

BOARD OF TRUSTEES:

JACOB CINTRON
Chair

CARLOS LEON
Secretary

RAFAEL AGUIRRE
Trustee

DR. MICHAEL ESCAMILLA
Trustee

MARTIN BARTLETT
Trustee



Emergence Health Network

El Paso Center for Mental Health/Intellectual Disabilities

EMERGENCE HEALTH NETWORK BOARD OF TRUSTEES

MINUTES

(Audio copy of the meeting is available upon request)

EHN STAFF:

KRISTI DAUGHERTY
Chief Executive Officer

PAULINE MOTTS
Chief Financial Officer

CHRYSTAL DAVIS
Chief Operating MH
Officer

RENE HURTADO
Chief Development Officer

OMAR VILLA
General Counsel

MARIA LUISA ESCOBAR
Board Secretary

Emergence Health Network Board of Trustees ("EHNBOT") Special Meeting

Monday, April 6, 2015 at 12:40 PM

El Paso County Courthouse, 500 E. San Antonio, Ste. 301, El Paso, Texas 79901

PRESENT: CINTRON, ESCAMILLA, BARTLETT, and AGUIRRE

ABSENT: LEON

1. INTRODUCTORY ITEMS

Call to Order and Certification of a Quorum

Quorum was certified.

Regular Agenda

- 2. Approve and authorize CEO and/or vice chair/acting chair to open an account and complete necessary documents in connection with opening the account on behalf of Emergence Health Network and to purchase necessary financial instruments at a bank for the purpose of securing EHN's obligations to Borderplex 201 E. Main, LLC in connection with the lease for Central Administration relocation to 201 East Main (Chase Tower).**

Ms. Motts provided a brief overview of the changes that warranted this meeting stating Chase was not able to provide the documentation necessary to assure the collateralization of the funds necessary in the event that EHN was unable to complete their lease commitment.

Three different banking institutions were contacted to see what their rates were; WestStar, Capital and International Bank, WestStar was offering a rate of .43 for one year .52 for two to five years on annual basis. International was a .15 for a one year CD and .25 for two years and three years was .35. They also had a promotional offering a promotion of .60. Capital Bank was offering .75 for one year and anything over that was at 1 percent plus they were also able to provide the required document.

Mr. Cintron noted that the item before the board required authorization to move the funds from one institution to another to meet the lease requirements with Borderplex.

EHNBOT Action: Dr. Escamilla moved/Bartlett seconded to approve the item as noted in the posting. Motion carried (4/0)

Addendum to Regular Agenda

- A. Adopt a resolution authorizing Kristen D. Daugherty and Rene Hurtado as authorized agents of Emergence Health Network for purposes of establishing an account with a bank related to EHN's obligations to Borderplex 201 E. Main, LLC in connection with the lease for Central Administration relocation to 201 East Main (Chase Tower).**

EHNBOT Minutes
Monday, April 6, 2015

Dr. Escamilla noted that these documents are collateral for the lease to put the funds in a place that cannot be utilized other than to pay for the lease and Ms. Motts clarified that the documents would guarantee Borderplex that the funds are set aside to cover the lease and a certain amount is released back to EHN per month. Borderplex would have to agree with the release of the funds. Mr. Villa added that it is for termination of the lease. If EHN was to default on the lease and termination was required there are funds stored away to pay the tenant on improvements made for the amount of approximately \$580k. Ms. Motts added that \$70k would be released back to EHN.

Mr. Cintron inquired as to a reason for having only two signatures. He added that the urgency in approving this item was any delays in approval would hinder the construction efforts. He asked Mr. Villa if they met the legal requirements from his review and it was so noted adding that he has been working with legal counsel for Borderplex. The document was required to collateralize the funds.

EHNBOT Action: Dr. Escamilla moved/Bartlett seconded to approve the item as noted in the posting. Motion carried (4/0)

- B. Approve and authorize CEO to execute a pledge and security agreement or similar document for purposes of EHN's obligations to Borderplex 201 E. Main, LLC in connection with the lease for Central Administration relocation to 201 East Main (Chase Tower).**

EHNBOT Action: Dr. Escamilla moved/Bartlett seconded to approve the item as noted in the posting. Motion carried (4/0)

3. Adjournment

THE MEETING ADJOURNED AT 12:45 P.M. after a motion by Bartlett/Escamilla seconded.

Approval Date: 8/25/15

By:  _____

Carlos Leon, Board Secretary