Freestone Medical Center
Fairfield Hospital District
Board of Directors' Meeting
February 2nd, 2026

The Fairfield Hospital District met for a Special Called Meeting on February 2, 2026, at J. R. Corne Board Room in Freestone Medical Center. Board Members in attendance were George Robinson, Vance Oglesbee, Lisa Tate, David Lott, Brent Moore, Carman Mannen, and Danny Wren. Others in attendance included Tony Price (FHD Advisor), Melissa Wilson (CEO), Jennifer Azua (CFO), Nicki Hagen (CNO), Dr. Darryl White (Chief of Medical Staff), and VeNecia ("Ve") Manning (HR Director).

A. CALL TO ORDER - The meeting was called to order at 5:42 pm by George Robinson.

B. INVOCATION - The invocation was led by Mr. Tony Price.

C. PUBLIC FORUM - No public comments were made.

D. REVIEW AND APPROVAL OF PREVIOUS MINUTES - Minutes from the November 20th, 2025, meeting and January 22nd, 2026, meeting were presented for review. Vance Oglesbee made a motion to approve the previous minutes as presented. Danny Wren seconded the motion. Motion carried unanimously.

E. LINE OF CREDIT DISCUSSION - Tony Price presented information regarding the hospital's current Line of Credit structure and potential modification options. He reviewed the current 7.5% interest rate (tax-free to the lending institution) and outlined the possibility of incrementally increasing the Line of Credit by an additional $1.5 million, with a total potential increase of up to $3 million. He also discussed anticipated renegotiation discussions in March for possible implementation in June or July, noting that the bank would require updated financial statements, including income statements and balance sheets, prior to approving any increase. Board members discussed the need to maintain financial flexibility while ensuring that any expansion of borrowing authority would remain subject to prior Board approval before funds are accessed.

Carman Mannen made a motion to authorize administration to pursue negotiations with the bank regarding incremental increases to the Line of Credit up to an additional $1.5 million (with a potential total increase up to $3 million), with the understanding that any actual draw or utilization of expanded Line of Credit authority beyond current limits must receive prior Board approval before funds are accessed. Brent Moore seconded the motion. Motion carried unanimously.

F. EXECUTIVE SESSION - In accordance with Texas Government Code Sections 551.072 (Deliberations about Real Property), 551.074 (Personnel Matters), and 551.086 (Economic Development), the Board entered into Executive Session at 6:34 p.m.

ACTION FROM EXECUTIVE SESSION - Executive session reconvened in Open Session at 7:48 p.m. The following action was taken:

Generator - Danny Wren made a motion to authorize administration to proceed with necessary actions related to the generator replacement and associated repairs, including vendor coordination and execution of related agreements. Brent Moore seconded the motion. Motion carried unanimously.

Foundation - Discussion regarding Foundation matters was tabled. Carman Mannen made a motion to table the Foundation item pending further information and review. Lisa Tate seconded the motion. Motion carried unanimously.

G. **ADJOURNMENT -** Meeting adjourned at 7:54 p.m.

H. **Next Meeting -** February 26th, 2026 at 12:00 p.m. in the J. R. Corne Boardroom at Freestone Medical Center.

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George Robinson
FHD Board President

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Melissa Wilson
CEO