

**NUECES COUNTY HOSPITAL DISTRICT
Board of Managers - Workshop Meeting
Wednesday, November 11, 2015 at 11:30 AM**

Agenda

1. CALL TO ORDER

2. AGENDA:

- A. Receive presentation from CHRISTUS Spohn Health System Corporation relating to September 10, 2014 Letter of Intent Regarding Material Alteration Notice between the Nueces County Hospital District and CHRISTUS Spohn Health System Corporation, as previously approved by Nueces County Commissioners Court; Letter of Intent-related final documents relate to (i) construction of the Dr. Hector P. Garcia – Memorial Family Health Center on the Hospital District’s property at 2606 Hospital Boulevard, Corpus Christi, Texas, (ii) orderly transition of services from and Hospital District’s-ordered closure of Hospital District-owned hospital presently known as CHRISTUS Spohn Hospital Corpus Christi-Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas, (iii) further details regarding the terms of the September 10, 2014 Letter of Intent, and (iv) other related matters.

- B. Discuss September 10, 2014 Letter of Intent Regarding Material Alteration Notice between the Nueces County Hospital District and CHRISTUS Spohn Health System Corporation, as previously approved by Nueces County Commissioners Court; Letter of Intent-related final documents relate to (i) construction of the Dr. Hector P. Garcia – Memorial Family Health Center on the Hospital District’s property at 2606 Hospital Boulevard, Corpus Christi, Texas, (ii) orderly transition of services from and Hospital District’s-ordered closure of Hospital District-owned hospital presently known as CHRISTUS Spohn Hospital Corpus Christi-Memorial (formerly known as Memorial Medical Center) located at 2606 Hospital Boulevard, Corpus Christi, Texas, (iii) further details regarding the terms of the September 10, 2014 Letter of Intent, and (iv) other related matters:
 - 1) CHRISTUS Spohn Health System Corporation Amended and Restated Membership Agreement, including:
 - a) Amended and Restated Schedule 1 to Spohn Membership Agreement; and
 - b) Amended and Restated Schedule 2 to Spohn Membership Agreement.
 - 2) Amended and Restated Memorandum of Understanding Relating to Termination of the Membership Agreement, including:
 - a) Attachment A to Memorandum of Understanding – Third Amendment to the Revised and Restated Indigent Care Agreement;
 - b) Attachment B to Memorandum of Understanding – Fourth Amendment to the Lease Agreement; and

- c) Attachment C to Memorandum of Understanding – Sixth Amendment to Master Agreement.
- 3) Escrow Agreement between Nueces County Hospital District, CHRISTUS Spohn Health System Corporation, and Bank of America Merrill Lynch.

3. ADJOURN

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