

MINUTES OF MEETING – DECEMBER 17, 2025
CENTRAL HEALTH
BOARD OF MANAGERS

On Wednesday, December 17, 2025, a meeting of the Central Health Board of Managers convened in open session at 5:18 p.m. remotely by toll-free videoconference and in person at the Central Health Administrative Offices. Clerk for the meeting was Valerie Guerra.

Board members present at Central Health: Chairperson Kitchen, Vice Chairperson Brinson, Secretary Martin, Manager Jones, Manager May, Manager Motwani, Manager Rodriguez, and Manager Valadez.

Board members present via video and audio: Treasurer Museitif

PUBLIC COMMUNICATION

Clerk's Notes: Public Communication began at 5:20 p.m. Yesenia Ramos introduced four speakers for Public Communication.

Members of the Board heard from:

- State Representative Sheryl Cole
- Larry Wallace Sr. from Black Men's Health Clinic
- Chase Wright from the Hungry Hill Foundation
- Shannon Jones from Central Health Board of Managers

CONSENT AGENDA

- C1. Approve the minutes of the Special Called Board of Managers December 10, 2025 meeting.
- C2. Receive a quarterly investment report and a report on Central Health investments for November 2025.
- C3. Adopt the Fiscal Year 2026 Central Health Investment Policy as recommended by the Travis County Cash/Investment Management Department.
- C4. Approve the addition of TexasCLASS to the Local Government Investment Pools for Central Health.
- C5. Approve the Central Health Bylaws amendments as recommended by the Ad Hoc Policy and Bylaws Committee.
- C6. Approve the Policy development guidance as recommended by the Ad Hoc Policy and Bylaws Committee.
- C7. Approve the proposed Calendar Year 2026 meeting dates for the Central Health Board of Managers as recommended by the Executive Committee.
- C8. Approve the appointment of one individual to the CommunityCare Health Centers Board of Directors as recommended by the ad hoc Appointments Committee.
- C9. Ratify Board action on the Fiscal Year 2025 performance evaluation of the Central Health President and CEO.

Manager Kitchen moved that the Board approve Consent Agenda Items C1 through C2 and C6 through C9.

Manager May seconded the motion.

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

REGULAR AGENDA

C3. Adopt the Fiscal Year 2026 Central Health Investment Policy as recommended by the Travis County Cash/Investment Management Department.

Clerk's Notes: Discussion on this item began at 6:10 p.m. Nicki Riley, Deputy CFO, and Debbie Lauder milk, Chief Investment Officer with Travis County, provided clarification on how investments operate and explained the interlocal agreement between Central Health and Travis County, through which Travis County provides all investment and cash movement services.

Manager Rodriguez moved that the Board adopt the Fiscal Year 2026 Central Health Investment Policy as recommended by the Travis County Cash/Investment Management Department.

Manager Valadez seconded the motion.

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

C4. Approve the addition of TexasCLASS to the Local Government Investment Pools for Central Health.

Clerk's Notes: Discussion on this item began at 6:10 p.m. Nicky Riley, Deputy CFO, and Debbie Lauder milk, Chief Investment Officer with Travis County, provided background on TexasCLASS.

Manager Rodriguez moved that the Board approve the addition of TexasCLASS to the Local Government Investment Pools for Central Health.

Manager Valadez seconded the motion.

Chairperson Ann Kitchen	For
Vice Chairperson Cynthia Brinson	For
Treasurer Maram Museitif	For
Secretary Manuel Martin	For

Manager Shannon Jones	For
Manager Eliza May	For
Manager Amit Motwani	For
Manager Geronimo Rodriguez	For
Manager Cynthia Valadez	For

C5. Approve the Central Health Bylaws amendments as recommended by the Ad Hoc Policy and Bylaws Committee.

Clerk's Notes: Discussion on this item began at 6:18 p.m.

Manager Kitchen moved that the Board approve the Central Health Bylaws amendments as recommended by the Ad Hoc Policy and Bylaws Committee, except for sections 6.8 and 13.1.

Manager Brinson seconded the motion.

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

Manager Rodriguez moved that the Board amend Section 6.8 the Central Health Bylaws to say that a Board officer may serve "no more than two (2) terms..."

Manager May seconded the motion.

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

Manager Valadez moved that the Board amend Section 13.1 of the Central Health Bylaws to say "three business days..."

Manager Brinson seconded the motion.

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

Manager Rodriguez moved that the Board amend Section 7.1 of the Central Health Bylaws to say that the "immediate past chair" shall be a member of the Executive Committee "ex officio, without vote, and not counting towards quorum."

Manager May seconded the motion.

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

1. Discuss and take appropriate action on a resolution honoring Shannon Jones for his service on the Central Health Board.

Clerk's Notes: Discussion on this item began at 5:20 p.m. State Representative Sheryl Cole presented a resolution to Shannon Jones in recognition of his service. Chair Kitchen read a Resolution of the Central Health Board honoring the service of Manager Jones into the record. The resolution was adopted by acclamation.

2. Receive and discuss a report from the President & CEO including:

- a. By the Numbers;**
- b. The Leading Edge;**
- c. Outside, Inside;**
- d. What we're solving for; and**
- e. Mission Moment.**

Clerk's Notes: Discussion on this item began at 7:06 p.m. Dr. Lee, President and CEO, shared updates on the PM&R and Physical Therapy Practices, the Kidney Program, HDC accomplishments, external presentations to the community, the HUD Continuum of Care Notice of Funding Opportunity, and a patient story highlight.

3. Discuss and take appropriate on the candidate recommendations made by the ad hoc Board Officer Nominations Committee for the following officers positions and elect the recommended candidates for calendar years 2026-2027:

- a. Chairperson**
- b. Vice-Chairperson**
- c. Treasurer**

Clerk's Notes: Discussion on this item began at 7:15 p.m.

Manager Kitchen moved that the Board approve Manager Rodriguez for Board Chair, Manager May for Vice Chair, and Manager Museitif for Treasurer by acclamation, and there was no objection.

4. Discuss and take appropriate action on the recommendation made by the ad hoc Board Officer Nominations Committee regarding the Board Secretary position for calendar years 2026-2027.

Clerk's Notes: Discussion on this item began at 7:17 p.m.

Manager Kitchen moved that the Board appoint Dr. Martin by acclamation, and there was no objection.

5. **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 7:48 p.m.

At 7:48 p.m. Chairperson Kitchen announced that the Board was convening in closed session to discuss agenda item 5 under Texas Government Code §551.071 (Consultation with Attorney).

At 9:25 p.m. the Board returned to open session.

6. **Receive an update on the Central Health Comprehensive Master Facilities Plan table of contents and related workstreams.**

Clerk's Notes: Discussion on this item began at 7:17 p.m. Manager Motwani referenced the Master Facilities Plan table of contents and related workstreams and asked the Board to review them over the holidays so any questions could be addressed at the next Infrastructure Committee meeting.

7. **Receive, discuss, and take appropriate action on key issues related to the Co-Applicant Agreement between Central Health and Central Texas Community Health Centers d/b/a CommUnityCare Health Centers, Inc.**

Clerk's Notes: Discussion on this item began at 7:21 p.m. Chair Kitchen shared a brief update about next steps related to the Co-Applicant Agreement between Central Health and CommUnityCare.

No motion was made.

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 and services provided by faculty and residents of The University of Texas at Austin Dell Medical School in support of Central Health's mission.**

Clerk's Notes: Discussion on this item began at 7:28 p.m. Monica Crowley, Chief Strategy and Planning Officer, and Jon Morgan, Chief Operating Officer, shared a presentation on Central Health Patient and Encounter Volumes with UT providers for Fiscal Year 2023-2025.

9. **Receive and discuss an overview of legislative and regulatory issues impacting the Central Health System.**

This item was not presented.

10. **Deliberation and possible action on the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of one or more Central Health employees.**

This item was not presented.

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

Manager Valadez 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	Absent

Manager Eliza May
Manager Amit Motwani
Manager Geronimo Rodriguez
Manager Cynthia Valadez

For
For
For
For

The meeting was adjourned at 9:25 p.m.

ATTESTED TO BY:



Ann Kitchen, Chairperson
Central Health Board of Managers



Manuel Martin, Secretary
Central Health Board of Managers