

**Freestone Medical Center  
Fairfield Hospital District  
Board of Directors' Meeting  
November 20th, 2025**

*The Fairfield Hospital District met on November 20, 2025, in the J.R. Corne Boardroom inside Freestone Medical Center at 12:00 p.m. Board Members in attendance were George Robinson, David Lott, Carman Mannen, Lisa Tate, and Danny Wren. Others in attendance included Tony Price (FHD Advisor), Melissa Wilson (CEO), Jennifer Azua (CFO), Nicki Hagen (CNO), David Yackell (CHC - by Google Meet), and Dr. Darryl White (Chief of Medical Staff). Members absent were Vance Oglesbee and Brent Moore - Excused.*

- A. CALL TO ORDER** - The meeting was called to order at 12:03 pm by George Robinson.
- B. INVOCATION** - The invocation was led by Mr. Tony Price.
- C. PUBLIC FORUM** - No public comments were made.
- D. FAIRFIELD HOSPITAL DISTRICT UPDATE** - Tony Price provided a brief update. He noted ongoing monitoring of financial and operational issues and remained available for questions.
- E. COMMUNITY HOSPITAL CORPORATION UPDATE** - David Yackell provided the Community Hospital Corporation update. He discussed revenue cycle and cash posting challenges, noting that while cash has been received, delays in posting are impacting the appearance of accounts receivable aging. He stated that CHC continues to work with FMC leadership on financial and operational review and remains available to support ongoing evaluation efforts.
- F. CONSENT AGENDA** - The Board reviewed the Consent Agenda, which included approval of the October 23, 2025 Board Meeting Minutes, medical staff credentialing actions as listed on the agenda, and fourth-quarter policies and procedures. It was noted that the October financials and the Collection Bonus Policy were pulled from the Consent Agenda for separate discussion later in the meeting. A motion to approve the Consent Agenda as amended, with the correction to the October 2025 minutes, was made by Lisa Tate, seconded by Carman Mannen. The motion carried unanimously.
- G. DISCUSSION ITEMS** -
- 1. Locums Contracts.** Melissa Wilson briefly discussed proposed locum provider contracts to support clinic operations, including anticipated costs, credentialing considerations, and short-term coverage needs. The Board engaged in discussion regarding financial, operational, and compliance considerations. No action was taken.
  - 2. Generator.** Melissa Wilson reviewed generator replacement options and recommended proceeding with a vendor based on availability, compatibility with existing infrastructure, and responsiveness of the vendor. The Board discussed cost and next steps. A motion was made by Danny Wren and seconded by David Lott to authorize the CEO to proceed with a non-binding letter of intent for the MTU generator, contingent on further review and funding determination. The motion carried unanimously.
- H. REPORTS**
- 1. CFO** - Jennifer Azua reviewed the financial report and expanded on items pulled from the Consent Agenda. She noted that recent staffing changes have resulted in downstream revenue impacts, particularly affecting clinic-related laboratory and imaging volumes. She discussed reimbursement timing and posting delays that continue to affect accounts receivable aging, despite ongoing cash collections.

Ms. Azua also reported an increase in accounts payable, including balances over 60 days, and discussed higher-than-anticipated claims activity under the hospital's self-funded employee health plan, including several large claims subject to higher stop-loss thresholds. She emphasized continued monitoring of cash flow, vendor obligations, and financial risk while evaluating mitigation options.

**2. CNO and QA/PI** - Reports were included in the board packet.

Nicki Hagen reported on inpatient admissions, observation volumes, emergency department activity, transfers, AMA events, and improvements in throughput times. She also reviewed clinic visit volumes, respiratory therapy utilization, cardiopulmonary rehabilitation activity, and quality and compliance updates, including evolving expectations for QAPI reporting. Written reports were provided to the Board.

**3. CEO Comments**- The written report was provided to the board. Melissa Wilson addressed operational and financial challenges, improvements in emergency department throughput and radiology turnaround times, concerns regarding timing and accuracy of financial data due to reimbursement lag, provider recruitment and clinic stability, downstream revenue considerations, and the importance of transparency and alignment between leadership and the Board.

Melissa Wilson summarized additional key updates. Preparations are underway for a full-scale community mass casualty exercise on November 10, involving FMC, EMS, police, fire, and emergency management partners. She acknowledged recent local media coverage of Dr. Jenks' departure, reiterated that additional communications have been developed to assist staff in addressing patient concerns, and clarified that the majority of the article focused on informing patients about available clinic providers and outlining the process for accessing their medical records. She emphasized a renewed focus on identifying, tracking, and reporting organizational efficiencies and clarified that these will be documented and shared regularly with the board moving forward.

**I. Executive Session** - The Board entered into Executive Session at 1:01 p.m., in accordance with Texas Government Code Sections 551.072 (Real Property), 551.074 (Personnel Matters), and 551.086 (Economic Development).

**ACTION FROM EXECUTIVE SESSION** - The Board reconvened in Open Session at 1:53 p.m. No action was taken.

**J. ADJOURNMENT** - Meeting adjourned at 1:53 p.m.

**K. Next Meeting** - December 20th, 2025 at 6:00 p.m. at the Rancho Viejo Restaurant in Fairfield, TX.

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*George Robinson*  
**FHD Board President**

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Melissa Wilson  
**CEO**