



Feel the Difference

1110 Sarah DeWitt Drive
P.O. Box 587
Gonzales, Texas 78629
830-672-7581
www.GonzalesHealthcare.com

Minutes of the Regular Meeting of the Board of Directors

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on Tuesday, January 7, 2020 at 5:15 P.M. in the Conference Room at thrive Healthplex.

Directors Present:

Greg Tieken - Vice President
Lisa Gindler – Member
Stephanie Kodack – Secretary
Sascha Kardosz – Member
Gene Reed – Member
Wayne South - Member

Directors Absent:

Kenneth Gottwald- President
Timothy Markham – Member
Kerry Morgan – Member

Others Present:

Patty Stewart	Juli Clay
Brandon Anzaldua	Lori Parker
Woody White	Robert Camarillo
Joni Leland	Mike Mikesh
David Schroeder	Carol Villareal
Shawntel McCune	Holly Danz
Melissa Cowey	Leslie Janssen
Toni Perales	Commie Hisey, D.O.
Kathleen Koerner, D.O.	Rikki Baldwin, D.O.
Ryan Harrington	James McCord

The meeting was called to order at 5:15 P.M. by the Vice President, Greg Tieken.

CALL TO ORDER

**Minutes of the Board of Directors Meeting
January 7, 2020
Page Two**

The Pledge of Allegiance was recited.

**PLEDGE OF
ALLEGIANCE**

The Invocation was given by Lisa Gindler.

INVOCATION

PUBLIC COMMENT: None

PUBLIC COMMENT

Ryan Harrington from Trinity presented an update on the Texan Nursing & Rehab and Magnolia Nursing Homes. He also introduced James McCord as the new Administrator of the Texan.

***PRESENTATION
ON TEXAN AND
MAGNOLIA NURSING
HOMES**

The President asked if there were any items included on the Consent Agenda that need to be removed for discussion. No items were pulled for discussion.

***CONSENT AGENDA**

- Minutes of the Regular Meeting on December 9, 2019
- Marketing Report
- Business Development Report
- Nursing Report
- Rural Health Clinic Report
- Information Technology Progress Report
- Home Health Administrator Report
- Thrive Healthplex Report
- Gonzales Healthcare Systems Foundation Report
- HHS Reports
 - Plant Operations Update
 - Dietary Update

Motion was moved and **approved** to accept the Consent Agenda as presented. (Motion by Stephanie Kodack, second by Sascha Kardosz) There were six votes for and no votes against the motion.

**APPROVE CONSENT
AGENDA**

Motion was moved and **approved** to accept the Medical Staff Report as presented. (Motion by Stephanie Kodack, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE MEDICAL
STAFF REPORT**

Minutes of the Board of Directors Meeting
January 7, 2020
Page Three

Motion was moved and **approved** to accept the Credentialing Application for Charles White, M.D., Courtesy Staff, Podiatry, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. WHITE**

Motion was moved and **approved** to accept the Credentialing Application for Thomas Kay, M.D., Courtesy Staff, Family Practice-Emergency Department, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. KAY**

Motion was moved and **approved** to accept the Financial Report for November 2019 as presented, with the following documents:

***FINANCIAL REPORT**

- Balance Sheet
- Cash Flow Sheet
- Current Month and YTD Income Statement
- Compared to Last Year
- Current Month and YTD Income Statement Compared to Budget
- Departmental Charge/Expense Report
- Receivable, Payor Mix and Collections
- Trend Report
- Investment Schedules
- Capital Expenditure Report
- Tax Report
- Accounts

(Motion by Gene Reed, second by Lisa Gindler) There were six votes for and no votes against the motion.

Motion was moved and **approved** to accept the QAPI Report as presented. (Motion by Lisa Gindler, second by Sascha Kardosz) There were six votes for and no votes against the motion.

***APPROVE QAPI
REPORT**

**Minutes of the Board of Directors Meeting
January 7, 2020
Page Four**

Motion was moved and **approved** to accept Resolution 2020.1 for Wells Fargo Bank, N.A. to Designate Persons Authorized to Sign Checks on the Payroll Account as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
RESOLUTION 2020.1**

Motion was moved and approved to accept Resolution 2020.2 for Wells Fargo Bank, N.A. to Designate Persons Authorized to Sign Checks on the Health Plan Account as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
RESOLUTION 2020.2**

Motion was moved and approved to accept Resolution 2020.3 for Wells Fargo Bank, N.A. to Designate Persons Authorized to Sign Checks on the Cafeteria Plan Account as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
RESOLUTION 2020.3**

Motion was moved and approved to accept Resolution 2020.4 for Wells Fargo Bank, N.A. to Designate Persons Authorized to Sign Checks on the Funded Depreciation Account as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
RESOLUTION 2020.4**

Motion was moved and approved to accept Resolution 2020.5 for Prosperity Bank to Designate Persons Authorized to Sign Checks on the General Fund Account as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
RESOLUTION 2020.5**

Motion was moved and approved to accept Resolution 2020.6 for Prosperity Bank to Designate Persons Authorized to Sign Checks on the Tax Fund Account as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
RESOLUTION 2020.6**

**Minutes of the Board of Directors Meeting
January 7, 2020
Page Five**

Motion was moved and approved to accept Resolution 2020.7 for Prosperity Bank to Designate Persons Authorized to Sign Checks on the Interest and Sinking Account as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
RESOLUTION 2020.7**

Motion was moved and approved to accept Resolution 2020.8 for Wells Fargo Bank, M.A. to Designate Persons Authorized to Sign Checks on the Account for The Heights of Gonzales Nursing Home as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
RESOLUTION 2020.8**

Motion was moved and approved to accept the Updated Organizational Chart for Gonzales Healthcare Systems as presented. (Motion by Lisa Gindler, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE UPDATED
ORGANIZATIONAL
CHART**

Motion was moved and approved to accept the Updated Logos for Gonzales Healthcare Systems as presented. (Motion by Stephanie Kodack, second by Sascha Kardosz) There were six votes for and no votes against the motion.

***APPROVE UPDATED
LOGOS**

Motion was moved and approved to accept the Agreement and Notice Waiving Certain Reversion of Title Rights Between the City of Waelder and Gonzales Healthcare Systems Foundation as presented. (Motion by Sascha Kardosz, second by Stephanie Kodack) There were six votes for and no votes against the motion.

***APPROVE AGREEMENT
BETWEEN CITY OF
WAELDER AND GHS
FOUNDATION**

Motion was moved and approved to accept the Special Warranty Deed From Gonzales Healthcare Systems Foundation to Gonzales Healthcare Systems as presented. (Motion by Sascha Kardosz, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE SPECIAL
WARRANTY DEED
BETWEEN GHS
FOUNDATION AND GHS**

**Minutes of the Board of Directors Meeting
January 7, 2020
Page Six**

The Amendment to the Service Agreement with HHS was tabled pending additional information.

Motion was moved and **approved** to accept the Seventh Amendment to the Diagnostic Imaging Physician Services Agreement with RadPartners Houston Division as presented. (Motion by Gene Reed, second by Lisa Gindler) There were six votes for and no votes against the motion.

Motion was moved and **approved** to accept the Amendment to the UBEO Service Agreement as presented. (Motion by Lisa Gindler, second by Stephanie Kodack) There were six votes for and no votes against the motion.

Motion was moved and **approved** to accept the Tax Resale Deed on Suite #6573, Property #R25542 as presented. (Motion by Stephanie Kodack, second by Sascha Kardosz) There were six votes for and no votes against the motion.

Motion was moved and **approved** to accept the Safety Committee Meeting Minutes from November 20, 2019 as presented. (Motion by Gene Reed, second by Sascha Kardosz) There were six votes for and no votes against the motion.

BUILDING COMMITTEE REPORT: Patty reported we are still waiting on the structural assessment report. We have met with Matt to discuss color schemes for the Shiner Clinic. He is estimating a late March or early April completion date.

CONTRACTS COMMITTEE REPORT: The Committee did not meet. They plan to speak with Chip Holmes, the new QHR RVP, about the possibility of lowering the contract rate for the last contract year.

TABLE HHS SERVICE AGREEMENT

***APPROVE DIAGNOSTIC IMAGING SERVICES AMENDMENT**

***APPROVE UBEO SERVICE AGREEMENT AMENDMENT**

***APPROVE TAX RESALE DEED**

***APPROVE SAFETY COMMITTEE MEETING MINUTES FROM 11/20/19**

BUILDING COMMITTEE REPORT

CONTRACTS COMMITTEE REPORT

Minutes of the Board of Directors Meeting
January 7, 2020
Page Seven

COMPLIANCE ISSUES REPORT: Juli Clay presented the following report:

***COMPLIANCE ISSUES REPORT**

- We received zero complaints on the Compliance Hot Line.
- The OIG exclusion list was last updated in December 10, 2019, with no issues reported.
- We are in compliance with the OIG exclusion list to of providers and have determined we are in compliance with all employees, vendors and ordering physicians who provide services to Gonzales Healthcare Systems. We are also in compliance with our Board of Directors.
- We have zero malpractice data reflecting our hospital experience and the experience of individuals physicians who we have appointed to the medical staff.
- The Medical Staff approved Standing Orders for Administering Vaccinations to Adults and Children for Occupational Health, Infection Control and Employee Health on December 17, 2019.
- The Waelder Deed has been completed.
- We are in 100% Compliance with Leadership acknowledgment of the Conflict of Interest Policy.
- HIPAA Security Audit was completed for EMR's on December 26, 2019.
- Payroll Audit was completed on December 30, 2019 with no issues noted.
- RAC Audit: No new audits were received.
- There were no denials reported.
- Refunds: \$6,967 total turned in with \$4,097.83 in Paragon and \$2,869.29 in NextGen.

Motion was moved and **approved** to accept the Compliance Report as presented. (Motion by Sascha Kardosz, second by Wayne South) There were six votes for and no votes against the motion.

**Minutes of the Board of Directors Meeting
January 7, 2020
Page Eight**

Motion was moved and **approved** to accept the Business Associate Policy. as presented. (Motion by Stephanie Kodack, second by Sascha Kardosz) There were six votes for and no votes against the motion.

***APPROVE
BUSINESS
ASSOCIATE
POLICY**

CEO REPORT: Patty Stewart stated that we will be conducting Customer Service Training for all employees in 2020, beginning in January. She stated that the next Foundation Gala will be on April 4, 2020. She reported that the QHR Consultant is working on the EHR Evaluation Report to be presented upon completion.

***CEO REPORT**


Woody White reminded the Board of the QHR Webinar on Pricing Transparency to be held next Tuesday.

Motion was moved and **approved** to accept the CEO Report as presented. (Motion by Wayne South, second by Sascha Kardosz) There were six votes for and no votes against the motion.

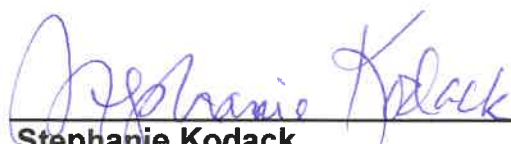
**APPROVE CEO
REPORT**

Motion was moved and **approved** to adjourn the meeting. (Motion by Stephanie Kodack, second by Wayne South) There were six votes for and no votes against the motion.

ADJOURNMENT



**Kenneth Gottwald
President**



**Stephanie Kodack
Secretary**