

MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES PERMIACARE

The regular monthly meeting of the Board of Trustees of PermiaCare was held January 26, 2026 at 401 East Illinois Avenue, Midland Texas, 79701 and via Zoom at 3:30 PM.

Board officers attending in person were Mickey Cargile, Chair; Eric Westphal, Treasurer; and Barbara B. Yarbrough, Secretary. Board officer attending via Zoom was Amy Hendrick, Vice Chair.

Board members attending via Zoom were Margaret Jones, John Landgraf, Gus Ortega, and Terry Wilkinson. Board member absent was Frank Rodriguez.

No Ex-officio members were in attendance.

Staff members present were Chris Barnhill, Chief Executive Officer; Josh Alaniz, Chief of Staff; Todd Luzadder, Chief of Operations; Christian Marmol, Chief Financial Officer; Jill Stephens, Chief Human Resources Officer; Cynthia Bentley, Quality Management Director, and Cheryl McLaughlin, Executive Assistant.

Guests attending via Zoom were Rebekah Scott and Brittny Burns of Eide Bailly, LLP.

I. CALL MEETING TO ORDER

Chair Mickey Cargile declared a quorum and opened the meeting at 3:31 p.m.

II. PUBLIC COMMENTS

Chair Cargile opened the floor for public comment. None were provided.

III. CHAIR'S REPORT

No report was presented.

IV. PRESENTATION/TRAINING

Rebekah Scott and Brittny Burns of Eide Bailly, LLC presented a summary review of the FY 2025 annual single audit report.

V. CONSENT AGENDA

The Consent Agenda was distributed to all members prior to the meeting. Chair Cargile opened the floor for requests to remove items for discussion. Hearing none, a motion was requested to approve the Consent Agenda as follows:

1. Minutes of the last meeting
2. CEO Activity Report
3. Community Relations Report

A/M/S (Landgraf/Yarbrough) (Unanimous)

Motion to approve the consent agenda as presented.

VI. CHIEF EXECUTIVE OFFICER'S UPDATE

CEO Chris Barnhill shared Gov. Greg Abbott's announcement that Texas will receive an historic investment of over \$1.4 billion in federal funding over five years to improve rural healthcare throughout the state. Mr. Barnhill also shared the November 2025 Texas Council Report. Both items were distributed to members prior to the meeting.

VII. CONTRACT COMPLIANCE REPORT – FIRST QUARTER 2026

The report covering the period September 1, 2025 through November 30, 2025 was distributed to all members prior to the meeting. Chief of Operations Todd Luzadder reviewed the report and answered questions.

VIII. CCBHC ADVISORY COMMITTEE

The minutes of the meeting of the CCBHC Advisory Committee held October 15, 2025 were distributed to all members prior to the meeting. Chief of Staff Joshua Alaniz reviewed the minutes.

IX. QUALITY MANAGEMENT REPORT – FIRST QUARTER 2026

The report covering the period September 1, 2025 through November 30, 2025 was distributed to all members prior to the meeting. COS Alaniz reviewed the report and answered questions.

X. COMPLIANCE OFFICER’S REPORT – FIRST QUARTER 2026

The report covering the period September 1, 2025 through November 30, 2025 was distributed to all members prior to the meeting. COS Alaniz reviewed the report and answered questions.

XI. TREASURER’S REPORT

The Treasurer's Reports for November 2025 and December 2025 were distributed to all members prior to the meeting. Treasurer Eric Westphal reviewed the reports and answered questions.

XII. TEXAS COUNCIL OF COMMUNITY CENTERS' REPORT

Treasurer Eric Westphal volunteered to represent PermiaCare on the Texas Council Board in place of Mrs. Margaret Jones, who served faithfully for many years. Mr. Westphal, CEO Barnhill and COS Alaniz attended the ED/CEO Consortium January 14 -16. Mr. Westphal and Mr. Barnhill attended the Texas Council Board meeting held on January 17, 2026.

XIII. TEXAS COUNCIL RISK MANAGEMENT FUND (TCRMF) MEETINGS AND INFORMATION

No report was presented. The next meeting will be held February 5th and 6th.

XIV. SHERIFF'S OFFICE REPORT

No report was presented.

XV. OTHER BUSINESS

1. *Finance Committee – Eide Bailly, LLP – Presentation of the Annual Financial Audit*

Rebekah Scott and Brittny Burns of Eide Bailly, LLC presented a summary of the FY 2025 annual single audit report. A more detailed review was presented to the Board Finance Committee in a meeting held on Tuesday, January 13th. A copy of the annual audit was distributed to all members prior to the meeting.

A/M/S (Westphal for the Finance Committee) (Unanimous)

Motion to approve the Fiscal Year 2025 Financial Audit Report as presented by Eide Bailly, LLC and recommended by the Finance Committee.

2. Finance Committee – UBS-Greathouse Trust Review

This item was distributed to all members prior to the meeting, and was presented to the Board Finance Committee by Dan Michel and Alan Jones of UBS Financial Services, Inc at a meeting held on Tuesday, February 13th. Chief Financial Officer Christian Marmol reviewed the report and answered questions.

A/M (Westphal for the Finance Committee) (Unanimous)

Motion to approve the review of the Greathouse Trust performance as presented by UBS Financial Services and recommended by the Finance Committee.

3. Finance Committee – Post-Employment Benefit (OPEB) Trust Review

This item was distributed to all members prior to the meeting and was presented to the Board Finance Committee at a meeting held Tuesday, February 13th. CFO Marmol reviewed the report and answered questions.

A/M (Westphal for the Finance Committee) (Unanimous)

Motion to approve the review of the Post Employment Benefit (OPEB) Trust as presented by staff and recommended by the Finance Committee.

4. Finance Committee – Review of Form 990, Return of Organization Exempt from Income Tax

This item was presented to the Board Finance Committee at a meeting held Tuesday, February 13th. CFO Marmol reviewed the report and answered questions.

A/M (Westphal for the Finance Committee) (Unanimous)

Motion to accept the IRS Form 990, Return of Organization Exempt from

Income Tax for the 2024 tax year as presented by staff and recommended by the Finance Committee.

5. ***Finance Committee – Resolution to Revise Commitments of Fiscal Year 2025 GASB 54 Fund Balance***

This item was distributed to all members prior to the meeting and was presented to the Board Finance Committee at a meeting held Tuesday, February 13th. CFO Marmol reviewed the report and answered questions.

A/M (Westphal for the Finance Committee) (Unanimous)

Motion to approve the resolution, in keeping with Board policy 4.02.03.00 Fund Balance, as proposed by staff and recommended by the Finance Committee.

6. ***Finance Committee – Fiscal Year 2026 Budget Revision #1***

This item was distributed to all members prior to the meeting and was presented to the Board Finance Committee at a meeting held Tuesday, February 13th. CFO Marmol reviewed the report and answered questions.

A/M (Westphal for the Finance Committee) (Unanimous)

Motion to approve Fiscal Year 2026 budget revision #1 as presented by staff and recommended by the Finance Committee.

7. ***Finance Committee – Update to Policy 4.02.05.00 – Disposition of Fixed Assets***

This item was distributed to all members prior to the meeting and was presented to the Board Finance Committee at a meeting held Tuesday, February 13th. CEO Barnhill reviewed the proposed changes.

A/M (Westphal for the Finance Committee) (Unanimous)

Motion to approve the revisions to Board policy 4.02.05.00 – Disposition of Fixed Assets as proposed by staff and recommended by the Finance Committee.

8. Finance Committee – Update to Policy 4.01.07.00 – Employee Travel and Per Diem

This item was distributed to all members prior to the meeting and was presented to the Board Finance Committee at a meeting held Tuesday, February 13th. CEO Barnhill reviewed the proposed changes.

A/M (Westphal for the Finance Committee) (Unanimous)

Motion to approve the revisions to Board policy 4.01.07.00 – Employee Travel and Per Diem as proposed by staff and recommended by the Finance Committee.

9. Finance Committee – Update to Policy 4.01.13.00 – Purchasing, Procurement, and Contracting for Goods and Services

This item was distributed to all members prior to the meeting and was presented to the Board Finance Committee at a meeting held Tuesday, February 13th. CEO Barnhill reviewed the proposed changes.

A/M (Westphal for the Finance Committee) (Unanimous)

Motion to approve the revisions to Board policy 4.01.13.00 – Purchasing, Procurement, and Contracting for Goods and Services as proposed by staff and recommended by the Finance Committee.

10. Approve the Fourth Amendment to the Interlocal Agreement between PermiaCare and Texas Council Risk Management Fund

This item was distributed to all members prior to the meeting. CEO Barnhill reviewed PermiaCare's participation in the Texas Council Risk Management Fund and the purpose for the amendment.

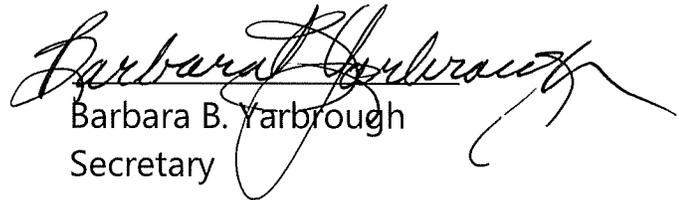
A/M/S (Ortega/Yarbrough) (Unanimous)

Motion to approve the Fourth Amendment and Restatement of the Interlocal Agreement between PermiaCare and The Texas Council Risk Management Fund.

There being no further business, Chair Cargile adjourned the meeting at 4:48 p.m.



Chris Barnhill,
Chief Executive Officer



Barbara B. Yarbrough
Secretary