

**NORTHEAST HOSPITAL AUTHORITY  
BOARD OF TRUSTEES' MEETING  
December 21, 2023**

The Board of Directors of the Northeast Hospital Authority met in regular session at Memorial Hermann Northeast, Administrative Conference Room, 4<sup>th</sup> Floor South Tower, 18951 Memorial North, Humble, Texas 77338. The meeting was open to the public.

Present:

Roy Hearnberger, President  
Robert Panzarella, M.D., Vice President  
Tim Baker, Treasurer  
Roger Brown, Ed.D., Secretary (Via Zoom)  
Mike Hardage, Officer for All Purposes  
Carol Prince, Board Member  
Mark Mitchell, Board Member

The following were also in attendance:

Michelle Lee, Byers Lee, P.C.  
Loren Smith, Olson & Olson, L.L.P.  
Philip Boedeker, Olson & Olson, L.L.P.  
Jennifer Namie, Olson & Olson, L.L.P.  
Brooke Baugh, **Wolford Group**

I. Call to Order

**Roy Hearnberger called the meeting to order at 8:11 a.m.**

II. Public Comments and Receipt of Petitions; *[At this time, anyone will be allowed to speak on any matter other than personnel matters or matters under litigation, for length of time not to exceed three minutes. No Board discussion or action may take place on a matter until such matter has been placed on an agenda and posted in accordance with law - GC, 551.042.]*

**There were no public comments.**

III. Memorial Hermann Northeast Report – Justin Kendrick, SVP & CEO, Memorial Hermann Northeast and Memorial Hermann Woodlands

IV. Consideration and possible action regarding the minutes from the November 16, 2023 meeting.

**Mike Hardage made a motion to approve the minutes from the November 16, 2023 meeting. Mark Mitchell seconded the motion and the motion carried unanimously.**

V. Consideration and possible action to ratify an additional expense of \$3,000.00 for ad hoc services provided by Buck Consultants in conjunction with the termination of the Northeast Medical Center Defined Benefit retirement plan.

**Mike Hardage made a motion to ratify an additional expense of \$3,000.00 for ad hoc services provided by Buck Consultants in conjunction with the termination of the Northeast Medical Center Defined Benefit retirement plan. Robert Panzarella seconded the motion and the motion carried unanimously.**

- VI. Consideration and possible action regarding the Authority's sponsorship of Good Oil Days.

**Mark Mitchell made a motion for the Authority to provide sponsorship in the amount of \$5,000.00 to the Good Oil Days. Carol Prince seconded the motion and the motion carried unanimously.**

- VII. Discussion and possible action regarding the budget for the administrative position to be shared by the Authority and Foundation Boards.

**Mark Mitchell made a motion to budget \$145,000.00 annually for the administrative position to be shared by the Authority and Foundation Boards. Carol Prince seconded the motion and the motion carried unanimously.**

- VIII. Discussion and possible action regarding the job description for the administrative position to be shared by the Authority and Foundation Boards.

**Carol Prince made a motion to approve the job description for the administrative position entitled Director of Development and Programs with Loren Smith's edits. Mark Mitchell seconded the motion and the motion carried unanimously.**

- IX. Consideration and possible action to hire an employee to fill the administrative position to be shared by the Authority and Foundation Boards.

**Tim Baker made a motion to hire Brooke Baugh as Director of Development and Programs effective January 15, 2024. Carol Prince seconded the motion and the motion carried unanimously.**

- X. Finance/Insurance/Compliance Report.

**Mike Hardage presented this report with Tim Baker presenting the investment report.**

- XI. Foundation Board Report.

**Tim Baker presented a rough draft of the new service area map.**

- XII. Other Reports and Visitor Welcome.

**There were no other reports and no visitors were present.**

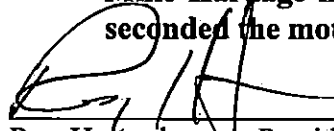
- XIII. President's Report.

**Roy Hearnberger presented this report.**


- XIV. Adjourn

NE Hospital Authority Board of Trustees' Meeting Minutes  
December 21, 2023

**Mike Hardage made a motion to adjourn the meeting at 9:58 a.m. Mark Mitchell seconded the motion and the motion carried unanimously.**

  
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Roy Hearnberger, President

ATTEST:

  
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Roger Brown, Secretary