



#### **Our Vision**

Central Texas is a model healthy community.

#### **Our Mission**

By caring for those who need it most, Central Health improves the health of our community.

#### **Our Values**

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*Stewardship* - We maintain public trust through fiscal discipline and open and transparent communication.

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### **EXECUTIVE COMMITTEE MEETING**

**Wednesday, June 10, 2026 3:30 p.m.**

**Or immediately following the Strategic Planning Committee meeting**

**Videoconference meeting<sup>1</sup>**

**A quorum of the Committee and the presiding officer will be present at:**

Central Health Administrative Offices  
1111 E. Cesar Chavez St.  
Austin, Texas 78702  
Board Room

Links to livestream video are available at the URL below (copy and paste into your web browser):

<https://www.youtube.com/@tchealthdistrict/streams>

The Committee may meet via videoconference with a quorum present in person and will allow public participation via videoconference and telephone as allowed under the Open Meetings Act. All members of the public are free to observe the meeting through the YouTube link provided above and to participate in public comment, if desired, according to the instructions below.

A member of the public who wishes to make comments virtually during the Public Communication portion of the meeting must properly register with Central Health **no later than 2:00 p.m. on June 10, 2026**. Registration can be completed in one of three ways:

- Complete the virtual sign-in form at <https://www.centralhealth.net/meeting-sign-up/>;
- Call 512-978-9190. Please leave a voice message with your full name and your request to comment via telephone at the meeting; with the name of the meeting at which you wish to speak; or
- Sign-in at the front desk on the day of the meeting, prior to the start of the meeting.

Individuals who register to speak on the website or by telephone will receive a confirmation email and/or phone call by staff with instructions on how to join the meeting and participate in public communication.

## **PUBLIC COMMUNICATION**

Public Communication rules for Central Health Board and Committee meetings include setting a fixed amount of time per person to speak and limiting Board and Committee responses to public inquiries, if any, to statements of specific factual information or existing policy. The Public Communication portion of the meeting will begin at approximately 3:30 p.m., unless a member of the public wishes to comment on a specific item on this agenda.

## **REGULAR AGENDA<sup>2</sup>**

1. Approve the minutes of the Central Health Executive Committee May 13, 2026 meeting.  
(*Action Item*)
2. Receive and discuss a report from the Board Chair including:
  - a. Board meeting mechanics and governance updates;
  - b. Tentative schedules; and
  - c. Texas Healthcare Trustees, Healthcare Governance Conference key takeaways.  
(*Informational Item*)
3. Receive and discuss a resolution approving an amendment to the Bylaws of Sendero Health Plans, Inc., regarding ex officio members of the Sendero Board of Directors.  
(*Informational Item*)
4. 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.<sup>3,4</sup>  
(*Informational Item*)
5. Receive a briefing and take appropriate action on issues related to *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.<sup>4</sup> (*Possible Action Item*)
6. Deliberation and possible action on the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of one or more Central Health employees.<sup>4,5</sup>  
(*Possible Action Item*)
7. Confirm the next regular Executive Committee meeting date, time, and location.  
(*Informational Item*)

### Notes:

- <sup>1</sup> This meeting may include one member of the Executive Committee participating by videoconference. It is the intent of the residing officer to be physically present and preside over the meeting at Central Health Administrative Offices, 1111 E. Cesar Chavez St., Austin, TX 78702, Board Room. This meeting location will be open to the public during the open portions of the meeting, and any member participating by videoconference shall be both visible and audible to the public whenever the member is speaking.
- <sup>2</sup> The Executive Committee may take items in an order that differs from the posted order and may consider any item posted on the agenda in a closed session if the item involves issues that require consideration in a closed session and the Committee announces that the item will be considered during a closed session. A quorum of Central Health's Board of Managers may convene or participate via videoconference to discuss matters on the Committee agenda. However, Board members who are not

Committee members will not vote on any Committee agenda items, nor will any full Board action be taken.

- 3 Possible closed session discussion under Texas Government Code §551.072. Deliberation Regarding Real Property).
- 4 Possible closed session discussion under Texas Government Code §551.071 (Consultation with Attorney).
- 5 Possible closed session discussion under Texas Government Code §551.074 (Personnel Matters).

Any individual with a disability who plans to attend this meeting and requires auxiliary aids or services should notify Central Health at least two days in advance, so that appropriate arrangements can be made. Notice should be given to the Board Governance Manager by telephone at (512) 978-8049.

Cualquier persona con una discapacidad que planee asistir o ver esta reunión y requiera ayudas o servicios auxiliares debe notificar a Central Health con la mayor anticipación posible de la reunión, pero no menos de dos días de anticipación, para que se puedan hacer los arreglos apropiados. Se debe notificar al Gerente de Gobierno de la Junta por teléfono al (512) 978-8049.

Consecutive interpretation services from Spanish to English are available during Public Communication or when public comment is invited. Please notify the Board Governance Manager by telephone at (512) 978-8049 if services are needed.

Servicios de interpretación consecutiva del español al inglés están disponibles durante la Comunicación Pública o cuando se le invita al público a comentar. Notifique al Gerente de Gobierno de la Junta por teléfono al (512) 978-8049 si necesita servicios.

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Came to hand and posted on a Bulletin Board in the  
County Recording Office, Austin, Travis County, Texas on this the  
3 day of June 2026

Dyana Limon-Mercado

County Clerk, Travis County, Texas

Deputy

By Kal  
**Kalien Dugue**



**FILED AND RECORDED  
OFFICIAL PUBLIC RECORDS**

*Dyana Limon-Mercado*

**Dyana Limon-Mercado, County Clerk  
Travis County, Texas**

**202680831**

**Jun 03, 2026 01:37 PM**

**Fee: \$0.00**

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## **EXECUTIVE COMMITTEE**

**June 10, 2026**

### **AGENDA ITEM 1**

Approve the minutes of the Central Health Executive Committee May 13, 2026 meeting.  
(*Action Item*)

MINUTES OF MEETING – MAY 13, 2026  
CENTRAL HEALTH  
EXECUTIVE COMMITTEE

On Wednesday, May 13, 2026, a meeting of the Central Health Executive Committee convened in open session at 6:20 p.m. remotely by toll-free videoconference and in person at the Central Health Administrative Offices. Clerk for the meeting was Briana Harris.

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**Committee members present in-person at Central Health:** Chair Rodriguez, Vice Chair May, Treasurer Museitif, and Secretary Martin

**Board members present via audio and video or in person:** Manager Kitchen, Manager Brinson, Manager Valadez, and Manager Jefferson

**COMMITTEE AGENDA**

**1. Approve the minutes of the Central Health Executive Committee April 8, 2026 meeting.**

**Clerk's Notes:** Discussion on this item began at 6:20 p.m.

Manager Museitif moved that the Committee approve the minutes of the Central Health Executive Committee April 8, 2026 meeting.

Manager May seconded the motion.

Chairperson Geronimo Rodriguez	For
Vice Chairperson Eliza May	For
Treasurer Maram Museitif	For
Secretary Manuel Martin	Absent

**2. Receive and discuss a report from the Board Chair including:**  
**a. Board meeting mechanics and governance updates; and**  
**b. Tentative schedules.**

**Clerk's Notes:** Discussion on this item began at 6:21 p.m. Chair Rodriguez gave a few updates regarding upcoming presentations and events.

**3. Receive an update on Fiscal Year 2026 Quarter 2 (FY26 Q2) System Objectives and Key Results Performance:**  
**a. Create Simplified Patient Care Journeys;**  
**b. Build a Comprehensive, Equitable Health Care System;**  
**c. Demonstrate the Value of Community Support; and**  
**d. Empower and Develop our Team.**

**Clerk's Notes:** Discussion on this item began at 6:25 p.m. Dr. Pat Lee, President & CEO, gave an update on the four system objectives and their performance over the last quarter.

**4. Review and take appropriate action on the policies necessary for the FY27 budget development process including:**  
**a. General Procurement, and**  
**b. Delegation of Purchasing Duties to Purchasing Authority and Certain Officers.**

**Clerk's Notes:** This item was not discussed.

- 5. Receive and discuss a presentation from the Central Health Chief Compliance Officer regarding the process and timing for Board review and approval of District policies.**

**Clerk's Notes:** Discussion on this item began at 6:36 p.m. Ms. Nakia Smith, Chief Compliance Officer, presented a proposed phased approach for prioritizing and reviewing Board policies through fiscal year 2026.

- 6. Review, discuss, and take appropriate action on an annual compliance risk assessment as recommended by the Chief Compliance Officer.**

**Clerk's Notes:** Discussion on this item began at 7:04 p.m. Ms. Nakia Smith, Chief Compliance Officer, presented a baseline risk assessment identifying key organizational risk themes, governance considerations, and areas requiring continued monitoring, mitigations, and compliance program development.

- 7. 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 7:35 p.m.

At 7:35 p.m. Chairperson Rodriguez announced that the Committee was convening in closed session to discuss agenda item 7 under Texas Government Code §551.071 (Consultation with Attorney).

At 9:36 p.m. the Committee returned to open session.

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

**Clerk's Notes:** Discussion on this item began at 7:35 p.m.

At 7:35 p.m. Chairperson Rodriguez announced that the Committee was convening in closed session to discuss agenda item 8 under Texas Government Code §551.071 (Consultation with Attorney) and Texas Government Code §551.074 (Personnel Matters).

At 9:36 p.m. the Committee returned to open session.

- 9. Confirm the next regular Executive Committee meeting date, time, and location.**

Manager May moved that the meeting adjourn.

Manager Valadez seconded the motion.

Chairperson Geronimo Rodriguez	For
Vice Chairperson Eliza May	For
Treasurer Maram Museitif	Absent
Secretary Manuel Martin	For

The meeting was adjourned at 9:36 p.m.

ATTESTED TO BY:

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Geronimo Rodriguez, Chairperson  
Central Health Executive Committee

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Manuel Martin, Secretary  
Central Health Board of Managers



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## **EXECUTIVE COMMITTEE**

**June 10, 2026**

## **AGENDA ITEM 2**

Receive and discuss a report from the Board Chair including:

- a. Board meeting mechanics and governance updates;
- b. Tentative schedules; and
- c. Texas Healthcare Trustees, Healthcare Governance Conference key takeaways.  
*(Informational Item)*



## AGENDA ITEM SUBMISSION FORM

This form is to provide a general overview of the agenda item in advance of posting for the Board meeting. Proposed motion language is a recommendation only and not final until the meeting and may be changed by the Board Manager making the motion. All information in this form is subject to the Public Information Act.

Agenda Item Meeting Date June 10, 2026

Who will present the agenda item? (Name, Title) Chair Rodriguez

General Item Description Receive and discuss a report from the Board Chair including:  
○ Board meeting mechanics and governance updates;  
○ Tentative schedules; and  
○ Texas Healthcare Trustees, Healthcare Governance Conference key takeaways

Is this an informational or action item? Informational Item

Fiscal Impact \_\_\_\_\_

Recommended Motion (if needed – action item) \_\_\_\_\_  
\_\_\_\_\_

Key takeaways about agenda item, and/or feedback sought from the Board of Managers:

- 1) Chair Rodriguez will give a verbal update.
- 2) \_\_\_\_\_
- 3) \_\_\_\_\_

What backup will be provided, or will this be a verbal update? (Backup is due one week before the meeting.) Verbal Update

Estimated time needed for presentation & questions? 20 minutes

Is closed session recommended? (Consult with attorneys.) No

Form Prepared By/Date Submitted: Valerie Guerra / June 3, 2026

Governance Action Plan  
Updated: May 28, 2026

Topic	Action	Who	By When	Status/Notes
Board Culture and Norms	Adopt Board meeting norms, including 3-minute speaking aspiration; place new Meeting Guidelines card at each seat (Appendix B)	Full Board	Next meeting	Implemented
Board Culture and Norms	Use visible timer as a reminder during meetings	Board Secretary	Immediate	Implemented; Dr. Martin has the remote during meetings
Board Culture and Norms	Chair redirects off-topic discussion as a gentle nudge	Chair	Immediate	
Board Culture and Norms	Eliminate repetition of previously stated points; emphasis welcome where it adds new thinking	All Board Managers	Immediate	
Meeting Effectiveness	Place Possible Action items earlier in the agenda; CEO report at the beginning, Chair report at the end where practical	Board Chair (Valerie/Perla)	Next meeting	Implemented
Meeting Effectiveness	Chair approves agendas three weeks in advance	Board Chair (Valerie/Perla)	Next meeting	Implemented; Added May 2
Meeting Effectiveness	Approval procedures written out and shared with the Board	Board Support/Chair	60 days	Implemented; Added May 2
Governance Structure and Authority	Develop governance authority and decision matrix and define Board-level decisions versus management decisions (combined)	Via Consulting, Chair, Vice Chair	60 days	Ms. Bass to share sample matrices
Governance Structure and Authority	Evaluate approach to quorum	Chair, Vice Chair, Legal Counsel	60 days	In progress; Reworded May 2 (formerly item 13)
Governance Structure and Authority	Schedule separate Board information and Board action meetings	Board Chair	90 days	In progress
Governance Structure and Authority	Provide online access to all Central Health policies for Managers	CEO/Administration (Nakia)	30 days	In progress; Chair has access; Managers next, using Central Health email addresses
Board Preparation and Accountability	Managers review materials in advance and submit questions ahead of meetings when possible	All Board Managers	Immediate	Implemented
Board Preparation and Accountability	Provide training for Managers on the message board and document edits outside of meetings	Board Chair/Administration (Briana)	30 days	In progress; instructions to be re-sent
Board Preparation and Accountability	Limit meeting time spent on basic clarification questions; commentary follows clarifying questions	Board Chair	Immediate	
Strategic Focus	Adopt 3 to 5 Board priorities	Full Board	60 days	To be completed
Strategic Focus	Align agendas to Board priorities	Board Chair (Perla)	60 days	
Strategic Focus	Review priorities quarterly	Full Board	Ongoing	
Strategic Focus	Conduct Board self-assessment in the next six months	Full Board/Via Consulting	6 months	Added May 2
Strategic Focus	Reassess what items belong on the consent agenda; review the investment policy	Chair, Vice Chair, Treasurer	60 days	Implemented; Added May 2

Governance Action Plan  
Updated: May 28, 2026

Administration and Board Support	Standardize Board materials using an agenda item cover sheet outlining decision, options, risks, and recommendation; consider adding a glossary of terms	CEO/ELT (Lucas)	60 days	In progress; Ms. Bass is reviewing cover sheet
Administration and Board Support	Route all Manager information requests through the Chair and share responses with the full Board	Chair/CEO	60 days	Implemented
Administration and Board Support	Maintain central repository of Board records (board portal); Chair and Vice Chair authorized to make final selection	Chair, Vice Chair, Board Support	By May 13 Executive Committee	In progress
Legal and Advisory Support	Provide written legal summaries in advance, with law, risks, and recommendation; avoid directive-only statements and offer options	Legal Counsel	60 days	Work plan shared with TCAO
	<b>Use 'point of order' to interrupt off-topic or overly lengthy discussion</b>	All Board Managers	Immediate	Implemented
	Assign time limits to each agenda item and share at the meeting	Board Chair (Briana)	Immediate	Implemented
	Distribute complete Board packet seven days in advance; Chair to reaffirm at next Executive Committee	CEO/Board Support (Briana)	Immediate	Implemented
	Start and end each meeting on time, ending no later than 9 p.m.	Board of Committee Chair	Immediate	Implemented
	Issue one version of Board packet (no duplicates)	Board Support	Immediate	Implemented
	Include exact wording of motions in minutes	Board Support (Valerie)	Immediate	Implemented
	Single point of contact (Board Liaison email) for all Board communications	Board Support (Briana)	Immediate	Implemented; consider extending to executive session communications
	Provide update on Board information requests progress / status; maintain monthly reporting	Board Chair/Administration	30 days	Implemented

Board Meeting Master Schedule

Meeting	DATE	AGENDA ITEM	CONSENT/INFO/ ACTION	OPEN/CLOSED
Strategic Planning Committee	6/10/2026	Review and approve the minutes of the May 13, 2026 Strategic Planning Committee meeting.	Action	Open
Strategic Planning Committee	6/10/2026	Receive and discuss updates related to the Central Health Foundation bylaws and administrative services agreement.	Informational	Closed
Strategic Planning Committee	6/10/2026	Receive and discuss an update on Central Health's Surgical Services.	Informational	Open
Strategic Planning Committee	6/10/2026	Receive and discuss an update on the Mental Health Crisis Center and Continuum of Care in Travis County.	Informational	Open
Strategic Planning Committee	6/10/2026	Receive and discuss an update on the safety-net focused Community Health Needs Assessment and Gap Analysis process.	Informational	Open
Strategic Planning Committee	6/10/2026	Receive and discuss an update on the proposed Central Health Strategic Plan.	Informational	Open
Executive Committee	6/10/2026	Approve the minutes of the Central Health Executive Committee May 13, 2026 meeting.	Action	Open
Executive Committee	6/10/2026	2.Receive and discuss a report from the Board Chair including: a.Board meeting mechanics and governance updates; and b.Tentative schedules. c.Texas Healthcare Trustees, Healthcare Governance Conference key takeaways	Informational	Open
Executive Committee	6/10/2026	Receive and discuss a resolution approving an amendment to the Bylaws of Sendero Health Plans, Inc., regarding ex officio members of the Sendero Board of Directors.	Informational	Open
Executive Committee	6/10/2026	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.	Informational	Closed
Executive Committee	6/10/2026	Receive a briefing and take appropriate action on issues related to 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.	Informational	Closed
Executive Committee	6/10/2026	Deliberation and possible action on the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of one or more Central Health employees.	Informational	Closed
Community Conversation	6/11/2026	PRECINCT 2- Shea ACC Northridge 5:30 - 7:30 p.m.		
Ad hoc Meeting Placeholder	6/17/2026	<i>No meeting currently scheduled</i>		
Budget and Finance Committee	6/24/2026	Approve the minutes of the May 27, 2026 Budget and Finance Committee meeting.	Action	Open
Budget and Finance Committee	6/24/2026	Receive, discuss and take appropriate action on financial and operational updates from Sendero Health Plans.	Action	Closed
Budget and Finance Committee	6/24/2026	Receive May 2026 financial statements for Central Health.	Informational	Open
Budget and Finance Committee	6/24/2026	Receive May 2026 financial statements for CommUnityCare Health Centers.	Informational	Open
Budget and Finance Committee	6/24/2026	Receive and discuss a presentation on the financial forecast for Fiscal year (FY) 2027 and subsequent fiscal years.	Informational	Open
Budget and Finance Committee	6/24/2026	Receive a briefing from counsel and take appropriate action on a report on current Community Based Organization contracts.	Informational	Closed
Board of Managers	6/24/2026	Approve the minutes of the Board of Managers May 27, 2026 meeting.	Consent	Open
Board of Managers	6/24/2026	Receive and ratify Central Health investments for May 2026.	Consent	Open

Board Meeting Master Schedule

Meeting	DATE	AGENDA ITEM	CONSENT/INFO/ ACTION	OPEN/CLOSED
Board of Managers	6/24/2026	Receive the May 2026 financial statements for Central Health.	Consent	Open
Board of Managers	6/24/2026	Receive, discuss and take appropriate action on financial and operational updates from Sendero Health Plans.	Consent	Closed
Board of Managers	6/24/2026	Review, discuss, and take appropriate action on an annual compliance risk assessment as recommended by the Chief Compliance Officer	Action	Open
Board of Managers	6/24/2026	Review, discuss and take appropriate action on a presentation from the Central Health Chief Compliance Officer regarding the process and timing for Board review and approval of District policies.	Action	Open
Board of Managers	6/24/2026	Receive and take appropriate action on a resolution approving an amendment to the Bylaws of Sendero Health Plans, Inc., regarding ex officio members of the Sendero Board of Directors.	Action	Open
Board of Managers	6/24/2026	Receive and discuss a report from the President & CEO including: a. Strategic Board Alignment; b. Clinical Excellence; c. Financial Sustainability; and d. People and Community.	Informational	Open
Board of Managers	6/24/2026	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.	Informational	Closed
Board of Managers	6/24/2026	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.	Informational	Closed
Board of Managers	6/24/2026	Deliberation and possible action on the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of one or more Central Health employees.	Informational	Closed
Board of Managers	6/24/2026	Receive and discuss a report from the Board Chair including: a. Board meeting mechanics and governance updates	Informational	Open
Strategic Planning Committee	7/8/2026	Review and approve the minutes of the June 10, 2026 Strategic Planning Committee meeting.	Action	Open
Strategic Planning Committee	7/8/2026	Community Engagement Report	Informational	Open
Strategic Planning Committee	7/8/2026	Discuss proposed FY27 Strategic Budget Initiatives	Informational	Open
Executive Committee	7/8/2026	Approve the minutes of the Central Health Executive Committee June 10, 2026 meeting.	Action	Open
Executive Committee	7/8/2026	Receive a briefing and take appropriate action on issues related to 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.	Informational	Closed
Executive Committee	7/8/2026	Deliberation and possible action on the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of one or more Central Health employees.	Informational	Closed
Executive Committee	7/8/2026	Receive and discuss a report from the Board Chair including: a. Board meeting mechanics and governance updates b. Tentative schedules	Informational	Open
Community Conversation	7/14/2026	Judge Brown ACC Northridge- TENTATIVE 5:30 - 7:30 p.m.		
Ad hoc Meeting Placeholder	7/15/2026	<i>No meeting currently scheduled</i>		

Board Meeting Master Schedule

Meeting	DATE	AGENDA ITEM	CONSENT/INFO/ ACTION	OPEN/CLOSED
Budget and Finance Committee	7/22/2026	Approve the minutes of the June 22, 2026 Budget and Finance Committee meeting.	Action	Open
Budget and Finance Committee	7/22/2026	Receive June 2026 financial statements for Central Health.	Informational	Open
Budget and Finance Committee	7/22/2026	Receive June 2026 financial statements for CommUnityCare Health Centers.	Informational	Open
Budget and Finance Committee	7/22/2026	Present proposed FY27 joint budget with CommUnityCare, including board recommended budget proposals with staff recommendations	Informational	Open
Board of Managers	7/22/2026	Approve the minutes of the Board of Managers June 22, 2026 meeting.	Consent	Open
Board of Managers	7/22/2026	Receive and ratify Central Health investments for June 2026.	Consent	Open
Board of Managers	7/22/2026	Receive the June 2026 financial statements for Central Health.	Consent	Open
Board of Managers	7/22/2026	Receive an update from The University of Texas at Austin Dell Medical School on current and future collaborations with Central Health, care and services provided consistent with Central Health's mission, and related reporting for the current fiscal year.	Informational	Open
Board of Managers	7/22/2026	Receive and discuss a report from the President & CEO including: a. Strategic Board Alignment; b. Clinical Excellence; c. Financial Sustainability; and d. People and Community.	Informational	Open
Board of Managers	7/22/2026	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.	Informational	Closed
Board of Managers	7/22/2026	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.	Informational	Closed
Board of Managers	7/22/2026	Deliberation and possible action on the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of one or more Central Health employees.	Informational	Closed
Board of Managers	7/22/2026	Receive and discuss a report from the Board Chair including: a. Board meeting mechanics and governance updates	Informational	Open

Central Health Board Member Requests

REQ #	REC'D	SOURCE	REQUEST	REQUESTED BY	ASSIGNED TO	COMPLETE/IN PROGRESS	COMPLETION DATE	PROJECTED COMPLETION DATE	NOTES	NEXT STEPS
1	01/04/26	Email	What is the timeline of all Dell Medical School activity? (written and oral since new Dean appointment)	Valadez	Monica Crowley	NOT STARTED				Staff is working to schedule a meeting for Chair Rodriguez and Manager Valadez to discuss timing.
2	1/21/2026	Call	Confirmation that Dell Medical School intake staff ask patients whether they are MAP or MAP Basic enrollees.	Valadez	Monica Crowley	NOT STARTED				Staff is working to schedule a meeting for Chair Rodriguez and Manager Valadez to discuss timing.
3	1/21/2026	Call	Does our contract with Dell Medical School explicitly require service to the MAP/MAP Basic population and regular submission of performance reports.	Valadez	Monica Crowley	NOT STARTED				Staff is working to schedule a meeting for Chair Rodriguez and Manager Valadez to discuss timing.
4	1/21/2026	Call	Confirmation of when and to whom Dell submitted previous reports.	Valadez	Monica Crowley	NOT STARTED				Staff is working to schedule a meeting for Chair Rodriguez and Manager Valadez to discuss timing.
5	1/21/2026	Call	Accuracy of DMS reported data and whether patient counts have been deduplicated.	Valadez	Jon Morgan	NOT STARTED				Staff is working to schedule a meeting for Chair Rodriguez and Manager Valadez to discuss timing.
7	1/21/2026	Call	Speaking more broadly about Central Health contracts, she wants to ensure that staff perform due diligence to validate that contractors and partners are meeting contractual obligations.	Valadez	Jon Morgan	NOT STARTED				Provide two page summary about the what and where the process is.
8	02/25/26	Board of Managers Meeting	The Board is interested in AI education opportunities, and staff will plan to present on the draft AI policy that is currently in the works at a future Board meeting.	Rodriguez	Jon Morgan, Jon Clark, Kuntal Sindha	NOT STARTED				Let execs know that this is on the horizon.
9	02/25/26	Board of Managers Meeting	Staff will connect with peer hospital districts to explore AI and other shared interests through board-to-board conversations, including follow-up with University Health in San Antonio.	Rodriguez	Perla Cavazos	NOT STARTED				Could this be done at a THOT meeting?
11	03/25/26	Board of Managers Meeting	In response to several Board Managers' recommendations, staff will develop a new policy (or update the current investigations policy) to address investigations involving the CEO or Board Managers.	Rodriguez	Nakia Smith	NOT STARTED		Fall 2026		Complete in the fall of 2026.
14	4/8/2026	Strategic Planning Committee	Board Managers suggested a policy or process related to developing and vetting the Annual Report. Board Manager Kitchen also requested a future presentation on the outcomes of the medical respite program, including housing placements made after care provided at the respite center.	Rodriguez	Nakia Smith	NOT STARTED		Fall 2026		Complete in the fall of 2026.
15	4/8/2026	Executive Committee	Framework for the standard operating process we will use with the CBO Contracting policy?	Museitif	Jon Morgan	NOT STARTED				Staff will get back to the Board in May.
70	5/13/2026	Strategic Planning Committee	Manager Valadez suggested tracking screening outcomes, including enrollment in and completion of treatment, to better assess impact on quality of life.	Valadez	Pat Lee	NOT STARTED				
75	5/13/2026	Executive Committee	How risks (e.g., cybersecurity breaches) are identified and escalated. She would like staff to provide these reports to the Board	Valadez	Nakia Smith	NOT STARTED				
76	5/13/2026	Executive Committee	Report on IT security breaches.	Museitif	Nakia Smith	NOT STARTED				
62	01/21/26	CUC Liaison Committee	Do we have the ability to give Board Managers access to the MCN software, so they view policies and SOP's? Also, in the future would it be possible to publicly post policies and SOP's? Chair Rodriguez said that this is something that AISD does.	Rodriguez	Nakia Smith and John Clark	IN PROGRESS			Chair Rodriguez has been given access.	The rest of the Board will be given access as soon as credentials are confirmed.
19	01/28/26	Budget and Finance Committee	Does UHS have a policy on considering funding requests from community organizations?	Martin	Perla Cavazos	IN PROGRESS			Perla Cavazos emailed Ted Day on February 2, 2026. She has not yet received a response.	
20	02/25/26	Board of Managers Meeting	Staff will provide access to the Central Health site on the Brackenridge Campus closest to Health South so the Travis County design team can assess it as part of their planning engagement, with the understanding that the Board has not guaranteed the site for that use but has agreed it may be assessed at the request of Judge Brown and Commissioner Howard.	Rodriguez	Jon Morgan	IN PROGRESS			Monica Crowley and staff met with the County and shared all of our info about the sites mentioned and let them know they could visit. Staff has not heard anything else yet from them.	

Central Health Board Member Requests

REQ #	REC'D	SOURCE	REQUEST	REQUESTED BY	ASSIGNED TO	COMPLETE/IN PROGRESS	COMPLETION DATE	PROJECTED COMPLETION DATE	NOTES	NEXT STEPS
22	02/25/26	Board of Managers Meeting	Regarding the Diversion Center, staff will compile and send follow-up questions to Judge Brown and Commissioner Howard, including: total funding required, econometrics for a diversion center, hard numbers for the diversion center proposal, cost of inaction, clarification of the operational ask versus current activities, and schools' involvement. We will also calendar this as a future agenda item in approximately eight weeks, with a focus on financial estimates.	Rodriguez	Monica Crowley	IN PROGRESS			On May 12, 2026, Monica Crowley and Jon Morgan advised bringing this back to the Board in about 8 weeks or as part of the upcoming reporting/tracking/Key Result on the Mental and Behavioral Health Continuum. Staff is working closely with Travis county, Integral Care, UT and are now bringning the City of Austin on the planning work and are making great progress.	Per Monica and Jon Morgan, bring back to the Board in July.
25	03/03/26	Email	<a href="#">Physician Workforce Information Request for FY26 Budget Planning</a>	Museitiff	Jeannie Virden Jon Morgan Alan Schalscha	IN PROGRESS				Staff is working to schedule a meeting for Chair Rodriguez, Vice Chair May and Treasurer Museitiff to discuss this request.
12	3/25/2026	Board of Managers Meeting	Board Managers requested to review and approve Mazar's policies, which staff will provide. Future Board discussions will be held around the need for an internal audit department or function.	Rodriguez	Monica Crowley	IN PROGRESS				Staff will add an update to the June BOM meeting.
10	03/25/26	Board of Managers Meeting	Manager Jefferson suggested developing a chart to help visualize progress against system integration efforts. Staff will work to develop a visualization to be presented at a future Board update on system integration.	Jefferson	Jon Morgan	IN PROGRESS				Add to CEO goals email and recognize the request and then every 6 months refresh memo and add a visualization to the next one.
13	4/8/2026	Strategic Planning Committee	Board Managers Valadez and Martin requested a timeline and details related to consultant communications, meeting schedules, and roles and responsibilities as it pertains to the Community Health Needs Assessment.	May	Monica Crowley	IN PROGRESS		06/10/26		Staff is working to incorporate into the next presentation, which is scheduled for Strategic Planning Committee in June.
29	4/8/2026	Strategic Planning Committee	Board Managers asked for data to be shared on the current number of patients we serve. Staff will prepare a memo with the current numbers of patients enrolled in MAP, MAP Basic, and CHAP. Sendero will also provide information on their enrollment in a way that is aligned with confidentiality concerns.	May	Jon Morgan and Sharon Alvis	IN PROGRESS			This has been included in the CEO goals update that went out to the board Friday April 10, 2026. Including the section below for reference. Sendero will need to present their numbers in closed session. "Increase unique patients with coverage across the Central Health system: Our latest data on enrollment across the system — updated as of this week — indicates 3.5% growth in MAP and MAP Basic patients over last year (122,222 enrollees this year compared to 118,122 last year); 2.7% growth in CommUnityCare MAP, Medicaid, Medicare, CHIP & commercial insurance patients over last year (104,794 patients this year compared to 101,997 last year); and 35.3% growth in Sendero patients over last year"	Briana Harris is checking in with Jon Morgan to confirm whether in future there be a dashboard with general information such as patients served and any other HIPPA compliant data for line of sight?
32	4/8/2026	Strategic Planning Committee	Board Managers had several notes and requests related to the Strategic Plan, including: a request that the Board be provided with a full narrative of the Strategic Plan rather than a one-page summary (which staff agrees with and is planning to deliver on), a request for additional clarity on consultant roles and staff workload details to complete the Plan, a request for more information on the time horizon for the Plan, and a request for a dictionary of terms used in the Strategic Plan.	May	Monica Crowley	IN PROGRESS				Staff will provide follow-up in their next presentation.
33	4/8/2026	Executive Committee	Board Managers provided several edits to the four policies discussed, which the Chief Compliance Officer will incorporate. In terms of next steps, Board Managers may email edits related to the General Procurement Policy and the Delegation of Purchasing Authority Policy directly to the Chief Compliance Officer. Those policies will return to the Executive Committee next month for discussion. The CBO Contracting policy will be discussed at the April 22 Budget & Finance Committee meeting. Annual Planning, Annual Budget, and Financial Reserves policies will be placed on the April 22 regular board agenda for approval.	Rodriguez	Nakia Smith	IN PROGRESS		05/27/26	The Contracting with Community Based Organizations Policy, Annual Planning Policy, Annual Budget Policy and Financials Reserves Policy were approved at the April 22, 2026 Board of Managers Meeting.	The General Procurement Policy and Delegation of Purchasing Authority Policy will be discussed at the May 13, 2026 Executive Committee meeting.

Central Health Board Member Requests

REQ #	REC'D	SOURCE	REQUEST	REQUESTED BY	ASSIGNED TO	COMPLETE/IN PROGRESS	COMPLETION DATE	PROJECTED COMPLETION DATE	NOTES	NEXT STEPS
58	4/22/2026	Budget and Finance Committee	Regarding CommUnityCare financials, whether the surplus being discussed is necessarily a positive indicator and what the bottom line would look like if the organization were actually completing the 20,000 encounters.	Motwani	Joy Sloan	IN PROGRESS				Chair Rodriguez will touch base with Manager Motwani to close the loop on this.
17	4/22/2026	Budget and Finance Committee	Regarding contracting with Community Based Organizations policy, Managers requested to see data on performance criteria, including concrete metrics to track how funds are used.	Martin	Jon Morgan	IN PROGRESS			Manager Museitif and Vice Chair May met with Jon Morgan and Monica Crowley on May 8, 2026 to discuss.	
18	4/22/2026	Budget and Finance Committee	Regarding contracting with Community Based Organizations policy, Managers encouraged staff to share reports from organizations with which Central Health contracts for services.	Rodriguez	Jon Morgan	IN PROGRESS			Manager Museitif and Vice Chair May met with Jon Morgan and Monica Crowley on May 8, 2026 to discuss.	
57	4/22/2026	Budget and Finance Committee	Staff contract approval processes, specifically regarding the monthly reports sent to Managers.	Museitif	Nicki Riley	IN PROGRESS		05/13/26		This process is in the Procurement Delegation policy that will be presented at the May 13, 2026 Executive Committee meeting.
34	4/22/2026	Budget and Finance Committee	FY27 Board Budget Proposals, approve process at the next meeting.	Museitif	Monica Crowley	IN PROGRESS				
63	4/22/2026	Board of Managers Meeting	Managers who have not yet toured the new Hancock Center may coordinate with staff to schedule individual tours.	Museitif	Stephanie McDonald	IN PROGRESS				Managers interested in a tour of Hancock please reach out to Valerie Guerra to schedule.
74	5/13/2026	Executive Committee	Policy Approval Process- Manager Museitif requested categorization by Board authority vs. management authority, and distinction between clinical and non-clinical authority. Manager Rodriguez requested that all acronyms be spelled out. Manager Museitif requested inclusion of last policy approval dates. Nakia will distribute the full framework.		Nakia Smith	IN PROGRESS				This will be brought back to the Board in June.
66		Email	Regarding CBOs. Could you please include the date of when CH funded them, whether that funding increased over time, and the services they provide?	Museitif	Monica Crowley	IN PROGRESS			Manager Museitif and Vice Chair May met with Jon Morgan and Monica Crowley on May 8, 2026 to discuss.	
67	12/03/25	Bylaws Committee	Send Procurement policies to the Board	Rodriguez	Nakia Smith and Perla Cavazos	COMPLETED	03/25/26		Board is currently reviewing	
6	1/21/2026	Call	Understanding how charity care is being tracked and reported.	Valadez	Jon Morgan	COMPLETED	05/11/26		Included in April or May Special Called meeting briefings.	
35	1/21/2026	Call	Send December Board meeting video where staff presented Dell Medical School data, along with a printed copy of the presentation.	Valadez	Perla Cavazos	COMPLETED	04/16/26		Sent email to full Board on April 16, 2026	
36	02/09/26	Submitted to CH Staff	List of nonprofits we have contracted with in the past, including amounts if possible	May	Katie Coburn	COMPLETED	02/10/26		<a href="#">Katie Coburn sent email response on 2/10</a>	
37	02/24/26	Email	Financial policies	Jefferson	Jeff Knodel and Nicki Riley	COMPLETED	02/27/26		<a href="#">Emailed links to Sedora</a>	
21	02/25/26	Budget and Finance Committee	Moving forward, staff will flag any key variances in healthcare spending, particularly when reviewing contracted and direct healthcare expenditures, for the Board -- even if they do not rise to the level of inclusion in the financial highlights section of the regular meetings.	Museitif	Nicki Riley	COMPLETED	05/13/26		Sent Nicki Riley a reminder and let her know to point these out at the beginning of the financials presentations.	Staff is committed to pointing out key variances at the beginning of presentations moving forward.
23	02/25/26	Board of Managers Meeting	For the FY27 budget development process, staff will define a clear process for incorporating Board ideas into the budget, including alignment with the timeline included in the slide deck.	Museitif	Monica Crowley	Completed	04/22/26		This was shared with the Board at the April 22, 2026 Budget and Finance Committee meeting.	
24	02/25/26	Board of Managers Meeting	For the FY27 budget development process, staff will confirm whether Board members should send budget-related questions to me and communicate that process back to the Board.	Museitif	Monica Crowley	COMPLETED	04/22/26		This was shared with the Board at the April 22, 2026 Budget and Finance Committee meeting.	
38	02/25/26	Board of Managers Meeting	Staff will report back on the number of Spanish speakers that were engaged for the Central Health Awareness survey, as well as more detail on the survey questions used.	Valadez	Ted Burton	COMPLETED	03/17/26		<a href="#">Email sent on behalf of Ted Burton.</a>	
39	02/25/26	Board of Managers Meeting	In the CBO Contracting policy, staff will clarify the definition of a CBO versus a partner.	Rodriguez	Nakia Smith, Perla Cavazos, Monica Crowley	COMPLETED	03/09/26		Policy approved by the Board on April 22, 2026.	

Central Health Board Member Requests

REQ #	REC'D	SOURCE	REQUEST	REQUESTED BY	ASSIGNED TO	COMPLETE/IN PROGRESS	COMPLETION DATE	PROJECTED COMPLETION DATE	NOTES	NEXT STEPS
40	02/25/26	Board of Managers Meeting	Staff will share draft Board policies with you as soon as they are finalized, explore placing policies on the March 9 agenda with draft KPIs, and proceed with the current timeline in which the March 9 agenda posts on Tuesday and the Board packet is distributed on March 3.	Rodriguez	Nakia Smith and Perla Cavazos	COMPLETED	03/09/26		Policies were placed on the March agenda.	
41	03/02/26	Email	<a href="#">Due diligence meetings</a>	Kitchen	Briana Harris	COMPLETED	04/06/26		Series of Special Called BOM meeting scheduled	
42	03/03/26	Email	Dates for specific agenda items and names of those in certain positions	Jefferson	Nicki Riley and Briana Harris	COMPLETED	04/16/26		<a href="#">Sent email to Sedora with requested information</a>	
43	03/03/26	Email	Community Outreach Workers- FY26 budget	Jefferson	Jon Morgan	COMPLETED	03/16/26		<a href="#">Sent email to Sedora on behalf of Jon Morgan</a>	
26	03/09/26	Executive Committee	Chris Stevens spoke during the public comment period in regard to several public information requests. Chief Compliance Officer Nakia Smith will follow up with a written update to the Board of Managers, and in the meantime, Board Managers may send any questions to Pat and Nakia. Based on response, this item may be added to a future board meeting agenda.	Rodriguez	Nakia Smith	COMPLETED	05/13/26	05/27/26	Update given at the May 13 Executive Committee meeting.	
44	03/09/26	Executive Committee	Manager Valadez and Manager Kitchen raised a previously discussed concern about the need to record executive committee sessions. Governance staff will work with TCAO to draft a policy related to this, to be presented at the next Policy & Bylaws Committee meeting on March 23. The bylaws and any other relevant policies will also be shared with the committee by Wednesday, March 18.	Valadez	Perla Cavazos and TCAO	COMPLETED	03/25/26		The policy was approved by the Board on March 25, 2026.	
45	03/09/26	Executive Committee	Provide information regarding the Central Health Disparity study during the policy discussion	Valadez	Jeff Knodel	COMPLETED	04/20/26		Sent email to full Board on April 20, 2026.	
46	03/09/26	Executive Committee	Tentative future Board meeting schedules have been updated to reflect the addition of a Policy and Bylaws Committee meeting on March 23 and the Budget & Finance Committee will only receive one presentation on the FY25 Central Health audit. (Update: Since Monday, we have decided there will be no Budget & Finance Committee and the audit agenda item will be rolled into the regular Board of Managers meeting agenda.)	Museitif	Briana Harris	COMPLETED	03/10/26		Tentative schedules were updated.	
47	03/10/26	Email	Use a single email account to send all emails to Board Managers	Jefferson	Briana Harris	COMPLETED	04/03/26		This email is now currently in use.	
48	03/11/26	Board of Managers Meeting	What does "ratify" mean in investment language?	Rodriguez	Jeff Knodel	COMPLETED	03/26/26		<a href="#">Sent email to Geronimo on March 16, 2026</a>	
49	03/11/26	Board of Managers Meeting	How many people watch our YouTube livestream?	Rodriguez	Mike Mckinnon	COMPLETED	03/16/26		<a href="#">Sent email to Geronimo on March 16, 2026</a>	



**Our Vision**

Central Texas is a model healthy community.

**Our Mission**

By caring for those who need it most, Central Health improves the health of our community.

**Our Values**

Central Health will achieve excellence through:

*Stewardship* - We maintain public trust through fiscal discipline and open and transparent communication.

*Innovation* - We create solutions to improve healthcare access.

*Right by All* - By being open, anti-racist, equity-minded, and respectful in discourse, we honor those around us and do right by all people.

*Collaboration* - We partner with others to improve the health of our community.

## **EXECUTIVE COMMITTEE**

**June 10, 2026**

### **AGENDA ITEM 3**

Receive and discuss a resolution approving an amendment to the Bylaws of Sendero Health Plans, Inc., regarding ex officio members of the Sendero Board of Directors.  
*(Informational Item)*



## AGENDA ITEM SUBMISSION FORM

This form is to provide a general overview of the agenda item in advance of posting for the Board meeting. Proposed motion language is a recommendation only and not final until the meeting and may be changed by the Board Manager making the motion. All information in this form is subject to the Public Information Act.

Agenda Item Meeting Date June 10, 2026

Who will present the agenda item? (Name, Title) Chair Rodriguez

Notetaker (Name, Title) \_\_\_\_\_

General Item Description Resolution approving an amendment to the Bylaws of Sendero Health Plans, Inc.

Is this an informational or action item? Informational

Fiscal Impact \_\_\_\_\_

Recommended Motion (if needed – action item) \_\_\_\_\_

Key takeaways about agenda item, and/or feedback sought from the Board of Managers:

- 1) Resolution will be presented.
- 2) \_\_\_\_\_
- 3) \_\_\_\_\_

What backup will be provided, or will this be a verbal update? (Backup is due one week before the meeting.) Draft resolution

Estimated time needed for presentation & questions? 5 minutes

Is closed session recommended? (Consult with attorneys.) No

Form Prepared By/Date Submitted: Briana Harris/June 3, 2026

**RESOLUTION OF  
TRAVIS COUNTY HEALTH DISTRICT D/B/A CENTRAL HEALTH,  
ACTING IN ITS CAPACITY AS  
SOLE MEMBER OF  
SENDERO HEALTH PLANS, INC.**

**Approval of Bylaws Amendments**

**WHEREAS** Travis County Health District d/b/a Central Health (“**Central Health**”) is the sole member of Sendero Health Plan, Inc. (“**Sendero**”), a Texas nonprofit corporation, that operates a managed healthcare plan for the benefit of, to perform the functions of, and to carry out the purpose of Central Health; and

**WHEREAS**, Section 3 of Article II of Sendero’s Second Amended and Restated Bylaws, titled “Member’s Rights,” states that “the approval of the Member shall be necessary for the Corporation to take action on any of the following matter: (a) the adoption, amendment, or repeal of the Certificate of Formation or Bylaw of the Corporation”; and

**WHEREAS**, the First Amendment to Sendero’s Second Amended and Restated Bylaws requires the Chair of the Central Health’s Board of Managers and the Chief Executive Officer of Central Health to be Directors of Sendero (the “**Ex Officio Directors**”); and

**WHEREAS**, the Sendero Board of Directors considered and adopted a second amendment to Sendero’s Second Amended and Restated Bylaws on May 24, 2023 (“**Second Amendment**”, attached to this Resolution as Exhibit A) making the Ex Officio Directors permissive as opposed to mandatory; and

**WHEREAS**, the Sendero Board of Directors seeks approval of the attached Second Amendment from the Central Health Board of Managers, as required by Sendero’s Second Amended and Restated Bylaws;

**NOW THEREFORE, IT IS HEREBY RESOLVED**, that Central Health hereby approves the Second Amendment as shown in the attached Exhibit A and authorizes the officers of Central Health and Sendero to take any and all such additional action as they may deem to be necessary or advisable to carry out the intent and accomplish the purpose of the foregoing resolution.

**EXHIBIT A**

**Second Amendment to Sendero Health Plans Inc.'s**

**Second Amended and Restated Bylaws**

Section 2 of Article III to Sendero's Amended and Restated Bylaws shall be amended to read in its entirety as follows:

Section 2. Qualifications, Number, and Tenure.

Directors shall be at least twenty-one (21) years of age, of good standing in the community, and residents of the State of Texas for at least three (3) months before the date of the Director appointment. The initial Board of Director of the corporation consist of three (3) directors as named in the Certificate of Formation. The number of Directors shall be set by a resolution of the Member, but the number set shall not be less than three (3) whose term of office shall be staggered so that not less than one-half ( $\frac{1}{2}$ ) nor more than two-thirds ( $\frac{2}{3}$ ) of the directors shall be appointed for an initial one (1) year term and the remainder for a two (2) year term each commencing on October 1<sup>st</sup>. Thereafter, each Director shall be appointed to hold office for a two (2) year term commencing October 1<sup>st</sup> or until a successor shall have been appointed and qualified. Directors can be reappointed to multiple terms without limit.

The Chair of the Member's Board of Managers and the Chief Executive Officer of the Member may be Directors of the Corporation (the "Ex Officio Directors"). The Ex Officio Directors shall not count toward the number of Directors required under this section, toward quorum pursuant to Section 8, or have the right to vote pursuant to Section 9. The Ex Officio Director's role is advisory in nature with their purpose being to provide the Corporation with guidance, including the facilitation of communication between the Member, the Corporation, and the other partners in the Member's enterprise. Any reference in these Bylaws to "a majority of the Board of Directors" does not include the Ex Officio Directors.

**SENDERO HEALTH PLANS, INC.  
SECRETARY CERTIFICATE**

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I, \_\_\_\_\_, the Secretary of Sendero Health Plans, Inc. (the “Company”), hereby certify as follows:

- 1. Attached hereto as **Exhibit A** are true, correct, and complete copies of the resolutions adopted at a meeting of the Board of Directors of the Company on May 22, 2026 approving the resolution and the Second Amendment to the Company’s Second Amended and Restated Bylaws.
- 2. Attached hereto as **Exhibit B** is a true, correct, and complete copy of the Company’s sole member’s resolutions adopted at a meeting of the Travis County Health District d/b/a Central Health’s Board of Managers meeting on June 24, 2026 also approving the resolution and the Second Amendment to the Company’s Second Amended and Restated Bylaws.
- 3. That the same have not since been modified, amended, superseded, or repealed, and remain in full force and effect.

**IN WITNESS WHEREOF**, I have executed this Certificate on behalf of the Company this \_\_\_\_ day of \_\_\_\_\_ 2026.

SENDERO HEALTH PLANS, INC.

By:

\_\_\_\_\_

Name:  
Title: Secretary

**RESOLUTIONS OF  
THE BOARD OF DIRECTORS OF  
SENDERO HEALTH PLANS, INC.**

May 22, 2026

Second Amendment to Sendero Health Plan Inc.'s Second Amended and Restated Bylaws

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**WHEREAS**, the First Amendment to **Sendero Health Plans, Inc.** (the "**Corporation**") Second Amended and Restated Bylaws (the "Bylaws") made the Chair of the Member's Board of Managers and the Chief Executive Officer of the member Directors of Corporation (the "Ex Officio Directors").

**WHEREAS**, the Board of Directors (the "Board") of Corporation determined it is in the Corporation's best interest to modify the Corporation's Bylaws to convert the mandatory requirement to have Ex Officio Directors to a permissive requirement as set forth in **Exhibit A** attached hereto.

**WHEREAS**, pursuant to Section 3 of Article II and Article XIII of the Bylaws the approval of Travis County Health District d/b/a Central Health's ("Central Health") Board of Managers is required to authorize the amendment of Bylaws of the Corporation.

**NOW, THEREFORE, IT IS:**

**RESOLVED**, that the Board hereby authorizes the amendment of the Corporation's Bylaws as set forth in Exhibit A hereto; and

**RESOLVED**, that the Board hereby authorizes and directs the directors and officers of the Corporation to seek the approval of the Central Health Board of Managers to authorize the Corporation to take actions required to amend the Corporation's Bylaws as provided for in Exhibit B hereto; and it is further; and it is further

**RESOLVED**, that the Board hereby authorizes, approves and directs the officers of the Corporation to take any and all such additional actions as they may deem to be necessary or advisable to carry out the intent and accomplish the purposes of the foregoing resolutions.

EFFECTIVE the 22nd day of May 2026.

**EXHIBIT A**

**Second Amendment to Sendero Health Plans Inc.'s**

**Second Amended and Restated Bylaws**

The Section 2 of Article III to Sendero's Amended and Restated Bylaws shall be amended to read in its entirety as follows:

Section 2. Qualifications, Number, and Tenure.

Directors shall be at least twenty-one (21) years of age, of good standing in the community, and residents of the State of Texas for at least three (3) months before the date of the Director's appointment. The initial Board of Directors of the corporation consists of three (3) directors as named in the Certificate of Formation. The number of Directors shall be set by a resolution of the Member, but the number set shall not be less than three (3) whose terms of office shall be staggered so that not less than one-half ( $\frac{1}{2}$ ) nor more than two-thirds ( $\frac{2}{3}$ ) of the directors shall be appointed for an initial one (1) year term and the remainder for a two (2) year term each commencing on October 1st. Thereafter, each Director shall be appointed to hold office for a two (2) year term commencing October 1st or until a successor shall have been appointed and qualified. Directors can be reappointed to multiple terms without limit.

The Chair of the Member's Board of Managers and the Chief Executive Officer of the Member may be Directors of the Corporation (the "Ex Officio Directors"). The Ex Officio Directors shall not count toward the number of Directors required under this section, toward quorum pursuant to Section 8 or have the right to vote pursuant to section 9. The Ex Officio Directors role is advisory in nature with their purpose being to provide the Corporation with guidance including the facilitation of communication between the Member, the Corporation and the other partners in the Member's enterprise. Any reference in these Bylaws to "a majority of the Board of Directors" does not include the Ex Officio Directors.



**Our Vision**

Central Texas is a model healthy community.

**Our Mission**

By caring for those who need it most, Central Health improves the health of our community.

**Our Values**

Central Health will achieve excellence through:

*Stewardship* - We maintain public trust through fiscal discipline and open and transparent communication.

*Innovation* - We create solutions to improve healthcare access.

*Right by All* - By being open, anti-racist, equity-minded, and respectful in discourse, we honor those around us and do right by all people.

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## **EXECUTIVE COMMITTEE**

**June 10, 2026**

### **AGENDA ITEM 4**

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.<sup>3,4</sup>  
*(Informational Item)*



## AGENDA ITEM SUBMISSION FORM

This form is to provide a general overview of the agenda item in advance of posting for the Board meeting. Proposed motion language is a recommendation only and not final until the meeting and may be changed by the Board Manager making the motion. All information in this form is subject to the Public Information Act.

Agenda Item Meeting Date June 10, 2026, Executive Committee Meeting

Who will present the  
agenda item? (Name, Title) Tara Trower, Deputy CEO, CommUnityCare  
Stephanie Lee McDonald, SVP and Chief Infrastructure Officer

Notetaker (Name, Title) Stephanie Lee McDonald, SVP and Chief Infrastructure Officer

General Item Description Receive guidance on prospective care delivery strategy in key areas

Is this an informational or  
action item? Informational

Fiscal Impact NA

Recommended Motion (if  
needed – action item) NA

Key takeaways about agenda item, and/or feedback sought from the Board of Managers:

- 1) Present and receive feedback on prospective care delivery strategy focused on CommUnityCare clinical sites
- 2) \_\_\_\_\_

What backup will be  
provided, or will this be a  
verbal update? (Backup is  
due one week before the  
meeting.) Closed Session presentation and discussion

Estimated time needed for  
presentation & questions? 20 min

Is closed session  
recommended? (Consult  
with attorneys.) Yes

Form Prepared By/Date  
Submitted: Stephanie Lee McDonald 6/3/2026



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## **EXECUTIVE COMMITTEE**

**June 10, 2026**

### **AGENDA ITEM 5**

Receive a briefing and take appropriate action on issues related to *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.<sup>4</sup> (*Possible Action Item*)



### AGENDA ITEM SUBMISSION FORM

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Agenda Item Meeting Date June 10, 2026

Who will present the agenda item? (Name, Title) \_\_\_\_\_

General Item Description Receive a briefing and take appropriate action on issues related to *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.

Is this an informational or action item? Informational

Fiscal Impact \_\_\_\_\_

Recommended Motion (if needed – action item) N/A

Key takeaways about agenda item, and/or feedback sought from the Board of Managers:

1) Brief update in closed session.

2) \_\_\_\_\_

What backup will be provided, or will this be a verbal update? (Backup is due one week before the meeting.) Verbal update

Estimated time needed for presentation & questions? 15 minutes

Is closed session recommended? (Consult with attorneys.) Yes

Form Prepared By/Date Submitted: Briana Harris/June 3, 2026



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## **EXECUTIVE COMMITTEE**

**June 10, 2026**

## **AGENDA ITEM 6**

Deliberation and possible action on the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of one or more Central Health employees.<sup>4,5</sup>  
(Possible Action Item)



## AGENDA ITEM SUBMISSION FORM

This form is to provide a general overview of the agenda item in advance of posting for the Board meeting. Proposed motion language is a recommendation only and not final until the meeting and may be changed by the Board Manager making the motion. All information in this form is subject to the Public Information Act.

Agenda Item Meeting Date June 10, 2026

Who will present the agenda item? (Name, Title) \_\_\_\_\_

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

Is this an informational or action item? Action

Fiscal Impact \_\_\_\_\_

Recommended Motion (if needed – action item) As needed

Key takeaways about agenda item, and/or feedback sought from the Board of Managers:

1) This item will be taken up in closed session.

2) \_\_\_\_\_

What backup will be provided, or will this be a verbal update? (Backup is due one week before the meeting.) Verbal update

Estimated time needed for presentation & questions? TBD

Is closed session recommended? (Consult with attorneys.) Yes

Form Prepared By/Date Submitted: Briana Harris/June 3, 2026



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## **EXECUTIVE COMMITTEE**

**June 10, 2026**

## **AGENDA ITEM 7**

Confirm the next regular Executive Committee meeting date, time, and location. (*Informational Item*)