

**MINUTES OF HOSPITAL AUTHORITY SPECIAL MEETING
DECEMBER 20, 2022**

Minutes of the SPECIAL meeting of the Chairman and Trustees of the Clinton Hospital Authority, City of Clinton, Oklahoma, Custer County, held in the City Council Room, City Hall on Tuesday, December 20, 2022, at 5:30 p.m. A notice of this meeting with agenda was posted on the bulletin board in the lobby of Clinton City Hall on December 16, 2022, at 4:00 p.m.

Chairman David Berrong called the meeting to order at 5:38 p.m. with the following present:

CHAIRMAN: David Berrong

TRUSTEES: Patch McComas, Ernie Dowdell, Arthur Lloyd, Ernesto Villanueva

MANAGER: Robert Johnston

CITY TREASURER: Debra Blanchard

CITY ATTORNEY: Ryan Meacham (absent)

CITY CLERK: Amy Jones

NEWS MEDIA: Nydia Campbell, Todd Bruner

OTHERS: Gene McCullough, Joshua McGuire, Jordyn Case, Brett Russell, Paul Rinkel, Chasity Richardson, Janice Merrill, Johnnie Ward, Cris Hickerson, Tracy Yoder, Dacia Phillips, Ann Lambeth, Johnnie Red, and others.

Dan Day, Custer County Sheriff, opened the meeting with prayer and Don Miller, Post Commander, American Legion Post 41 led the Pledge of Allegiance.

AGENDA ITEM NO. 2: CONSENT AGENDA

- A. Minutes from the December 6, 2022 Regular Meeting and the December 13, 2022 Special Meeting
- B. Approval of Carrus Healthcare, LLC, Invoice #2022-11-01 Management Fee for November 2022 \$65,000.00.
- C. Approval of Crowe and Dunlevy Invoice #744751 for Profession Attorney Fees of \$49,410.00

Motion was made by Trustee Dowdell and seconded by Trustee Villanueva to approve the Consent Agenda.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, McComas, Villanueva, Berrong

Nay: None

Chairman declared the motion carried

AGENDA ITEM NO. 3 Discussion, Consideration, and Possible Action Regarding:

A. Request for Executive Session pursuant to Section 307 B(4) of the OK Open Meeting Act Confidential Communications between a Public Body and its attorney Regarding Clinton HMA LLC, Plaintiff and the Clinton Hospital Authority, Defendant

Motion was made by Trustee McComas and seconded by Trustee Lloyd to go into Executive Session at 5:39 p.m. pursuant to Section 307 B (4) of the OK Open Meeting Act Confidential Communications between a Public Body and its attorney; regarding Clinton HMA LLC, Plaintiff and the Clinton Hospital Authority, Defendant and to invite Manager Robert Johnston and City Attorney Ryan Meacham by phone.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, McComas, Villanueva, Berrong
Nay: None

Chairman declared the motion carried

B. Reconvene from Executive Session

Motion was made by Trustee McComas and seconded by Trustee Lloyd to reconvene to the regular meeting at 6:22 p.m.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, McComas, Villanueva, Berrong
Nay: None

Chairman declared the motion carried.

C. Any Actions Arising Out of the Executive Session

A report of no action was given by Chairman Berrong.

D. Transition from Clinton CMA, LLC d/b/a Alliance Health Clinton to Carrus Healthcare, LLC Management of Clinton Regional Hospital

A report of no action was given by Chairman Berrong.

AGENDA ITEM NO. 4: NEW BUSINESS (If any, pursuant to Section 311.9 of the Oklahoma Meeting Act.)

None

AGENDA ITEM NO. 5: TRUSTEE REPORT

None

AGENDA ITEM NO. 6: CITY MANAGER'S REPORT

None

AGENDA ITEM NO. 7: AUDIENCE PARTICIPATION (According to Audience Participation Decorum Guidelines at Clinton City Council Public Meetings effective: 2/14/2017)

None

AGENDA ITEM NO. 7: ADJOURNMENT

Moved by Trustee Dowdell and seconded by Trustee Villanueva to adjourn the meeting.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, McComas, Villanueva Berrong

Nay: None

Chairman declared the meeting adjourned at 6:23 pm.

Date Approved

David D. Berrong, Chairman

**MINUTES OF HOSPITAL AUTHORITY SPECIAL MEETING
DECEMBER 27, 2022**

Minutes of the SPECIAL meeting of the Chairman and Trustees of the Clinton Hospital Authority, City of Clinton, Oklahoma, Custer County, held in the City Council Room, City Hall on Tuesday, December 27, 2022, at 5:30 p.m. A notice of this meeting with agenda was posted on the bulletin board in the lobby of Clinton City Hall on December 21, 2022, at 5:00 p.m.

Chairman David Berrong called the meeting to order at 5:38 p.m. with the following present:

CHAIRMAN: David Berrong

TRUSTEES: Patch McComas, Ernie Dowdell, Arthur Lloyd, Ernesto Villanueva

MANAGER: Robert Johnston

CITY TREASURER: Debra Blanchard

CITY ATTORNEY: Ryan Meacham

CITY CLERK: Amy Jones

NEWS MEDIA: Nydia Campbell, Mike Smith

OTHERS: Gene McCullough, Joshua McGuire, Russ Meacham. Chasity Richardson, Janice Merrill, Jill Atchley, Wade Anders and others.

AGENDA ITEM NO. 2 Discussion, Consideration, and Possible Action Regarding:

A. Request for Executive Session pursuant to Section 307 B(4) of the OK Open Meeting Act Confidential Communications between a Public Body and its attorney Regarding Clinton HMA LLC, Plaintiff and the Clinton Hospital Authority, Defendant

Motion was made by Trustee McComas and seconded by Trustee Dowdell to go into Executive Session at 5:31 p.m. pursuant to Section 307 B (4) of the OK Open Meeting Act Confidential Communications between a Public Body and its attorney; regarding Clinton HMA LLC, Plaintiff and the Clinton Hospital Authority, Defendant and to invite Manager Robert Johnston and City Attorney Ryan Meacham by phone.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, McComas, Villanueva, Berrong

Nay: None

Chairman declared the motion carried

B. Reconvene from Executive Session

Motion was made by Trustee McComas and seconded by Trustee Lloyd to reconvene to the regular meeting at 6:23 p.m.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, McComas, Villanueva, Berrong

Nay: None

Chairman declared the motion carried.

C. Any Actions Arising Out of the Executive Session

Trustee Patch McComas made the following motion, seconded by Dowdell:

In anticipation of the possible interruption of services at Clinton Regional Hospital beginning January 1, 2023:

Confirm continuation of pay and benefits for at least one month for full time employees for work actually performed during the interruption of service period;

Confirm continuation of pay for at least one month for part-time and PRN employees for work actually performed during the interruption of service period;

Authorize the execution of Letter of Engagement with Emergency Physicians of Midwest City for at least one month during the interruption of service period; contingent upon the Authority's ability to operate the Emergency Room under a state license.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, McComas, Villanueva, Berrong

Nay: None

Chairman declared the motion carried 4-0.

D. Transition from Clinton CMA, LLC d/b/a Alliance Health Clinton to Carrus Healthcare, LLC Management of Clinton Regional Hospital

A report of no action was given by Chairman Berrong.

AGENDA ITEM NO. 3: NEW BUSINESS (If any, pursuant to Section 311.9 of the Oklahoma Meeting Act.)

None

AGENDA ITEM NO. 4: TRUSTEE REPORT

None

AGENDA ITEM NO. 5: MANAGER'S REPORT

None

AGENDA ITEM NO. 6: AUDIENCE PARTICIPATION (According to Audience Participation Decorum Guidelines at Clinton City Council Public Meetings effective: 2/14/2017)

None

AGENDA ITEM NO. 7: ADJOURNMENT

Moved by Trustee Dowdell and seconded by Trustee Villanueva to adjourn the meeting.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, McComas, Villanueva Berrong

Nay: None

Chairman declared the meeting adjourned at 6:23 pm.

Date Approved

David D. Berrong, Chairman