

MINUTES OF MEETING – DECEMBER 11, 2024
CENTRAL HEALTH
BOARD OF MANAGERS

On Wednesday, December 11, 2024, a meeting of the Central Health Board of Managers convened in open session at 4:01 p.m. remotely by toll-free videoconference and in person at the Central Health Administrative Offices. Clerk for the meeting was Briana Yanes.

Board members present at Central Health: Chairperson Kitchen, Vice Chairperson Brinson, Secretary Martin, Manager Jones (arrived at 4:28 p.m.), Manager May, Manager Motwani, Manager Valadez, and Manager Zamora (arrived at 4:40 p.m.)

Absent: Treasurer Museitif (arrived at 5:02 in closed session)

PUBLIC COMMUNICATION

Clerk’s Notes: Public Communication began at 5:46 p.m. Yesenia Ramos introduced three speakers for Public Communication.

Members of the Board heard from: Magdalena Alvarez, Alma Ruiz, and Rosario Nava with MISMA

CONSENT AGENDA

- C1. Approve the minutes of the Board of Managers November 4, November 6, November 13, and November 20, 2024 meetings.**
- C2. Receive Central Health Investments for November 2024.**
- C3. Adopt the Fiscal Year 2025 Central Health Investment Policy as presented by the Travis County Cash/Investment Management Department and as recommended by the Budget and Finance Committee.**
- C4. Approve the Fiscal Year (FY) 2025 Broker/Dealer Applicants for conducting investment business with the Travis County Healthcare District dba Central Health as recommended by the Travis County Cash/Investment Management Department and as recommended by the Budget and Finance Committee.**
- C5. Approve the Calendar Year 2025 budget for Sendero Health Plans, Inc. as recommended by the Budget and Finance Committee.**

Clerk’s Notes: Discussion on this item began at 7:13 p.m.

Manager Valadez moved that the Board approve Consent Agenda Items C1 through C5.

Manager Motwani seconded the motion.

Chairperson Ann Kitchen	For
Vice Chairperson Cynthia Brinson	For
Treasurer Maram Museitif	Absent
Secretary Manuel Martin	For
Manager Shannon Jones	For
Manager Eliza May	For
Manager Amit Motwani	For
Manager Cynthia Valadez	For

Manager Guadalupe Zamora For
REGULAR AGENDA

C6. Approve the proposed Calendar Year 2025 meeting dates for the Central Health Board of Managers as recommended by the Executive Committee.

Clerk's Notes: Discussion on this item began at 7:14 p.m. Chair Kitchen announced that the calendar was provided in the packet, and staff would be available for any questions.

Manager Valadez moved that the Board approve the proposed Calendar Year 2025 meeting dates for the Central Health Board of Managers as presented by staff.

Manager May seconded the motion.

Chairperson Ann Kitchen	For
Vice Chairperson Cynthia Brinson	For
Treasurer Maram Museitif	Absent
Secretary Manuel Martin	For
Manager Shannon Jones	For
Manager Eliza May	For
Manager Amit Motwani	For
Manager Cynthia Valadez	For
Manager Guadalupe Zamora	For

1. Receive a briefing on Austin Community College and Central Health partnership opportunities.

Clerk's Notes: Discussion on this item began at 4:05 p.m. Dr. Alan Schalscha, Chief Medical Officer; Dr. Russell Lowery-Hart, ACC Chancellor; and Dr. Nina Almasy, ACC Associate Chancellor, presented on building increased access to care, workforce training opportunities, and health equity.

2. Receive an update from legislative and government affairs staff and advisors on the upcoming legislative session and take appropriate action on Central Health Key Legislative Principles.

Clerk's Notes: Discussion on this item began at 7:14 p.m. Ms. Perla Cavazos, Deputy Administrator; Rob Borja, Director of Government Affairs and Public Policy; and Marsha Jones, HillCo Partners, presented a legislative preview. The presentation included post-election updates, a general outlook, expected healthcare themes, and potential threats.

Manager Valadez moved that the Board approve Central Health's Key Legislative Principles.

Manager May seconded the motion.

Chairperson Ann Kitchen	For
Vice Chairperson Cynthia Brinson	For
Treasurer Maram Museitif	Absent
Secretary Manuel Martin	For
Manager Shannon Jones	For
Manager Eliza May	For
Manager Amit Motwani	For
Manager Cynthia Valadez	For
Manager Guadalupe Zamora	For

3. **Receive and discuss a report from the President & CEO on Central Health’s current activities, operations, procurement, workforce including new positions, and related goals and objectives.**

Clerk’s Notes: Discussion on this item began at 7:44 p.m. Dr. Patrick Lee, President & CEO, shared several updates with the Board. Some of the updates included introducing the new Chief Transformation Officer, Kim Heinonen; providing an update on the Diabetes Campaign; and sharing clinical staff achievement and award recognition

4. **Discuss and take appropriate action to:**
 - a. **Execute a Professional Services Agreement for Subrogation Services; and**
 - b. **Amend Central Health Bylaws to delegate authority to Central Health President and CEO to enter into health services cost recovery settlements from responsible third parties.**

Clerk’s Notes: Discussion on this item began at 8:00 p.m. Mr. Jeff Knodel, Chief Financial Officer, briefly presented on this item and asked the Board to consider approval of Central Health President & CEO to execute a contractual agreement to engage a subrogation firm. Part B of the item will be taken up in January.

Manager Martin moved that the Board delegate authority to the President & CEO to negotiate and execute an agreement for subrogation services.

Manager Brinson seconded the motion.

Chairperson Ann Kitchen	For
Vice Chairperson Cynthia Brinson	For
Treasurer Maram Museitif	Absent
Secretary Manuel Martin	For
Manager Shannon Jones	For
Manager Eliza May	For
Manager Amit Motwani	For
Manager Cynthia Valadez	For
Manager Guadalupe Zamora	For

5. **Discuss Board compliance policies and procedures, including:**
 - a. **CMP-001P Compliance Program Description Policy;**
 - b. **CMP-010P Code of Conduct and Ethics for Board Members Policy;**
 - c. **CMP-006P Reporting and Non-Retaliation Policy;**
 - d. **CMP-009P Duality and Conflict of Interest Policy; and**
 - e. **CMP-009SOP Duality and Conflict of Interest Procedures.**

Clerk’s Notes: Discussion on this item began at 8:06 p.m. Mr. McKenzie Frazier, Chief Compliance Officer, briefly highlighted the Board compliance policies.

6. **Discuss updates on matters related to a Performance Review by Mazars USA contracted by Travis County.**

Clerk’s Notes: This item was not taken up at this meeting.

7. **Discuss Central Health owned or occupied real property and potential property for acquisition, lease, or development in Travis County, including next steps in the redevelopment of the Central Health Downtown Campus, administrative offices of Central Health Enterprise partners, and new developments in Eastern Travis County.**

Clerk’s Notes: Discussion on this item began at 4:40 p.m.

At 4:40 p.m. Chairperson Kitchen announced that the Board was convening in closed session to discuss agenda item 7 under Texas Government Code §551.071 Consultation with Attorney and under Texas Government Code §551.072 Deliberation Regarding Real Property.

At 5:44 p.m. the Board returned to open session.

8. **Receive and discuss a briefing regarding *Birch, et al. v. Travis County Healthcare District d/b/a Central Health and Dr. Patrick Lee, Cause No. D-1-GN-17-005824* in the 345th District Court of Travis County.**

Clerk's Notes: This item was not taken up at this meeting.

9. **Receive and discuss a briefing regarding *Travis County Healthcare District d/b/a Central Health v. Ascension Texas f/k/a Seton Healthcare Family, Cause No. D-1-GN-23-000398.***

Clerk's Notes: Discussion on this item began at 4:40 p.m.

At 4:40 p.m. Chairperson Kitchen announced that the Board was convening in closed session to discuss agenda item 9 under Texas Government Code §551.071 Consultation with Attorney.

At 5:44 p.m. the Board returned to open session.

The Board returned to discuss this item in closed session under the same exception at 8:10 p.m.

At 8:18 p.m. the Board returned to open session from the second closed session.

10. **Deliberation and possible action on the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of one or more Central Health employees, including the CEO of Central Texas Community Health Centers dba CommUnityCare.**

Clerk's Notes: This item was not taken up at this meeting.

11. **Confirm the next regular Board meeting date, time, and location.**

Manager Martin moved that the meeting adjourn.

Manager Brinson seconded the motion.

Chairperson Ann Kitchen	For
Vice Chairperson Cynthia Brinson	For
Treasurer Maram Museitif	Absent
Secretary Manuel Martin	For
Manager Shannon Jones	For
Manager Eliza May	For
Manager Amit Motwani	For
Manager Cynthia Valadez	For
Manager Guadalupe Zamora	For

The meeting was adjourned at 8:19 p.m.

ATTESTED TO BY:



Ann Kitchen, Chairperson
Central Health Board of Managers



Manuel Martin, Secretary
Central Health Board of Managers