

**MINUTES OF HOSPITAL AUTHORITY REGULAR MEETING  
APRIL 18, 2023**

Minutes of the regular 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, April 18, 2023, 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 April 14, 2023, at 5:00 p.m.

Chairman David Berrong called the meeting to order at 5:31 p.m. with the following present:

**CHAIRMAN:** David Berrong

**TRUSTEES:** Ernie Dowdell, Arthur Lloyd, Ernesto Villanueva, Patch McComas (absent)

**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, Troy Calvert, Mark Switzer, Joe Williams, Jaron Williams, Gwen Fuchs, Donna Rother, Steve Weichel, Jill Atchley, Jimmie Evans, Cris Hendrickson, Janice Merrill, Janae Chittum, Chasity Richardson, Donnie Phipps, Jim Slayton, Heather Roulet, Debbie Mendez, Anita Fransen, Paul Rinkel, Danny Tharp, Doug Greer, Temple Diel, Jason Hulin, Elizabeth Jones, Jason Smith, Tracy Heerwald and others.

Temple Diel, Paster, First United Methodist Church opened the meeting with prayer and Doug Greer, Service Officer, American Legion Post 41 led the Pledge of Allegiance.

**AGENDA ITEM NO. 2: CONSENT AGENDA**

A. Minutes from April 4, 2023, Special Meeting

Motion was made by Trustee Dowdell and seconded by Trustee Villanueva that the Consent Agenda Items be approved.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, 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 Dowdell and seconded by Trustee Villanueva to go into Executive Session at 5:33 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.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, Villanueva, Berrong

Nay: None

Chairman declared the motion carried.

**B. Reconvene from Executive Session**

Motion was made by Trustee Dowdell and seconded by Trustee Villanueva to reconvene to the regular meeting at 5:58 p.m.

Chairman put the motion to a roll call vote:

Aye: Dowdell, McComas, Villanueva, Berrong

Nay: None

Chairman declared the motion carried

**C. Any Actions Arising Out of the Executive Session**

Mayor Berrong gave a report of No Action.

**D. Termination of Management Services Agreement with Carrus Healthcare, LLC**

City Attorney Ryan Meacham addressed the Trustees regarding the Termination of the "Management Services Agreement" with Carrus Healthcare, LLC. Meacham stated that as those present were aware, Dewberry Architects and PEC Engineers made a presentation at the last Clinton Regional Hospital Governing Board meeting on March 27, 2023. The timelines for repairs to the hospital facility that were presented were not at all what was anticipated at the time an agreement was entered with Carrus Healthcare, LLC. So, it is through due diligence and many hard conversations and for the best interest of the City to reduce the Hospital Authority expenses for the Clinton Regional Hospital at this time. This would include the employee payroll and management agreement expenses. This is due to the estimated cost of approx. six million dollars to bring the

hospital facility up to code if the Phase 1 as presented is accurate.

Meacham cited the "Management Services Agreement" Section 2.4 (c) Termination for Cause provides, as follows: "Termination Due to Destruction or Loss of License. Notwithstanding any other provision of this Agreement to the contrary, either party shall have the right to terminate this Agreement effective upon Notice to the other party in the event (i) a significant portion of the AUTHORITY facilities is destroyed by a natural disaster or condemned for public use; or (ii) AUTHORITY loses any license or permit required for its continued operation or is terminated as a Medicare and/or Medicaid provider."

Trustee Ernie Dowdell addressed the audience regarding the current hospital situation. Chairman Berrong also reiterated that the goal is to have good healthcare in the community and to work together as a community.

Motion was made by Councilman Dowdell and seconded by Councilman Villanueva to Termination of Management Services Agreement with Carrus Healthcare, LLC

Chairman put the motion to a roll call vote:

Aye: Dowdell, McComas, Villanueva, Berrong

Nay: None

Chairman declared the motion carried 4-0. Councilman McComas was absent.

**E. Termination/Modification of Clinic Management Agreement (Urgent Care Clinic) with Carrus Healthcare, LLC**

No action taken.

**F. Continuation of Pay & Benefits for Full Time CRH Employees until 5/1/2023.**

Discussion regarding the same issues just discussed on Agenda Item 4(D), regarding the architect and engineers' report provided to the Hospital Governing Board, and the resulting financial need to end the month to month pay of the full time CRH Employees pay and benefits on April 30, 2023. It was noted that the pay was approved to be looked at monthly starting in December 2022 and authorization was given to provide pay and benefits at that time.

Motion was made by Councilman Dowdell and seconded by Councilman Villanueva to not continue pay and benefits for full time CRA employees after April 30, 2023.

Chairman put the motion to a roll call vote:

Aye: Dowdell, McComas, Villanueva, Berrong

Nay: None

Chairman declared the motion carried 4-0. Councilman McComas was absent.

**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 the meeting.

Chairman put the motion to a roll call vote:

Aye: Dowdell, Lloyd, Villanueva, Berrong

Nay: None

Chairman declared the meeting adjourned at 6:11 pm.

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Date Approved

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David D. Berrong, Chairman