

**Tomball Hospital Authority DBA Tomball Regional Health Foundation**  
**Board of Directors Minutes – January 25, 2023**

**Present:** Jim Ross-Chairman, Jack Smith-Vice Chairman, Tom Kikis-Secretary, Vicki Clark-Treasurer, Bill Hogue, Danny Marburger, Jack Smith, Latrell Shannon, Lori Wilson, Margarette Yacoubian,

**Present Via Zoom:** Christina Nash

**Absent:** David McClinton

**Also, Present:** Jeffrey Klein-CEO, Sarah Dill-Administrative Manager, Randall Parr-Tomball City Council Liaison, Karla Velasquez-Myrtle Cruz  
Paul LeBouef, Dominique Wright, Melissa Greer, Angela Caraway, Russell Kent-all with Wells Fargo

**Also, Present Via Zoom:** Robert Spurck-Attorney with Reed Claymon

- I. **Call to Order:** Jim Ross called the meeting to order at 4:01 pm and read the Foundation’s Mission Statement.
- II. **Approval of Minutes:** December 13, 2022, Executive Board Meeting Minutes were reviewed since there was no Board of Directors Meeting in December. A motion was made by Vicki Clark to accept the December Minutes and seconded by Danny Marburger. Motion carried.
- III. **Community Input:** Randy Parr gave an update on the ransomware attack on the City of Tomball.
- IV. **Monthly Financial Reports:**
  - A. Karla Velasquez reviewed the December 2022 Balance Sheet and Profit and Loss Sheet. Total assets as of December 31, 2022, were \$105,761,974.20. Expenses are under budget. A motion was made by Jack Smith and seconded by Vicki Clark to accept the December 2022 financials. Motion carried.
  - B. Wells Fargo reviewed the Quarterly Portfolio. Russell Kent reported an increase of approximately \$7 million over the past three weeks. The market appears to be trending upward. The bond market is sitting at 4 to 4.5% which is taking pressure off equities. The outlook is looking better. Thanked the Board for their confidence and partnership.
  - C. A motion was made by Lori Wilson and seconded by Christina Nash to approve moving \$400,000 from Wells Fargo to Frost Bank. Vicki Clark abstained. Motion carried.
  - D. A motion was made by Tom Kikis and seconded by Latrell Shannon to accept and pay the legal invoice in the amount of \$2,036.00 to Reed Claymon. Motion carried.
  - E. Jeffrey reported a Money Market Account has been opened at Frost Bank to take advantage of interest rates. Vicki Clark informed the Board that as an Account Officer with Frost, she is not allowed to work with our account. Ricky Bradshaw is our Account Officer.

- F. The Board reviewed the Grant Payment Budget and Spend Rate Calculation reports.
- G. The Board discussed changing the fiscal year-end from June 30th to December 31st to align the fiscal year with the grant year. Jeffrey reported that Weaver and Tidwell said the cost difference between a short and long audit is minimal. Weaver and Tidwell had no legal concerns regarding the change, and the Board tasked Jeffrey to verify if any additional reporting needs to take place with the IRS. There was also discussion regarding creating a grant acceptance window. This would allow for the Board to thoroughly vet grant applicants and give the Board a better understanding of how to allocate funds.  
A motion was by Tom Kikis and seconded by Vicki Clark to change the fiscal year to match the grant year and to move forward with creating and transitioning to a new grant acceptance process. Motion carried.

**V. CEO Summary Report:**

- A. Jeffrey reported on the review of the current TRHF Human Resources Policy. Counsel will have a simpler policy draft ready for review by Friday.
- B. Jeffrey reviewed the updated Grant Payment Process-is attached. The new process will eliminate the redundancy of bringing previously approved grants before the Board again to approve individual payments. Checks will be signed by an Executive Board member for approval. If grant partners are not meeting the requirements, then it shall be the duty of the CEO to bring those concerns to the Board at the next scheduled Board meeting. Payment will be initiated upon the Board's further approval.  
A motion was made by Bill Hogue and seconded Jack Smith to accept the new grant payment process. Motion carried.
- C. Jeffrey reported that he and Jim met with Creative Risk Funding. After clarification of their process with Medicare and the associated claims, the current contract pricing is satisfactory. It was made clear to Creative Risk that we will revisit annually to review activity and how much they saved the Foundation.
- D. Jeffrey announced that the February Grant Partners Roundtable will focus on issues children ages birth to 21 years are facing. Eleven organizations have been invited. Board members will be asked to alternate attending the quarterly roundtable meetings. Tom Kikis and Jack Smith agreed to attend on February 23<sup>rd</sup>.
- E. Jeffrey reported on his meetings with several of our Grant Partners and specifically with the As Salam Clinic and Klein ISD's Dr. Yvonne Clark. Jeffrey connected Dr. Nathani, Dr. Shahzad, and Dr. Clarke regarding a KISD student who will now benefit from As Salam's services. Jeffrey also reported that Darrel Pile is TOMAGWA's new Development Director and that TOMAGWA has now added a cash flow statement to their December Financial Report.

**VI. Monthly and Quarterly Reports for December 2022:**

- A. TOMAGWA's December Financial Report was reviewed. They received \$41,161.03 for December dental expenses. Questions regarding their financials will be submitted to Jeffrey to address with TOMAGWA.

- B. Sarah updated the Board regarding the meeting she and Jeffrey had with Drew Huffman and Megan Mageo with the City of Tomball. The current cost of the park project is \$2.3 million. The \$490,000 TRHF is contributing will cover the majority of the ADA playground costs. Construction will take about six weeks beginning the first week of February. Jeffrey will continue working with Drew regarding TRHF signage at the park.

**VII. January Funding Request:**

- A. Lone Star College submitted a change request. The Executive Board recommended best practice is to adhere to the contract and decline the change request.
- B. Tomball ISD submitted a second 2022 grant application requesting funding for six Stryker chairs and 1,000 Stop the Bleed kids. They will submit another request later this year for the RISE program which cannot be funded by TISD. In most circumstances, TRHF will only grant funding once a year.
- A motion was made by Lori Wilson and seconded by Jack Smith to deny both funding requests. Motion carried.

**VIII. Receive report of Nominating Committee for Committee Appointments and Officer Election:**

**A. Accept Election of Officers:**

Jim Ross-Chairman of the Board, Jack Smith-Vice Chairman of the Board, Vicki Clark-Treasurer, Tom Kikis-Secretary

A motion was made by Lori Wilson and seconded by Latrell Shannon to accept the report of the Nominating Committee and elect the proposed officers by acclamation with those terms being effective October 30, 2022. Motion carried.

**B. Approve Committee Appointments:**

Audit and Finance Committee: Tom Kikis (Chairman), Lori Wilson, Latrell Shannon, Bill Hogue.

Funding Committee: Jim Ross (Chairman), Vicki Clark, Christina Nash, David McClinton.

Nominating Committee: Danny Marburger (Chairman), David McClinton, Bill Hogue, Margarete Yacoubian

A motion was made by Christina Nash and seconded by Maggie Yacoubian to approve the 2022-2023 Committee appointments as presented. Motion carried.

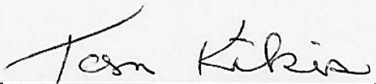
**IX. No Closed Session**

**X. Adjournment**

Prior to adjournment Jim asked the below items to be placed on the February Agenda:

- SEP employee contributions
- Board volunteers to assist with reviewing the TRHF By-laws

A motion was made by Latrell Shannon to adjourn the meeting at 5:31 pm and seconded by Tom Kikis. Motion carried.

  
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Tom Kikis, Secretary