



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

Feel the Difference

Minutes of the Regular Meeting of the Board of Directors

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on Tuesday, May 7, 2019 at 5:15 P.M. in the Conference Room at thrive Healthplex.

Directors Present:

Kenneth Gottwald- President
Greg Tieken - Vice President
Stephanie Kodack - Secretary
Sascha Kardosz - Member
Kerry Morgan - Member
Gene Reed - Member

Directors Absent:

Lisa Gindler - Member
Timothy Markham - Member

Others Present:

John Hughson	Lori Parker
Ken Ward	Toni Perales
Patty Stewart	Carol Villareal
Joni Leland	Robert Camarillo
Juli Clay	Holly Danz
Melissa Collazo	Dewey Smith
Wayne South	Jose Castro
Mike Mikesh	Wayne South
Kathleen Koerner, D.O.	Commie Hisey, D.O.
Gloria Box, M.D.	Sean Hattenbach, M.D.
Robert Siebert	

The meeting was called to order at 5:15 P.M. by the President, Kenneth Gottwald.

CALL TO ORDER

**Minutes of the Board of Directors Meeting
May 7, 2019
Page Two**

The Board tabled action on the following items:

- B. Appointment of the Precinct 4 Director
- C. Oath of Office for Precinct 4 Director
- D. The Heights of Gonzales QIPP Report

**TABLE ACTION ON
AGENDA ITEMS
B, C, AND D**

The President asked if there were any items included on the Consent Agenda that need to be removed for discussion. The board requested that #6, Nursing Report, be removed for discussion. It was also noted there was no HHS Report. The report will be loaded when available.

***CONSENT AGENDA**

Nursing Report: Greg Tieken asked Lori Parker for an update on the Press Ganey scores. We are scoring above average in all areas. She reported we are working hard to improve in all areas and will continue to monitor for improvement. The Board commended the staff for working hard to improve the scores.

- Minutes of the Regular Meeting on April 2, 2019
- Minutes of the Building Committee Meeting on April 11, 2019
- Minutes of the Executive Committee Meeting on April 23, 2019.
- Minutes of the Building Committee Meeting on April 23, 2019
- Marketing Report
- Nursing Report
- Rural Health Clinic Report
- Home Health Administrator Report
- thrive Healthplex Report
- Gonzales Healthcare Systems Foundation Report
- HHS Report

Motion was moved and **approved** to accept the Consent Agenda with comments noted above. (Motion by Greg Tieken second by Stephanie Kodack) There were six votes for and no votes against the motion.

**APPROVE CONSENT
AGENDA**

**Minutes of the Board of Directors Meeting
May 7, 2019
Page Three**

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

***APPROVE MEDICAL
STAFF REPORT**

Motion was moved and **approved** to accept the Credentialing Application for Patrick Clemons, D.O., Emergency Department, as presented. (Motion by Greg Tieken, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. CLEMONS**

Motion was moved and **approved** to accept the Credentialing Application for Charles Valadez, M.D., Emergency Department, as presented. (Motion by Gene Reed, second by Sascha Kardosz) There were six votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. VALADEZ**

Motion was moved and **approved** to accept the Financial Report for March 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
- Graphs
- Trend Report
- Investment Schedules
- Capital Expenditure Report
- Tax Report
- Accounts

**Minutes of the Board of Directors Meeting
May 7, 2019
Page Four**

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

***APPROVE
FINANCIAL REPORT**

Motion was moved and **approved** to accept the proposal to purchase a Stryker Minor Drill for Surgery as presented. (Motion by Stephanie Kodack, second by Greg Tieken) There were six votes for and no votes against the motion.

***APPROVE PURCHASE
OF STRYKER MINOR
DRILL FOR SURGER**

Motion was moved and **approved** to accept the Asbestos Abatement Proposal from KMAC Construction as presented. (Motion by Greg Tieken, second by Kerry Morgan) There were six votes for and no votes against the motion.

***APPROVE ASBESTOS
ABATEMENT
PROPOSAL**

Motion was moved and **approved** to purchase the MRI DynaCad Breast Equipment for Radiology as presented. (Motion by Greg Tieken, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE PURCHASE
OF DYNACAD BREAST
EQUIPMENT FOR
RADIOLOGY**

Motion was moved and **approved** to accept the Allscripts Professional Services Agreement as presented. (Motion by Stephanie Kodack, second by Kerry Morgan) There were six votes for and no votes against the motion.

***APPROVE ALLSCRIPTS
PROFESSIONAL
SERVICES AGREEMENT**

Motion was moved and **approved** to accept the proposal for the purchase of new exercise equipment for Empower at thrive Healthplex as presented. (Motion by Gene Reed, second by Sascha Kardosz) There were six votes for and no votes against the motion.

***APPROVE PURCHASE
OF EXERCISE
EQUIPMENT FOR
THRIVE**

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

***APPROVE QAPI
REPORT**

Minutes of the Board of Directors Meeting

May 7, 2019

Page Five

Motion was moved and **approved** to table action on approval of the Facility Master Plan Proposal. The board wants to ensure that the inpatient room renovations are a priority. The Board asked the Building Committee to review the final proposal and we will call a Special Called Meeting (Motion by Greg Tieken, second by Timothy Markham) There were seven votes for and no votes against the motion.

***TABLE ACTION ON
FACILITY MASTER PLAN**

Motion was moved and **approved** to accept the Hospital Services Agreement with Kaspar Companies, Inc. as presented. (Motion by Greg Tieken, second by Sascha Kardosz) There were six votes for and no votes against the motion.

***APPROVE AGREEMENT
WITH KASPAR
COMPANIES, INC.**

Motion was moved and **approved** to decline the offer for purchase of real property as presented.. (Motion by Stephanie Kodack, second by Gene Reed) There were six votes for and no votes against the motion.

***DECLINE OFFER TO
PURCHASE REAL
PROPERTY**

Motion was moved and **approved** to accept the Memorial Hospital Home Health Agency Quality Assurance and Performance Improvement report for Fourth Quarter 2018 as presented. Mike Mikesh also reported a five-star rating for patient satisfaction. (Motion by Sascha Kardosz, second by Kerry Morgan) There were six votes for and no votes against the motion.

***APPROVE HOME
HEALTH QAPI REPORT
FOR FOURTH QUARTER
2018**

Motion was moved and **approved** to accept the Safety Committee Minutes from December 18, 2018 as presented. (Motion by Sascha Kardosz, second by Stephanie Kodack) There were six votes for and no votes against the motion.

***APPROVE SAFETY
COMMITTEE MINUTES**

BUILDING COMMITTEE REPORT: There was no Building Committee Report.

**BUILDING COMMITTEE
REPORT**

Minutes of the Board of Directors Meeting
May 7, 2019
Page Six

COMPLIANCE ISSUES REPORT: Juli Clay presented the following report:

- We have received no complaints on the Compliance Hot Line.
- The OIG exclusion list was last updated on April 10, 2019 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 individuals physicians who we have appointed to the medical staff.
- All Physician Agreements are current.
- The Compliance Committee met on April 26, 2019 and discussed standard items, as well as a Chargemaster Review, Billing Code Audit and Security Risk Assessment Compliance.
- The Fair Market Value audit is in process with VMG for the time share space and the Medical Director engagement agreements. An onsite audit of the spaces was conducted on May 1, 2019.
- The 340B HRSA Audit from December 2018 identified two issues. We have a committee addressing the findings and working to put the Plan of Correction in place and sent to HRSA.
- We had two HIPAA issues: 1) ER Discharge paperwork was sent home with the wrong patient; and 2) the RHC sent Medical Records to a requesting Attorney without the proper authorization.
- Refunds: \$22,498.24 (Paragon \$21,428.40 and Nextgen \$1,070.20) with nothing out of the ordinary reported. Refunds are prepared by our Business Office and audited by our Chief Accountant for accuracy. A review is done on patient refunds to ensure money cannot be moved to another account with an outstanding balance.

***COMPLIANCE REPORT**

COMPLIANCE ISSUES REPORT (CONTINUED):

- Refunds (Continued): We had one claim that had to be refunded that was over \$ 9,000. The insurance showed that coverage had lapsed but the patient had paid.
- HIPAA Audits: One Content and Paragon were completed on 04/19/19 with no issues noted' NexGen was completed on 05/02/19 with no issues noted/
- Payoll Audit was completed for March on 04/18/19 with no issues noted.
- There were one RAC audits conducted. It was received on 04/22/19 for a date of service of 04/16/19. The issue was Complex Inpatient Hospital MS-DRG Coding and we do not expect any issues .
- Denials: We had 0 denials.
- Billing Issues - UHC Medicaid issues still on-going.

Motion was moved and **approved** to accept the Time, Attendance, Time Off Requests and Failure to Badge Policy as presented. (Motion by Stephanie Kodack, second by Gene Reed) There were six votes for and no votes against the motion.

CEO REPORT: John presented the following information:

- The EHR Assessment was completed and we have three options for moving forward: 1) Do nothing and stay with current EHR; 2) Update current system and retrain employees - Allscripts does have a cloud-based system we could upgrade to; or 3) replace the current system. Dr. Hattenbach has experience with the Serner system and says it is more integrated and user-friendly. We plan to have on-site demonstration from Serner and MediTech to compare the systems.

***COMPLIANCE ISSUES REPORT (CONTINUED)**

***CEO REPORT**

**Minutes of the Board of Directors Meeting
May 7, 2019
Page Eight**

CEO REPORT (CONTINUED):

- The Board discussed the Shiner RHC options and whether we should build larger now or allow for expansion at a later date. After discussion, the Board decided to go with Option 9 on the plans and to proceed with obtaining construction bids and project estimates.


Motion was moved and **approved** to approve the CEO Report and to proceed with Option 9 on the Shiner RHC Project Plans. (Motion by Greg Tieken, second by Stephanie Kodack) There were five votes for the motion and one vote (Sascha Kardosz) against the motion. The motion passed with a majority vote.

John Hughson announced that he has resigned from QHR effective 05/31/19 and that will be his last day at Gonzales Healthcare Systems.

QHR UPDATE: Ken Ward stated that QHR will place an Interim CEO and will start the search process for a full-time CEO. Ron Vigus will meet with Executive Staff and with the Medical Staff prior to the June meeting to gather their input into the process and will discuss it with the Board in Executive Session in June.

PUBLIC COMMENT: None

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



Kenneth Gottwald
President



Stephanie Kodack
Secretary

***CEO REPORT
(CONTINUED)**

QHR UPDATE

PUBLIC COMMENT

ADJOURNMENT