



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

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Minutes of the Regular Meeting of the Board of Directors

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on September 1st at 5:15 P.M. at Thrive Healthplex Conference Room.

Directors Present:

Kenneth Gottwald- President
Greg Tieken - Vice President
Stephanie Kodack – Secretary
Gene Reed – Member
Kerry Morgan – Member
Lisa Gindler – Member
Tim Markham - Member

Directors Absent:

Sascha Kardosz - Member
Wayne South - Member

Others Present:

Patty Stewart	Lori Parker
Brandon Anzaldua	Holly Danz
Christina Carlile	Melissa Cowey
Juli Clay	David Schroeder
Chip Holmes-QHR	Kathleen Koerner, DO
Woody White-QHR	Sherri Koep
Commie Hisey, D.O.	Caitlin Walker
Jose Castro	Cynthia Green
Shawntel McCune	Mike Mikesh
Leslie Janssen	Humberto Rivas, M.D.

The meeting was called to order at 5:18 P.M. by Kenneth Gottwald – President.

CALL TO ORDER

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The President stated this portion of the meeting is the Public Tax Hearing for Gonzales Healthcare Systems. The sole purpose of this meeting is to hear public comments on the 2020 Proposed Tax Rate. The meeting to adopt the 2020 Tax Rate will be held immediately following the Public Hearing in the Regular Meeting of the Board of Directors in the same location.

***PUBLIC TAX
HEARING**

There were no community members present for public comment.

***NO PUBLIC
COMMENT**

The motion was moved and **approved** to adjourn the Public Hearing to Discuss the 2020 Proposed Tax Rate for Gonzales Healthcare Systems. (Motion by Greg Tieken, second by Stephanie Kodack) There were seven votes for and no votes against the motion.

***ADJOURNMENT OF
PUBLIC HEARING**

The Regular Meeting was called to order at 5:20 P.M. by Kenneth Gottwald – President.

**CALL TO ORDER
REGULAR MEETING**

The Pledge of Allegiance was recited by Gene Reed.

**PLEDGE OF
ALLEGIANCE**

The Invocation was given by Kerry Morgan.

INVOCATION

There was no one present for Public Comment.

NO PUBLIC COMMENT

The motion was moved and **approved** to Adopt the 2020 Proposed Tax Rate for Gonzales Healthcare Systems at \$0.325 as presented. (Motion by Greg Tieken, second by Kerry Morgan) There were seven votes for and no votes against the motion.

***APPROVE TO ADOPT
THE PROPOSED TAX
RATE FOR GHS AT
\$0.325**

The motion was moved and **approved** to Adopt the Resolution to Set the 2020 Maintenance and Operation Tax Rate for Gonzales Healthcare Systems at \$0.3095 as presented. (Motion by Greg Tieken, second by Kerry Morgan) There were seven votes for and no votes against the motion.

***APPROVE TO ADOPT
THE RESOLUTION TO
SET THE 2020 M&O
TAX RATE FOR GHS
AT \$0.3095**

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The motion was moved and **approved** to Adopt the Resolution to Set the 2020 Interest and Sinking Tax Rate for Gonzales Healthcare Systems at \$0.0155 as presented. (Motion by Kerry Morgan, second by Greg Tieken) There were seven votes for and no votes against the motion.

***ADOPT THE
RESOLUTION TO SET
THE 2020 I&S TAX
RATE FOR GHS AT
\$0.0155**

The President asked if there were any items included on the Consent Agenda that need to be removed for discussion. Patty Stewart requested the Roofing/Waterproofing Repairs be pulled and Tabled due to we are waiting on a revised quote. Patty requested the Educator Report be pulled for the GHS You Tube presentation by Caitlin Walker. Greg Tieken requested to pull the JGI Billboard Contract for Shiner Clinic stating he does not think the location is ideal. It was approved to leave the location of the billboard as is with the monitoring and reporting of the zip codes of patients visiting the clinic. Greg also requested to pull the Environmental Rounding Report stating there were a number of items not in compliance. It was agreed to approve the reports with a monthly follow-up report as to how the issues are being resolved.

***CONSENT AGENDA**

- Minutes of the Regular Meeting on August 4th, 2020
- Minutes of the Special Called Meeting on August 11th, 2020
- Minutes of the Executive Committee Meeting on August 24th, 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
- Therapy Services

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- Gonzales Healthcare Systems Foundation Report
- HHS Reports
 - Plant Operations Update
 - Dietary Report
- Safety Committee and Emergency Preparedness Report
- Nursing Home QIPP Reports
- Policies, Agreements and Contracts
 - Interim Life Safety Measures Policy
 - Nursing Peer Review
 - Nurse Peer Review Committee Policy
 - Austin Heart Cardiology MSO, LLC
Timeshare Lease Agreement Amendment
 - Indigent Care Agreement Between GHS &
Garth Vaz, M.D.
 - Bradfords Consulting Renewal Agreement
 - Hill Country Tech Guys Shortel Support
Renewal Quote
 - Net Health Systems, Inc. ReDoc Migration
Agreement
 - Steris Agreement for Washer & Autoclaves
 - Allscripts Infrastructure Management
Service Bundling Agreement
 - Allscripts Managed Services Contract Tier
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 - Bolder Prospective Payment Specialists
Chargemaster Review Proposal
 - John Gannon, Inc. Billboard Contract for
Shiner Clinic
 - John Gannon, Inc. Billboard Renewal
Contract for Gonzales
 - Hospital Pricing Solutions Pricing
Transparency Agreement
- Capital Expenditures Reviewed by the Executive
Committee
 - Siever's Medical Clinic Awning–Travis
Vaughan
 - IV Pumps-JS2 Medical
 - Kitchen Commercial Stove

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Motion was moved and **approved** to accept the Consent Agenda as presented with the tabling of Roofing/Waterproofing Repairs-Empire Roofing. (Motion by Greg Tieken, second by Kerry Morgan) There were seven 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 Greg Tieken) There were seven votes for and no votes against the motion.

***APPROVE MEDICAL
STAFF REPORT**

Motion was moved and **approved** to accept the Change for Kody Selzer, M.D. from Provisional Member to Full Active Medical Staff Member as presented. (Motion by Stephanie Kodack, second by Gene Reed) There were seven votes for and no votes against the motion.

***APPROVE CHANGE
FOR K.SELZER, MD
FROM PROVISIONAL
TO FULL ACTIVE MED
STAFF MEMBER**

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

***APPROVE QAPI
REPORT**

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

***APPROVE
COMPLIANCE REPORT**

Motion was moved and **approved** to accept the Financial Report for July 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

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- Investment
- Schedule
- Tax Report Accounts

(Motion by Tim Markham, second by Kerry Morgan) There were seven votes for and no votes against the motion.

***APPROVE FINANCIAL REPORT**

Tabled the Banking Resolution for Wells Fargo, N.A. for the Nursing Home Account for The Heights of Gonzales-HUD Loan due to incomplete paperwork.

***TABLE BANKING RESOLUTION FOR NURSING HOME ACCT**

Motion was moved and **approved** to accept the Cancellation of Addendum to Agreement with John Thomas, M.D. Dated 07-15-20 as presented. (Motion by Tim Markham, second by Stephanie Kodack) There were seven votes for and no votes against the motion.

***APPROVE CANCELLATION OF ADDENDUM TO AGRMNT-DR. THOMAS**

Motion was moved and **approved** to accept the GHS Master Organizational Chart as presented. (Motion by Kerry Morgan, second by Tim Markham) There were seven votes for no votes against the motion.

***APPROVE GHS MASTER ORGANIZATIONAL CHART**

Motion was moved and **approved** to accept the Trauma Resolution Letter as presented. (Motion by Stephanie Kodack, second by Lisa Gindler) There were seven votes for and no votes against the motion.

***APPROVE TRAUMA RESOLUTION LETTER**

CEO REPORT:

- Patty Stewart began by reminding the members of the Service Rewards Luncheon and Dinner on September 17th.
- The Community Health Needs Assessment has ended and there were 28 responses by email and 51 responses via internet and only a few by mail.
- We have to submit a monthly COVID19 report to keep our CMS funds.
- Rural Health Clinics are on track to receive higher payments for Medicare.

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- Patty suggested the members to read the TORCH Question of the Week article for information on COVID19 public emergency declarations and executive orders.
- Mike Mikesh, Home Health Administrator, will be retiring in April/May 2021. Amanda Fredericks will be his replacement

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

***APPROVE CEO
REPORT**

QHR REPORT:

- Chip Holmes began by going over the CSDP for GHS, specifically the highlighted areas, which he stated are the focus items for September.
- Strategic planning is now underway and QHR will be working with key community stakeholders, medical staff, executives and leadership team.
- The Survey Readiness Mock Survey will be September 8 and 9.
- Chip congratulated Brandon on 6 months of employment and Patty on one year. There will be an annual CEO Evaluation invite sent out to Board Members and Leadership Team. Once results are in they will be brought to the Executive Team and then shared with Patty.

NOMINATING COMMITTEE: Tim Markham stated the Committee which includes himself, Sascha Kardosz and Wayne South, has all agreed to keep the Board Officers as is.

Motion was moved and **approved** to accept the Election of Officers as presented. (Motion by Lisa Gindler, second by Gene Reed) There were seven votes for and no votes against the motion.

***APPROVE ELECTION
OF OFFICERS**

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APPOINTMENT OF COMMITTEES: Finance Committee – Kenneth Gottwald, Greg Tieken, Stephanie Kodack and Tim Markham. Building Committee – Tim Markham, Lisa Gindler, Sascha Kardosz, Kerry Morgan and David Malaer (Ex Officio).

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

***ADJOURN**



Kenneth Gottwald
President



Stephanie Kodack
Secretary