECHD et al., Trial Cause No. B-16-12-1180-CV, Appeal No. 11-17-00186-CV.

**Executive Session began at 5:01 p.m.
Executive Session ended at 5:54 p.m.**

No action was taken during Executive Session.

III. CONSIDER AND TAKE ACTION AS NECESSARY REGARDING RECOMMENDATION OF MEDIATED SETTLEMENT AGREEMENT IN DAVID MEISELL et al., v. ECHD et al., TRIAL CAUSE NO. B-16-12-1180-CV, APPEAL NO. 11-17-00186-CV

Ron Griffin, Chief Legal Counsel presented the Contingent Mediated Settlement Agreement, on the following material terms:

1. The parties will negotiate a comprehensive Settlement Agreement ("Agreement").
2. The Agreement is contingent upon execution by all designated representatives for the Plaintiffs/Retirees group and 90% of all additional Plaintiffs.
3. Settling Plaintiffs will dismiss the pending appeal.
4. The Agreement will be subject to a fiduciary-out/material change provision, the specific language to be negotiated.
5. The parties agree to HRA funding in the following defined contributions:

Duration

Ages	Years
Under 51	15
Between 51 and 52	14
Between 52 and 53	13
Between 53 and 54	12
Between 54 and 55	11
55 and over	10

Funding

Under 65	\$12,500/year
Over 65 Medicare A Only	\$ 3,600/year
Over 65 Medicare A & B	\$ 2,500/year

6. The defined contribution for Plaintiffs/Retirees will not exceed those for active employees.
7. The HRA will be subject to a 1 year rollover with a provision for Last In First Out.
8. Effective plan start date January 1, 2019.
9. ECHD will pay attorney fees of \$160,000.

David Dunn made the following motion:

Madam Chair,

I move to approve the Contingent Mediated Settlement Agreement on the terms as presented by Legal Counsel.

Bryn Dodd seconded the motion. The motion carried unanimously.

IV. CONSIDER AND APPROVE 1115 WAIVER CONSULTANT AGREEMENT WITH GJERSET & LORENZ LLP.

Ron Griffin, Chief Legal Counsel, presented a consulting agreement with Gjerset & Lorenz LLP, to assist Medical Center Health System with supplemental Medicaid reimbursement and the Medicaid Section 1115 Texas Healthcare Transformation and Quality Improvement Program Waiver Renewal (1115 Waiver).

Richard Herrera moved and Mary Lou Anderson seconded the motion to approve the Gjerset & Lorenz LLP agreement as presented. The motion carried.

V. ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 6:04 p.m.

Respectfully submitted,



Jan Ramos, Secretary
Ector County Hospital District Board of Directors