

Tomball Hospital Authority DBA Tomball Regional Health Foundation
Board of Directors Minutes – March 26, 2025

Present: Tom Kikis-Chairman, TJ Tijerina-Vice Chairman, Vicki Clark-Secretary, Sharon Frank, Janna Hogle, Bill Hogue, Danny Marburger, Jack Smith, Lori Wilson, Margarete Yacoubian

Present Via Zoom: Christina Nash-Treasurer

Absent: None

Also, Present: Jeffrey Klein-CEO, Sarah Dill-Administrative Manager, Matt Rogers-with Weaver and Tidwell, L.L.P

Also, Present Via Zoom: Kevin Reed-Attorney with Reed Claymon
Russell Kent, Angela Caraway, Paul Lebouef-all with Wells Fargo

- I. **Call to Order:** Tom Kikis called the meeting to order at 4:04 pm and asked Jeffrey to read the Foundation’s Mission Statement.
- II. **Approval of Minutes:** February 19, 2025, Board Meeting Minutes were reviewed.
Sharon Frank moved to accept the February 19, 2025, Board Minutes, and Jack Smith seconded. Motion carried.
- III. **Community Input:** No community members present.
- IV. **Monthly Financial Reports:**
 - A. **Wells Fargo** was present over Zoom to review the TRHF February 2025 portfolio. Russell Kent reported that over the last 12 months, our portfolio is up 11.14%, but with the volatile market due to tariffs, it has decreased 1.43% from last month. Since its June 2016 inception, it is up 8.8% versus a 7.27% benchmark. As of February 28, 2025, the balance is \$139,241,131, an increase of almost \$83 million since inception, even with \$29,934,413 in withdrawals. Russell’s team will give an in-depth report at the quarterly meeting in April.

Jeffrey requested the monthly funds transfer of \$1,000,000 from Wells Fargo to Frost Bank by March 31, 2025, to cover quarterly funding and construction expenses.
Jack Smith moved to approve transferring \$1,000,000 from Wells Fargo to Frost Bank by March 31, 2025. Danny Marburger seconded. Motion carried.
 - B. **Weaver Audit Report-** Matt Rogers from Weaver and Tidwell, L.L.P. presented the fiscal year accounting audit for the period ending December 31, 2024. He reviewed the required governance communications letter and the final audited financial report. No material misstatements were identified. The net position as of December 31, 2024, was \$142,029,106, an increase of \$16,284,176 from the previous fiscal year. The total assets are largely comprised of current investments totaling \$140,663,676. TRHF received the highest level of assurance of an unmodified opinion.
Vicki Clark moved to approve the 12-month 2024 audited financials as presented, and Janna Hogle seconded. Motion carried.

C. Financial Summary reports from February 2025 were reviewed. The Balance Sheet shows that total assets were \$142,627,226.06, a decrease of \$2.1 million from January but an increase of over \$10 million from February 2024. Jeffrey reviewed the larger expenses on the Cash Report, noting that several of the 2024 final funding payments made in January were deposited in February, accounting for the large transaction volume in February. The Board also reviewed the Construction Expense spreadsheet.

Vicki Clark moved to accept the February 2025 financials, and TJ Tijerina seconded. Motion carried.

D. ACH payments- Jeffrey met with our new Frost Bank account executive, John Taylor, who specializes in government entities. He agrees that moving to ACH payments over checks is more secure. We would have ACH with Positive Pay and internal controls. Jeffrey has had several discussions with John regarding fees and required account minimums. As a result, our earnings credit rate has been increased to better cover the account fees, and previous fees charged are being refunded. John recommended we close our current money market account and open a Fidelity Government Money Market Fund that is currently paying 3.7%. Once finalized, we would need to complete a new signature card. John also agreed that using a Frost credit card for purchases is more secure than using our current debit card.

TJ Tijerina moved that TRHF begin utilizing online treasury services, close the current Frost Money Market account, and open a Fidelity Government Money Market Account through Frost Brokerage Services, and Maggie Yacoubian seconded. Motion carried.

Sharon Frank moved that TRHF open a Frost credit card account, and T.J. Tijerina seconded. Motion carried.

V. Funding Partner Updates:

A. Funding Reports- the 2024 Project Funding report is complete, and the funds remaining total is \$985,534.63, \$500,000 of which is designated for the emergency relief fund.

The 2025 Project Funding report was also reviewed. \$3,885,245 has been awarded out of \$4,451,006 designated for projects leaving \$565,661 still available for 2025 projects.

B. Special 2024 year-end funding results- all the organizations that received additional end-of-year funding fully utilized their funds except for TEAM. The board agreed that in the future, if similar funding is awarded, it should be considered earlier in the year rather than after the holidays have passed. Jeffrey proposed that the Board consider impact funding with unused funds in the future. The Board agreed this would be added to a future agenda, possibly for discussion at the board retreat. Legal counsel did clarify that TRHF funds can be used for health and wellness purposes related to building campaigns if the Board chooses to expend funds in that manner.

C. TOMAGWA Dental Program- Jeffrey and Tom met with the new TOMAGWA board chairman, Bill Berger. Bill would like to meet regularly going forward.

VI. CEO Report:

A. Development of Medical Complex Drive (MCDP) update-

- Jeffrey reviewed the construction cost tracking report and timeline.
- Electrical and plumbing are installed.
- The heavy rain slowed down the grading of the pond and site dirt work.
- Framing in preparation for pouring concrete is complete.
- Preparing to pour concrete beams for steel beam installation.
- The concrete for the parking lot should be poured in the next few weeks.
- Jeffrey is scheduling a meeting with the city to further discuss the turning lane.
- Jeffrey met with the Tomball City Planner to discuss the tree requirements regarding tree placement along Medical Complex Drive.
- Drone images provided by Jim Ross gave the Board a good view of the progress.
- Jeffrey is pleased with the progress made and how well everyone is working together.
- Janna would like the board to consider adding staff to manage the building and grounds.

B. By-laws Review- Kevin Reed gave an update.

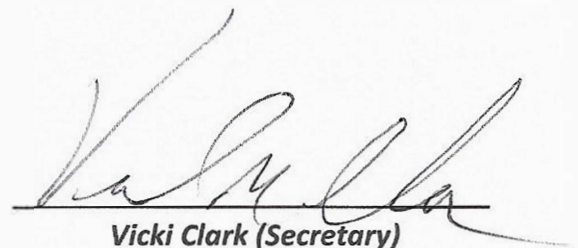
C. Medicare Payments Update- Legal Counsel is still working on this issue. No payments have been made yet, but Kevin believes they will be forthcoming.

D. Board Retreat- is scheduled for May 1, 9:00 am – 4:00 pm at Inspiration Ranch with Wells Fargo's Senior Philanthropic Trust Advisory Specialist, Kerri Lai, as the facilitator. She'll arrive on April 30 to have dinner following the Board meeting with the Executive Committee. Jeffrey requested agenda item input from the Board.

E. Executive Team Engagement Summary- was reviewed. The Board is extremely pleased with the team's community involvement and the progress the team is making in understanding the needs of the area and how TRHF might partner with community organizations to further the mission.

VII. Adjournment

TJ Tijerina moved to adjourn the meeting at 5:37 pm, and Vicki Clark seconded. Motion carried.



Vicki Clark (Secretary)