

Minutes of the Regular Meeting of the Board of Directors

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on March 10, 2020 at 5:15 P.M. in the Conference Room at thrive Healthplex.

Directors Present:

Kenneth Gottwald- President
Greg Tieken - Vice President
Stephanie Kodack – Secretary
Gene Reed – Member
Wayne South - Member

Directors Absent:

Timothy Markham – Member
Kerry Morgan – Member
Lisa Gindler – Member
Sascha Kardosz – Member

Others Present:

Patty Stewart	Juli Clay
Brandon Anzaldua	Lori Parker
Joni Leland	Humberto Rivas, M.D.
David Schroeder	Carol Villareal
Christina Carlile	Holly Danz
Melissa Cowey	Leslie Janssen
Toni Perales	Kathleen Koerner, D.O.
Commie Hisey, D.O	Shawntel McCune
Chip Holmes via Phone	Mike Mikesh
Casey Jansky, R.N.	Dan Branford – HC Tech Guys
Jared Vincent – HC Tech Guys	

The meeting was called to order at 5:23 P.M. by
Kenneth Gottwald – President.

CALL TO ORDER
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The Pledge of Allegiance was recited.

The Invocation was given by Dr. Humberto Rivas.

The President asked if there were any items included on the Consent Agenda that need to be removed for discussion. Dr. Commie Hisey requested the Rural Health Clinic Report be pulled for discussion. Dr. Hisey reported that ChartSpan is working very well. Dr. Hisey also wanted to report that the office and clinic are following all CDC procedures and screening patients for the Coronavirus.

- Minutes of the Regular Meeting on February 4, 2020
- Minutes of the Special Called Meeting on February 14, 2020
- Minutes of the Executive Committee Meeting on February 25, 2020
- Marketing Report
- Business Development Report
- Nursing Report
- Rural Health Clinic Report
- Information Technology Progress Report
- Home Health Administrator Report
- Hospital Educator Report
- thrive Healthplex Report
- Gonzales Healthcare Systems Foundation Report
- HHS Reports
 - Plant Operations Update
 - Dietary Report
- Emergency Operations Plan Policy (Review Only)

PLEDGE OF ALLEGIANCE

INVOCATION

***CONSENT AGENDA**

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Motion was moved and **approved** to accept the Consent Agenda as presented. (Motion by Greg Tieken, second by Gene Reed). There were five votes for and no votes against the motion.

***CONSENT AGENDA**

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

***MEDICAL STAFF
REPORT**

Motion was moved and **approved** to accept the Financial Report for January 2020 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
- Capital Expenditure Report
- Investment Schedule
- Tax Report
- Accounts

(Motion by Greg Tieken, second by Stephanie Kodack)
There were five votes for and no votes against the motion.

Motion was moved and **approved** to accept the Operating Room Sterilization Sinks Steris Quote as presented. (Motion by Stephanie Kodack, second by Gene Reed) There were five votes for and no votes against the motion.

***APPROVE OR
STERILIZATION SINKS**

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Motion was moved and **approved** to ratify the Shiner RHC Equipment Quote as presented. (Motion by Greg Tieken, second by Gene Reed) There were five votes for and no votes against the motion.

***APPROVE SHINER RHC
EQUIPMENT**

Motion was moved and **approved** to accept the ER Remodel Project Quote as presented. (Motion by Gene Reed, second by Greg Tieken) There were five votes for and no votes against the motion.

***APPROVE ER
REMODEL PROJECT**

Board discussed the Thrive Roadside Signage and Greg Tieken suggested to move wording "Specialty Surgeons" to the top of the sign. It was also requested to see if wording "thrive Healthplex" can be made bigger. Gene Reed requested a second electrical quote for the exact scope of work not to exceed \$8263.53.

***APPROVE THRIVE
ROADSIDE SIGNAGE**

Motion was moved and **approved** to accept the Thrive Roadside Signage with the above changes as requested by the Board. (Motion by Gene Reed, second by Greg Tieken) There were five votes for and no votes against the motion.

Motion was moved and **approved** to accept the proposal for the Information Technology Hardware Equipment as presented. (Motion by Stephanie Kodack, second by Wayne South) There were five votes for and no votes against the motion.

***APPROVE IT
HARDWARE
EQUIPMENT**

Motion was moved and **approved** to accept the Vulcan Convection Oven Quote as presented. (Motion by Stephanie Kodack, second by Gene Reed) There were five votes for and no votes against the motion.

***APPROVE
CONVECTION OVEN**

Motion was moved and **approved** to accept the Claims Admin Server Migration as presented. (Motion by Greg Tieken, second by Stephanie Kodack) There were five votes for and no votes against the motion.

***APPROVE BUILDING
COMMITTEE REPORT**

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Motion was moved and **approved** to accept the Certification of Unopposed Candidates for the May 2, 2020 Election as presented. (Motion by Stephanie Kodack, second by Gene Reed) There were five votes for and no votes against the motion.

***APPROVE
CERTIFICATION OF
UNOPPOSED
CANDIDATES FOR
ELECTION**

Motion was moved and **approved** to accept the Cancellation of May 2, 2020 Governing Board Election as presented. (Motion by Greg Tieken, second by Gene Reed) There were five votes for and no votes against the motion.

***APPROVE
CANCELLATION OF
ELECTION**

Motion was moved and **approved** to accept the Quality Assessment and Performance Improvement Report as presented. (Motion by Gene Reed, second by Greg Tieken) There were five votes for and no votes against the motion.

***APPROVE QUALITY
ASSESSMENT AND
PERFORMANCE
REPORT**

Patty Stewart – CEO stated the Tax Resale Bid Suit 6573 Property R25542 was on the January 7th, 2020 Board Agenda and already approved. No action was taken.

***NO ACTION – TAX
RESALE BID SUIT 6573**

Motion was moved and **approved** to accept the Amendment to the T System EV License Agreement as presented. (Motion by Greg Tieken, second by Gene Reed) There were five votes for and no votes against the motion.

***APPROVE AMENDMENT
TO THE T SYSTEM EV
LICENSE AGREEMENT**

Motion was moved and **approved** to accept the Lipo Equipment Lease Agreement for Dr. Koerner as presented. (Motion by Stephanie Kodack, second by Wayne South) There were five votes for and no votes against the motion.

***APPROVE LIPO
EQUIPMENT LEASE
AGREEMENT FOR DR.
KOERNER**

Motion was moved and **approved** to accept the 3rd Addendum Agreement with HHS (0.5 FTE) as presented. (Motion by Greg Tieken, second by Gene Reed) There were five votes for and no votes against the motion.

***APPROVE 3RD
ADDENDUM
AGREEMENT WITH HHS
(0.5 FTE)**

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Motion was moved and **approved** to accept the 4th Addendum Agreement with HHS (1 FTE) as presented. (Motion by Greg Tieken, second by Gene Reed) There were five votes for and no votes against the motion.

***APPROVE 4TH
ADDENDUM
AGREEMENT WITH HHS
(1 FTE)**

Motion was moved and **approved** to decline the Remedy Therapy Staffing Agreement as presented. (Motion by Gene Reed, second by Greg Tieken) There were five votes for and no votes against the motion.

***DECLINE REMEDY
THERAPY STAFFING
AGREEMENT**

Motion was moved and **approved** to accept the Rural Health Clinic Evaluation – Sievers as presented. (Motion by Gene Reed, second by Stephanie Kodack) There were five votes for and no votes against the motion.

***APPROVE RURAL
HEALTH CLINIC
EVALUATION - SIEVERS**

Motion was moved and **approved** to accept the Rural Health Clinic Evaluation – Waelder as presented. (Motion by Gene Reed, second by Wayne South) There were five votes for and no votes against the motion.

***APPROVE RURAL
HEALTH CLINIC
EVALUATION -
WAELDER**

Motion was moved and **approved** to accept the Safety Committee Minutes from January 2020 as presented. (Motion by Stephanie Kodack, second by Greg Tieken) There were five votes for and no votes against the motion.

***APPROVE SAFETY
COMMITTEE MINUTES**

The Building Committee Report was tabled pending additional information.

***TABLE BUILDING
COMMITTEE REPORT**

There was no Contracts Committee Report for presentation. The committee did not meet.

***NO CONTRACT
COMMITTEE REPORT**

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COMPLIANCE ISSUES REPORT: Juli Clay presented the following report:

- We received zero complaints on the Compliance Hot Line.
- The OIG exclusion list was last updated on February 10, 2020, with no issues reported.
- We are in compliance with the OIG exclusion list 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 individual physicians who we have appointed to the medical staff.
- The Compliance Committee Meeting was held on January 22, 2020
- The Indirect Compensation Report 2019 indicated we are in compliance.
- HIPAA Security Audit was completed for EMR's on February 14, 2020.
- Payroll Audit was completed on February 20, 2020 with no issues noted.
- RAC Audit: No new audits were received.
- There were no denials reported.
- Refunds: \$28,123.37 total turned in with \$27,360.86 in Paragon and \$762.51 in NextGen.

***COMPLIANCE ISSUES
REPORT**

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

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Motion was moved and **approved** to accept Patient Rights and Notifications Policy as presented. (Motion by Gene Reed, second by Stephanie Kodack) There were five votes for and no votes against the motion.

***APPROVE PATIENT RIGHTS AND NOTIFICATIONS POLICY**

Motion was moved and **approved** to accept Management of Capital Assets Policy as presented. (Motion by Greg Tieken, second by Wayne South) There were five votes for and no votes against the motion.

***APPROVE MANAGEMENT OF CAPITAL ASSETS POLICY**

Motion was moved and **approved** to accept Public Comments at Board Meetings Policy as presented. (Motion by Stephanie Kodack, second by Gene Reed) There were five votes for and no votes against the motion.

***APPROVE PUBLIC COMMENTS AT BOARD MEETINGS POLICY**

Motion was moved and **approved** to accept Resolving Conflicts of Care Complaints Policy as presented. (Motion by Gene Reed, second by Wayne South) There were five votes for and no votes against the motion.

***APPROVE RESOLVING CONFLICTS OF CARE COMPLAINTS POLICY**

Motion was moved and **approved** to accept Purchasing Authority and Control Policy as presented. (Motion by Gene Reed, second by Wayne South) There were five votes for and no votes against the motion.

***APPROVE PURCHASING AUTHORITY AND CONTROL POLICY**

CEO REPORT: Patty Stewart reported the upcoming Gala April 4th is still happening. She reminded the Board Members to gather their receipts from the Arizona trip and give them to Christina Carlile. Patty reported that Dr. Baldwin has put in her resignation and will be leaving in July. Patty reported the Boy Scouts have begun work on the walking track project at thrive.

***APPROVE CEO REPORT**

Motion was moved and **approved** to accept the CEO Report as presented. (Motion by Greg Tieken, second by Gene Reed) There were five votes for and no votes against the motion.

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QHR UPDATE: Chip Holmes, Regional VP, gave an overview of the Metrics Dashboard Report.

***QHR UPDATE**

EXECUTIVE SESSION: Motion was moved and **approved** to call meeting into Executive Session Pursuant to Section 161.032 of the Texas Health and Safety Code for the purpose of Deliberation of Information or Reports from a Compliance Officer. (Motion by Greg Tieken, second by Gene Reed) There were five votes for and no votes against the motion.

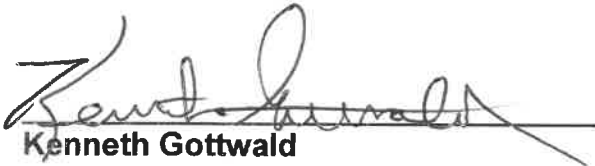
***EXECUTIVE SESSION**

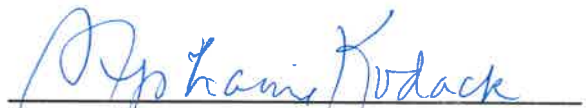
OPEN SESSION: Motion was moved and **approved** to call meeting into Open Session. (Motion by Gene Reed, second by Greg Tieken) There were five votes for and no votes against the motion.

***OPEN SESSION**

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

***ADJOURNMENT**


Kenneth Gottwald
President


Stephanie Kodack
Secretary