



**ECTOR COUNTY HOSPITAL DISTRICT
BOARD OF DIRECTORS
REGULAR BOARD MEETING
AUGUST 4, 2020 – 5:30 p.m.**

MINUTES OF THE MEETING

MEMBERS PRESENT:

Don Hallmark, President
Bryn Dodd, Vice President
Mary Lou Anderson
David Dunn
Wallace Dunn
Richard Herrera

**MEMBERS VIRTUALLY
PRESENT:**

Ben Quiroz (present for part of the meeting)

OTHERS PRESENT:

Russell Tippin, President/Chief Executive Officer
Steve Ewing, Chief Financial Officer
Steve Steen, Chief Legal Counsel
Matt Collins, Chief Operating Officer
Adiel Alvarado, President of MCH ProCare
Christin Timmons, Chief Nursing Officer
Dr. Donald Davenport, Chief of Staff
Dr. Timothy Benton, Vice Chief of Staff
Kerstin Connolly, Paralegal
Michaela Johnson, Executive Assistant to CEO

**OTHERS VIRTUALLY
PRESENT:**

Gingie Sredanovich, Chief Compliance and Privacy Officer
Tina Leal, Vice President Physician and Community Relations
Various other interested members of the
Medical Staff, employees, and citizens

I. ROLL CALL

Don Hallmark called the roll to establish a quorum.

II. CALL TO ORDER

Don Hallmark, President, called the meeting to order at 5:41 p.m. in the Ector County Hospital District Board Room at Medical Center Hospital. Notice of the meeting was properly posted as required by the Open Meetings Act.

III. INVOCATION

Chaplain Doug Herget offered the invocation.

IV. PLEDGE OF ALLEGIANCE

Don Hallmark led the Pledge of Allegiance to the United States and Texas flags.

V. MISSION/VISION OF MEDICAL CENTER HEALTH SYSTEM

Bryn Dodd presented the Mission, Vision and Values of Medical Center Health System.

VI. CONFLICT OF INTEREST DISCLOSURE BY ANY BOARD MEMBER

No conflicts were disclosed.

VII. PUBLIC COMMENTS ON AGENDA ITEMS

No public comments were offered.

VIII. EMERGENCY MANAGEMENT OPERATIONS PLAN

Amanda Everett, Emergency Management Coordinator, presented the Emergency Management Operations Plan to the ECHD Board.

David Dunn moved and Richard Herrera seconded the motion to approve the Emergency Management Operations Plan as presented. The motion carried unanimously.

IX. CONSENT AGENDA

A. Consider Approval of Regular Meeting Minutes, July 7, 2020

B. Consider Approval of Joint Conference Committee, July 28, 2020

C. Consider Approval of Federally Qualified Health Center Monthly Report, June 2020

David Dunn moved and Richard Herrera seconded the motion to approve the items listed on the Consent Agenda as presented. The motion carried unanimously.

X. COMMITTEE REPORTS

A. Finance Committee

1. Quarterly Investment Report – Quarter 3, FY2020
2. Quarterly Investment Officer's Certification
3. Financial Report for Month Ended June 30, 2020
4. Consent Agenda Items
 - a. Consider Approval of Merge Unity Service Agreement
 - b. Consider Approval of Beckman Coulter Agreement
 - c. Consider Approval of Thyssenkrupp Agreement
 - d. Consider Approval of Beacon Medaes Agreement
 - e. Consider Approval of Chem Aqua Agreement
 - f. Consider Approval of Culligan Water Agreement
 - g. Consider Approval of Pearce Services Agreement

- h. Consider Approval of Medical Physicists Consultants Agreement
- i. Consider Approval of Grifols Agreement

- 5. Capital Expenditure Request
 - a. Consider Approval of Shimadzu MX8k Demo Mobile Unit
 - b. Ratification of Emergency Purchase of Bullard PAPR System

Bryn Dodd moved and Wallace Dunn seconded the motion to approve the Finance Committee report as presented. The motion carried unanimously.

XI. PRESIDENT/CHIEF EXECUTIVE OFFICER'S REPORT AND ACTIONS

A. 2020-2021 Budget

All departments are working on their budgets. Plan is to have a planning session on the budget prior to the next board meeting. The budget will be ready by the deadline of September 30, 2020.

This report was for information only. No action was taken.

B. Bond Refunding

This item was saved for discussion and comments after Executive Session.

No action was taken.

C. COVID-19 Update

Russell Tippin provided a report on Medical Center Hospital and the response to the COVID-19 virus.

Today's numbers are encouraging. The mask mandate and the use of masks are working to slow down the exposure. Dr. Benton stated that the Hospital is the best barometer for the community. The rolling seven days of new cases are trending downward. MCH will continue to provide accurate information for the community with the Zoom calls.

This report was for information only. No action was taken.

D. Consider Approval to add Russell Tippin to investment accounts

Steve Ewing presented a resolution appointing Russell Tippin, Chief Executive Officer, as a District Investment Officer and signature for all District accounts held at Hilltop Securities in addition to Steve Ewing.

Wallace Dunn moved and Mary Lou Anderson seconded the motion to approve the Resolution Appointing Investment Officer as presented. The motion carried unanimously.

E. Review of Certified Property Valuations

The Ector County Appraisal District has sent out the preliminary valuations. This year the valuation is around \$16.04 billion, which is down about \$700 million or 3-4% decrease.

This report was for information only. No action was taken.

F. Executive Team Member

Toni Land, Chief Patient Experience Officer has submitted her resignation. Courtney Look will be serving as the Interim Chief Patient Experience Officer until a replacement is found.

This report was for information only. No action was taken.

XII. EXECUTIVE SESSION

Don Hallmark stated that the Board would go into Executive Session for the meeting held in closed session involving the following: (1) Consultation with attorney regarding legal matters and legal issues pursuant to Section 551.071 of the Texas Government Code; (2) Deliberation Regarding Real Property pursuant to Section 551.072 of the Texas Government Code; (3) Deliberation regarding Personnel Matters pursuant to Section 551.074 of the Texas Government Code; and (4) Deliberation regarding negotiations for health care services, pursuant to Section 551.085 of the Texas Government Code.

ATTENDEES for the entire Executive Session: ECHD Board members Don Hallmark; Bryn Dodd, Mary Lou Anderson, David Dunn, Wallace Dunn, Richard Herrera and Steve Steen.

Virtual attendees: ECHD Board member, Ben Quiroz.

Adiel Alvarado, President of MCH ProCare, reported to the Board of Directors regarding ProCare provider agreements during Executive Session then was excused.

Matt Collins, Chief Operating Officer, reported to the Board of Directors regarding a property lease agreement during Executive Session then was excused.

Tina Leal, Vice President Physician and Community Relations, reported to the Board of Directors regarding provider on-call agreements and a professional services agreement with TTUHSC during Executive Session then was excused.

Russell Tippin, President and Chief Executive Officer, and Steve Ewing, Chief Financial Officer, reported to the Board of Directors.

Russell Tippin, Steve Ewing, Kerstin Connolly, and Michaela Johnson were excused from the remainder of Executive Session.

Executive Session began at 6:25 pm.

Executive Session ended at 8:47 p.m.

No action was taken during Executive Session.

XIII. ITEMS FOR CONSIDERATION FROM EXECUTIVE SESSION

A. Consider Approval of MCH ProCare Provider Agreements

Don Hallmark presented the following new contracts:

- Jeffrey Freyder, M.D. This is a three year agreement for Orthopedics.

Don Hallmark presented the following renewals:

- Krishna Ayyagari, M.D. This is a 1 year renewal for Critical Care
- Jackie Lehr, WHNP This is a 3 year renewal for OB/GYN.

Don Hallmark presented the following amendments:

- Meredith Hulseley, M.D. This amendment reflects the Pathology Departments realignment of the department.
- Rebecca Mantsch, M.D. This amendment reflects the Pathology Departments realignment of the department.
- Claudia Molina, M.D. This amendment reflects the Pathology Departments realignment of the department.
- Nawaal Nasser, M.D. This amendment reflects the Pathology Departments realignment of the department.

David Dunn moved and Wallace Dunn seconded the motion to approve the ProCare provider agreement as presented. The motion carried unanimously.

B. Consider Approval of Property Lease Agreement

Don Hallmark presented the following new property lease:

- MCH ProCare – OHI, 540 W. 5th Street, Suite 460, Odessa, Texas 79761. This is a 3 year lease agreement

David Dunn moved and Bryn Dodd seconded the motion to approve the property lease agreement as presented. The motion carried unanimously.

C. Consider Approval of Provider On-Call Agreements

Don Hallmark presented the following on-call agreements:

- Macaulay Nwojo, M.D. – Neurosurgery. This is a 60 day agreement.
- Macaulay Nwojo, M.D. – Spine. This is a 60 day agreement.

David Dunn moved and Wallace Dunn seconded the motion to approve the resolution as presented. The motion carried unanimously.

D. Professional Services Agreement with TTUHSC

Don Hallmark presented the following Professional Services Agreement:

- TTUHSC for a Critical Care physician. This is a 3 year agreement.

David Dunn moved and Mary Lou Anderson seconded the motion to approve the property lease agreement as presented. The motion carried unanimously.

E. Sale of ECHD Property – 400-406 North Hancock, Odessa, Texas

Don Hallmark presented the only bid that was received on request for the sale of ECHD property located at 400-406 North Hancock, Odessa, Texas. The bid was received from John L. Herriage, Copper Key Realty. His client, Raja FLP, submitted a bid to purchase the property for \$500,000.00, including a 3% commission payable to John L. Herriage by the Hospital.

Wallace Dunn moved and Bryn Dodd seconded the motion to accept the bid as presented. The motion carried unanimously.

F. Chief Executive Officer Annual Evaluation

Chief Legal Counsel, Steve Steen, assisted the Board in the evaluation of CEO Russell Tippin.

Bryn Dodd moved and Wallace Dunn seconded the motion to accept the evaluation as presented. The motion carried unanimously.

G. Chief Executive Officer – Incentive Bonus

Wallace Dunn moved and Bryn Dodd seconded a motion to approve \$50,000 in incentives for CEO Russell Tippin to be paid on or before December 15, 2020. The motion carried unanimously.

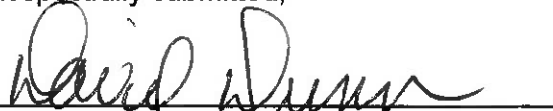
H. Chief Executive Officer Employment Agreement

Wallace Dunn moved and amended his motion and David Dunn seconded the amended motion to approve an agreement for a three year contract with a base salary of \$500,000 plus benefits. The salary increase will become effective no later than December 15, 2020. The motion carried unanimously.

XIV. ADJOURNMENT

There being no further business to come before the Board, Don Hallmark adjourned the meeting at 8:53 p.m.

Respectfully submitted,



David Dunn, Secretary
Ector County Hospital District