



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, June 4, 2019 at 5:15 P.M. in the Conference Room at thrive Healthplex.

Directors Present:

Kenneth Gottwald- President
Greg Tieken - Vice President
Lisa Gindler - Member
Sascha Kardosz – Member
Timothy Markham - Member
Kerry Morgan - Member
Gene Reed – Member
Wayne South - Member

Directors Absent:

Stephanie Kodack – Secretary

Others Present:

Patty Stewart	Juli Clay
Ron Vigus	Robert Camarillo
Joni Leland	Lori Parker
Carol Villareal	Mike Mikesh
Toni Perales	Kathleen Koerner, D.O.
Melissa Collazo	David Schroeder
Ryan Harrington	Amanda Friedrick

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
June 4, 2019
Page Two**

Ryan Harrington from Trinity Healthcare presented a QIPP Nursing Home update on Texan Nursing and Rehab in Gonzales and Magnolia Nursing Home in Luling.

**TRINITY
HEALTHCARE
QIPP NURSING
HOME UPDATE**

The President asked if there were any items included on the Consent Agenda that need to be removed for discussion. The board requested that #4, Marketing Report, and #6, Rural Health Clinic, be removed for discussion.

***CONSENT
AGENDA**

Marketing Report: Greg Tieken reported that he had attended Hospital Week activities and commended the staff on their work in making the events so successful. He also stated that he and Dr. Koerner had attended the Kaspar Wire Works rollout of our service affiliation and that their staff seem very excited about the services we offer and are eager for the Shiner Rural Health Clinic to open.

Rural Health Clinic Report: Greg inquired about the departure of the Physician Assistant at the Surgery Clinic. Patty Stewart reported that Caroline Damon is moving out of state and we are planning to move Stephanie Jasik from Sievers Clinic to the Surgery Clinic.

- Minutes of the Regular Meeting on May 7, 2019
- Minutes of the Special Called Meeting on May 22, 2019
- Minutes of the Executive Committee Meeting on May 28, 2019
- Marketing Report
- Nursing Report
- Rural Health Clinic Report
- Home Health Administrator Report
- Thrive Healthplex Report
- Gonzales Healthcare Systems Foundation Report
- HHS Report

**Minutes of the Board of Directors Meeting
June 4, 2019
Page Three**

CONSENT AGENDA (CONTINUED):

- Space Lease Agreement with Trent Twitero, M.D., (Renewal)
- Space Lease Agreement with Jeff Echols, D.C. (Renewal)

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

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

Motion was moved and **approved** to accept the Credentialing Application for Brandon Gilmore, D.O., Emergency Department, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

Motion was moved and **approved** to accept the Credentialing Application for David Lutz, CRNA Pain Management Procedure Privileges Limited to Injections Specifically Ordered by Physician After Diagnosis of a Patient's Condition, as presented. (Motion by Lisa Gindler, second by Greg Tieken) There were eight votes for and no votes against the motion.

Motion was moved and **approved** to accept the Credentialing Application for Rikki Baldwin, D.O., Active Staff, OB/Gyn as presented. (Motion by Lisa Gindler, second by Sascha Kardosz) There were eight votes for and no votes against the motion.

**CONSENT AGENDA
(CONTINUED)**

**APPROVE CONSENT
AGENDA**

***APPROVE MEDICAL
STAFF REPORT**

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. GILMORE**

***APPROVE
CREDENTIALING
APPLICATION FOR
DAVID LUTZ, CRNA**

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. BALDWIN**

Minutes of the Board of Directors Meeting

June 4, 2019

Page Four

Motion was moved and **approved** to accept the Credentialing Application for Gloria Box, M.D., Active Staff, Orthopedic Surgery, as presented. (Motion by Lisa Gindler, second by Sascha Kardosz) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. BOX**

Motion was moved and **approved** to accept the Credentialing Application for Terry Eska, M.D. ActiveStaff, Internal Medicine, as presented. (Motion by Lisa Gindler, second by Greg Tieken) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. ESKA**

Motion was moved and **approved** to accept the Credentialing Application for Sean Hattenbach, M.D., Active Staff, Family Medicine, as presented. (Motion by Lisa Gindler, second by Greg Tieken) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. HATTENBACH**

Motion was moved and **approved** to accept the Credentialing Application for Commie Hisey, D.O., Active Staff, Family Medicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. HISEY**

Motion was moved and **approved** to accept the Credentialing Application for Kathleen Koerner, D.O., Active Staff, General Surgery, as presented. (Motion by Lisa Gindler, second by Kerry Morgan) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. KOERNER**

Motion was moved and **approved** to accept the Credentialing Application for David Meredith, D.O.. Family Medicine, as presented. (Motion by Lisa Gindler, second by Greg Tieken) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. MEREDITH**

Motion was moved and **approved** to accept the Credentialing Application for Humberto Rivas, M.D., Active Staff, Pediatrics, as presented. (Motion by Lisa Gindler, second by Greg Tieken) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. RIVAS**

**Minutes of the Board of Directors Meeting
June 4, 2019
Page Five**

Motion was moved and **approved** to accept the Credentialing Application for John Thomas, M.D., ActiveStaff, Family Medicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. THOMAS**

Motion was moved and **approved** to accept the Credentialing Application for Garth Vaz, M.D., Active Staff, Family Medicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. VAZ**

Motion was moved and **approved** to accept the Credentialing Application for Christopher Walker M.D., Active Staff, Family Medicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. WALKER**

Motion was moved and **approved** to accept the Credentialing Application for Russell Bartt, M.D., Courtesy Staff, Neurology Telemedicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. BARTT**

Motion was moved and **approved** to accept the Credentialing Application for Alicia Bennett, M.D., Courtesy Staff, Neurology Telemedicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. BENNETT**

Motion was moved and **approved** to accept the Credentialing Application for Sanjeer Bhatia, M.D., Courtesy Staff, Sleep Medicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. BHATIA**

**Minutes of the Board of Directors Meeting
June 4, 2019
Page Six**

Motion was moved and Motion was moved and **approved** to accept the Credentialing Application for Ray Bogitch, M.D.. Courtesy Staff, Neurology Telemedicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. BOGITCH**

Motion was moved and **approved** to accept the Credentialing Application for Christian Burell, M.D., Courtesy Staff, Neurology Telemedicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. BURELL**

Motion was moved and **approved** to accept the Credentialing Application for Ira Chang, M.D., Courtesy Staff, Neurology Telemedicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. CHANG**

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

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. CRAIG**

Motion was moved and **approved** to accept the Credentialing Application for Christopher Fanale, M.D., Courtesy Staff, Neurology Telemedicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. FANALE**

Motion was moved and **approved** to accept the Credentialing Application for Adam Graham, M.D., Courtesy Staff, Neurology Telemedicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. GRAHAM**

**Minutes of the Board of Directors Meeting
June 4, 2019
Page Seven**

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

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. LAPUS**

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

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. MALIK**

Motion was moved and **approved** to accept the Credentialing Application for Roland Medellin, M.D., Courtesy Staff, Family Medicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. MEDELLIN**

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

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. OSUCHUKWU**

Motion was moved and **approved** to accept the Credentialing Application for Kristi Posey, M.D., Courtesy Staff, Neurology-Pending Proof of Insurance), as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. POSEY**

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

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. QUEBEDEAUX**

**Minutes of the Board of Directors Meeting
June 4, 2019
Page Eight**

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

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. QUINTERO**

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

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. REYNOLDS**

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

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. RYAN**

Motion was moved and **approved** to accept the Credentialing Application for Gustavo Sandigo, M.D., Courtesy Staff, Sleep Medicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. SANDIGO**

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

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. SCHIFFER**

Motion was moved and **approved** to accept the Credentialing Application for Byron Spencer, M.D., Courtesy Staff, Neurology Telemedicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. SPENCER**

**Minutes of the Board of Directors Meeting
June 4, 2019
Page Nine**

Motion was moved and **approved** to accept the Credentialing Application for Trent Twitero, M.D., Courtesy Staff, Orthopedic Surgery, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. TWITERO**

Motion was moved and **approved** to accept the Credentialing Application for Caroline Leilani Valdes, M.D., Courtesy Staff, Pathology, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. VALDES**

Motion was moved and **approved** to accept the Credentialing Application for Jeffrey Wagner, M.D., Courtesy Staff, Neurology Telemedicine, as presented. (Motion by Lisa Gindler, second by Gene Reed) There were eight votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION FOR
DR. WAGNER**

Motion was moved and **approved** to accept the Financial Report for April 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 Greg Tieken, second by Sascha Kardosz) There were eight votes for and no votes against the motion.

**Minutes of the Board of Directors Meeting
June 4, 2019
Page Ten**

Motion was moved and **approved** to accept the purchase of the X-Ray Equipment for the Shiner Rural Health Clinic from United Imaging as presented. (Motion by Greg Tieken, second by Timothy Markham) There were eight votes for and no votes against the motion.

***APPROVE
PURCHASE OF
XRAY EQUIPMENT
FOR SHINER
CLINIC**

Motion was moved and **approved** to accept the purchase of Nuclear Medicine Equipment for Lung Scans from Biodex as presented. (Motion by Lisa Gindler, second by Timothy Markham) There were eight votes for and no votes against the motion.

***APPROVE
PURCHASE OF
NUCLEAR MEDICINE
EQUIPMENT FOR
LUNG SCANS**

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

***APPROVE QAPI
REPORT**

Motion was moved and **approved** to accept the Tax Resale Bid for Suit #6988 and Suit #77122. as presented. (Motion by Greg Tieken, second by Timothy Markham) There were eight votes for and no votes against the motion.

***APPROVE TAX
RESALE BIDS**

Motion was moved and **approved** to accept the final floor plan for the Shiner Rural Health Clinic Building, with the revision to enlarge the reception window, as presented. (Motion by Gregory Tieken, second by Timothy Markham) There were eight votes for and no votes against the motion.

***APPROVE FINAL
FLOOR PLAN FOR
SHINER RURAL
HEALTH CLINIC**

Motion was moved and **approved** to accept the proposal from Bradfords Consulting for IT Support as presented. (Motion by Kerry Morgan, second by Sascha Kardosz) There were eight votes for and no votes against the motion.

***APPROVE PROPOSAL
FROM BRADFORDS
CONSULTING FOR
IT SUPPORT**

Motion was moved and **approved** to accept the Master Subscription Agreement with Wolters Kluwer Health, Inc. (Lippincott Procedures) as presented. (Motion by Lisa Gindler, second by Timothy Markham) There were eight votes for and no votes against the motion.

***APPROVE MASTER
SUBSCRIPTION
AGREEMENT WITH
WOLTERS, KLUWER
HEALTH, INC.**

Minutes of the Board of Directors Report
June 4, 2019
Page Eleven

After discussion, motion was moved and **approved** not to renew the Marketing Plan and Brand Development Strategy with Brentwood Communication, Inc. for the second six month period. (Motion by Lisa Gindler, second by Sascha Kardosz) There were eight votes for and no votes against the motion.

***MARKETING PLAN
AND BRAND
DEVELOPMENT
STRATEGY**

BUILDING COMMITTEE REPORT: Patty Stewart reported that representatives from O'Connell Robertson will be on-site on Monday to speak with leaders about the Master Facility Plan project.

**BUILDING COMMITTEE
REPORT**

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

COMPLIANCE ISSUES REPORT:. Juli Clay presented the following report:

***COMPLIANCE REPORT**

- We have received no complaints on the Compliance Hot Line.
- The OIG exclusion list was last updated on May 9, 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.
- All Physician Agreements are current.
- Refunds: \$22,272.59 (Paragon \$18,519.49 and Nextgen \$3,753.10) 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.

**Minutes of the Board of Directors Meeting
June 4 2019
Page Twelve**

COMPLIANCE ISSUES REPORT (CONTINUED):

- HIPAA Audit was completed on May 28, 2019 with no issues noted.
- Payoll Audit was completed on May 28, 2019 with no issues noted.
- RAC Audit: We heard back on the six of the 2017 denials previously reported. Four were overturned and two were upheld. We received a DRG change on another RAC case but we have responded in writing.
- Denials: We had 0 denials.
- Billing Issues: No issues noted.

Motion was moved and **approved** to accept the Service Agreement for Charity Care Services with Garth Vaz, M.D. as presented. (Motion by Timothy Markham, second by Sascha Kardosz) There were eight votes for and no votes against the motion.

CEO REPORT: The report was included in the packet.

Ron Vigus reported QHR is already receiving applications for the CEO position. He also reported the QHR Trustee Conference will be held in March 2020 in Phoenix, Arizona. He reminded the board of the dinner schedule at GG's Steakhouse on June 18th with the new QHR Executive.

Motion was moved and **approved** to approve the CEO Report as presented.. (Motion by Greg Tieken, second by Lisa Gindler) There eight votes for and no votes against the motion.

***COMPLIANCE
REPORT
(CONTINUED)**

***APPROVE SERVICE
AGREEMENT FOR
CHARITY CARE
SERVICES WITH
DR. VAZ**

***CEO REPORT**

**Minutes of the Board of Directors Meeting
June 4, 2019
Page Thirteen**

Motion was moved and **approved** to adjourn the meeting into Executive Session pursuant to Section 551.074 of the Texas Governmental Code to discuss recruitment of the Chief Executive Officer. (Motion by Kerry Morgan, second by Sascha Kardosz) There were eight votes for and no votes against the motion.

EXECUTIVE SESSION

Motion was moved and **approved** to call the meeting back into Open Session. (Motion by Kerry Morgan, second by Gene Reed) There were eight votes for and no votes against the motion.

OPEN SESSION

Motion was moved and **approved** to appoint Patty Stewart as Interim Chief Executive Officer, to approve salary adjustment for Ms. Stewart as discussed, and to authorize Ms. Stewart to appoint other staff members to assist her as needed during the interim period. (Motion by Kerry Morgan, second by Lisa Gindler) There were eight votes for and no votes against the motion.

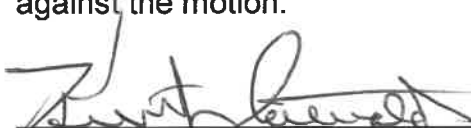
**APPOINT INTERIM
CEO**

PUBLIC COMMENT: None.

PUBLIC COMMENT

Motion was moved and **approved** to adjourn the meeting. (Motion by Lisa Gindler second by Gene Reed) There were eight votes for and no votes against the motion.

ADJOURNMENT



Kenneth Gottwald
President



Stephanie Kodack
Secretary