

**Notice of Special Meeting of the Board of Directors  
Chambers County Public Hospital District No. 1  
5:30 P.M. September 6, 2022  
OmniPoint Hospital Conference Room  
Agenda**

**1. Call to Order**

- a. Confirmation of a quorum.
- b. Invocation.
- c. Pledge.
- d. Introduction of Guests.

- 2. Public Comment**-Speakers must sign in to speak. There is a three (3) minute time limit. At this time, any person with business before the Board of Directors not scheduled on the agenda may speak to the Board. This is a time for the Board to receive comments from the public, but not a discussion. No response by the Board is necessary and no formal action can be taken on these items at this meeting.

**New Business**

3. Discuss, Consider and Take Action on, if necessary, Budget.
4. Discuss, Consider and Take Action on, if necessary, Approval of Recruitment Company for the CEO Search.

**Executive Session, if necessary –**

The Board will meet in closed session pursuant to Sec. 551.074 of the TEXAS GOVERNMENT CODE to discuss personnel matters, and pursuant to Sec. 551.071 of the TEXAS GOVERNMENT CODE to discuss with its attorney, either in person or by telephone, matters which require confidentiality pursuant to the attorney client privilege and, if applicable, under to Sec. 551.085 of the TEXAS GOVERNMENT CODE to discuss a proposed new service or product line.

Pursuant to Subchapter D of the Texas Open Meetings Act, this Board reserves the right to discuss in Executive (Closed) Session, such matters, and subjects as are allowed under law.

Return to Open Session

5. Discuss, Consider and Take Action on, if necessary, Approval Interim CEO Contract.
6. Adjournment.

The next Regular Board Meeting is scheduled for Thursday, September 22, 2022, at 5:30 p.m. in the OmniPoint Health Wellness/Community Center.

  
Submitted by: Christy McAdams, Administrative Assistant

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				<b>Change Due</b>	\$0.00

Bayside Hospital  
P O Box 398  
Anahuac, TX 77514

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**MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS FOR CHAMBERS COUNTY PUBLIC HOSPITAL DISTRICT NO. 1 HELD AT THE OMNIPOINT HEALTH HOSPITAL - CONFERENCE ROOM ON September 6, 2022, ANAHUAC, CHAMBERS COUNTY TEXAS BEGINNING AT 5:30 PM.**

A special meeting of the Board of Directors of the Chambers County Public Hospital District No. 1 was conducted at OmniPoint Health Hospital - Conference Room in Anahuac, Texas on Tuesday, September 6, 2022, beginning at 5:30 pm with the following Directors present:

Mike Emmons, Chairperson  
Andy Legg, Vice-Chairperson  
Linda Tinnerman, Secretary  
Leslie Turner, Director  
Geraldine Brown, Director

Pursuant to a Notice under the Open Meetings Act duly filed and posted a full 72 hours prior to the openings of said meeting (a copy being placed amongst the files of the district).

Also Present were Christy McAdams, Administrative Assistant; Karin Bradford, Interim CFO; Steve Gularte; Gloria Roemer; and Cari Griffin, with IT.

The meeting was called to order at 5:30 pm by Chairperson Emmons, and it was determined that a quorum was present. Director Brown gave the invocation. Director Turner led the pledge.

Director Brown mentioned that at the last meeting there was a question of the Chairperson voting vs. breaking a tie when voting. After researching the matter, Director Brown believes that the Chairperson has the right to vote in every vote taken. Chairperson Emmons thanked Director Brown for looking into that matter.

Budget – Paul Aslin, Interim CEO was unable to attend the meeting. He wrote a letter for the board and Karin Bradford read it for the group. In the letter, Aslin apologized for missing the meeting and suggested that the board think of the budget as more of a measuring stick. He said that the budget is a living document, and the figures could be altered every month if necessary. He stated that the organization has several leadership roles vacant: CEO, CFO, Director of Nursing, and HR Director. He encouraged the board to invest in those positions. He said if we have no one to manage the business, eventually we will have no business to manage.

Chair Emmons stated that he believed that spending is out of control, and we have some work to do. Vice Chair Legg stated that he appreciated Aslin's letter and had hoped that he could be present. Secretary Tinnerman said she would like to see a Respiratory Therapist added. Legg stated that he would agree that an RT is needed but without any financials, it seems like the organization is heavy on employees. He believes that if something is to change, the organization needs to look at efficiencies and moving people around. He believes that we can reduce the headcount without layoffs by not re-filling some positions. It was agreed to change the budget amount for Salaries & Wages to \$9,400,000 and Employee Benefits to \$2,726,000. Vice Chair Legg stated that he would like to see Travel & Education at \$100,000.

Vice Chair Legg shared that the QIPP program is a great way to bring money into the district. While this money is available, he believes we should set some aside in savings. We could possibly use that savings in several ways, such as: a new building or penalties from the 941-tax payment. He asked that we add to the budget a line item called Future Building/Tax Filing Penalty/QIPP Contingency Fund and place \$2.5M in that column.

It was decided to leave Rent Lease Expense at \$120,283.15. Vice Chair Legg mentioned that Marketing had gone from \$45k to \$94k and he believed that could be cut somewhere. The board agreed to move Marketing down to \$50k. Vice Chair Legg asked Gularte what was listed in Other Expenses. Gularte said that it is a number that changes every year. He took the historical data and averaged it out. Bradford and Gularte agreed that they could find out specifically what was in that number, but it was not a priority in the past. They gave examples of miscellaneous items that were moved to other expenses category since it wasn't specifically listed by a department.

Tax Revenue would be \$2,375,336.34 if taxes were reduced by a nickel. With all of the changes, the bottom line of the budget would be \$662,881.95. The group agreed to add the \$662,881.95 with the \$2.5M and place that in the new Future Building/Tax Filing Penalty/QIPP Contingency Fund for a total of \$3,162,881.95.

A motion was made by Vice Chair Legg to approve the budget as amended. Director Brown seconded the motion. Motion carried unanimously. Chair Emmons thanked Legg, the board, and Bradford for everyone's help.

Approval of Recruitment Company for the CEO Search – Chair Emmons has asked for quotes from 3 different recruiters to perform the CEO search. The 1<sup>st</sup> recruiter listed was Craig Carter and he charged \$325 per hour. The 2<sup>nd</sup> recruiter listed was Vicki Pascasio with TORCH and would charge \$20k. The last recruiter was Kelly Thomas with Allen Austin. They were way over our budget. Emmons recommended Pascasio to perform the search. Emmons has also put together a committee to interview each CEO candidate. The committee includes Chairperson Emmons, Director Brown, a physician, an employee of the hospital, and 2 citizens. The committee will recommend 3 of the 6 or 7 candidates for the board to have final approval.

A motion was made by Director Turner to approve Vicki Pascasio with TORCH as the recruitment company for the CEO Search. Vice Chair Legg seconded the motion. Secretary Tinnerman abstained from the vote. Motion carried.

The board agreed to table the Interim CEO Contract.

**Executive Session:**

A motion was made by Secretary Tinnerman and seconded by Director Brown to go into Executive Session at 7:31 pm. Motion carried unanimously.

A motion was made to exit Executive Session by Director Turner and seconded by Director Brown at 7:45pm.

**Adjournment:**

Director Brown made a motion to adjourn meeting and it was seconded by Director Turner at 7:48 pm. Motion carried unanimously.

Approved this the 17th day of November, 2022.



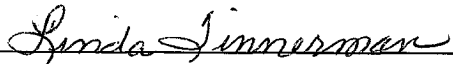
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Mike Emmons, Chairperson  
District Board of Directors

SECRETARY'S CERTIFICATE

I, Linda Tinnerman do hereby certify that: I am the Secretary of Chambers County Public Hospital District No. 1 DBA OmniPoint Health (hereinafter the "District") that these are true and correct minutes reflecting the discussion and actions of the Board of Directors of the District at a regular or special meeting held on the date shown above and entered in the permanent records of the District; that the meeting was duly and regularly called and held in accordance with the bylaws of the District.

IN WITNESS WHEREOF I have hereunto set my hand this 17th day of November, 2022.



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Linda Tinnerman, Secretary