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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 Tuesday, July 2, 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
Timothy Markham - Member
Gene Reed – Member
Wayne South - Member

Directors Absent:

Lisa Gindler - Member
Sascha Kardosz – Member
Kerry Morgan - Member

Others Present:

Patty Stewart	Juli Clay
Ken Ward	Robert Camarillo
Joni Leland	Lori Parker
Carol Villareal	Mike Mikesh
Toni Perales	Melissa Collazo.
David Schroeder	Commie Hisey, D.O.
Kathleen Koerner, D.O.	Christopher Walker, M.D.
Roger Dwyer	Dewey Smith
Paul Wray	Lee Rivaz

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

CALL TO ORDER

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Paul Wray presented an update on the QIPP Program at The Heights of Gonzales. He reported that the new year has a heavy focus on quality measures, staff retention and turnover and infection control measures.

The President asked if there were any items included on the Consent Agenda that need to be removed for discussion. There were none removed.

- Minutes of the Budget Hearing on June 4, 2019
- Minutes of the Regular Meeting on June 4, 2019

- Minutes of the Executive Committee Meeting on June 25, 2019
- Marketing Report
- Business Development Report
- Nursing Report
- Rural Health Clinic Report
- Home Health Administrator Report
- Thrive Healthplex Report
- Gonzales Healthcare Systems Foundation Report
- HHS Reports

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

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

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

**THE HEIGHTS OF
GONZALES NURSING
HOME UPDATE**

***CONSENT AGENDA**

**APPROVE CONSENT
AGENDA**

***APPROVE MEDICAL
STAFF REPORT**

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

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

***APPROVE
CREDENTIALING
APPLICATION
FOR
DR.
QUARTEMONT**

Motion was moved and approved to accept the Credentialing Application for Phoebe Dann, M.D., Courtesy Staff, Radiology, as presented. (Motion by Gene Reed, second by Greg Tieken) There were six votes for and no votes against the motion

***APPROVE
CREDENTIALING
APPLICATION
FOR DR. DANN**

Motion was moved and **approved** to accept the Credentialing Application for Sina Haeri, M.D., Courtesy Staff, Maternal Fetal Medicine-Telemedicine, as presented. (Motion by Gene Reed, second by Greg Tieken) There were six votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION
FOR DR. HAERI**

Motion was moved and **approved** to accept the Credentialing Application for Jeremie Karsenti, D.O., Courtesy Staff, Radiology, as presented. (Motion by Gene Reed, second by Stephanie Kodack) There were six votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION
FOR DR.
KARSENTI**

Motion was moved and **approved** to accept the Credentialing Application for Danit Taimi, M.D., Courtesy Staff, Radiology, as presented. (Motion by Gene Reed, second by Stephanie Kodack) There were six votes for and no votes against the motion.

***APPROVE
CREDENTIALING
APPLICATION
FOR DR. TAIMI**

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

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FINANCIAL REPORT (CONTINUED)

- 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 Timothy Markham)
There were six votes for and no votes against the motion.

Motion was moved and **approved** to accept the purchase of the OmniCell Server Upgrade as presented for \$13,000. (Motion by Timothy Markham, second by Stephanie Kodack) There were six votes for and no votes against the motion.

Motion was moved and **approved** to accept the purchase of the Crossfire Machine for Orthoscopic Surgeries as presented. (Motion by Timothy Markham, second by Gene Reed) 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 Timothy Markham, second by Greg Tieken) There were six votes for and no votes against the motion.

Robert Camarillo, Chief Experience Officer, presented the results of the Employee Engagement Survey.

The board reviewed the status of the IT Assessment Update.

Motion was moved and **approved** to accept the proposal for IT Consulting Services from Bradford's Consulting as presented. (Motion by Stephanie Kodack, second by Timothy Markham) There were six votes for and no votes against the motion.

***FINANCIAL REPORT
(CONTINUED)**

***APPROVE
OMNICELL SERVER
UPGRADE**

***APPROVE THE
PURCHASE OF THE
CROSSFIRE
MACHINE FOR
ORTHOPEDICS**

***APPROVE QAPI
REPORT**

***EMPLOYEE
ENGAGEMENT
SURVEY**

***IT
ASSESSMENT UPDATE**

***APPROVE PROPOSAL
FOR IT CONSULTING
SERVICES**

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Patty Stewart requested that the Board table discussion and action on the IT Help Desk until additional bids are received and reviewed.

**TABLE DISCUSSION
ON IT HELP DESK**

Dr. Commie Hisey, representing the Gonzales Emergency Services District, requested that the approval of the Interlocal Cooperation Agreement between the two agencies be withdrawn.

**WITHDRAW THE
INTERLOCAL
COOPERATION
AGREEMENT**

BUILDING COMMITTEE REPORT: Patty Stewart reported that representatives from O'Connell Robertson will back for further meetings with department leaders to discuss space issues. The committee will discuss ongoing plans for the Shiner Clinic at their next meeting.

**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 six votes for and no votes against the motion.

**APPROVE
BUILDING
COMMITTEE REPORT**

COMPLIANCE ISSUES REPORT: Juli Clay presented the following report:

***COMPLIANCE
ISSUES REPORT**

- We have received no complaints on the Compliance Hot Line.
- The OIG exclusion list was last updated on June 5, 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.
- 340B CAP has been submitted.
- 2019 340B Annual Audit was completed on June 25, 2019.

COMPLIANCE ISSUES REPORT (CONTINUED):

- Annual HIPAA Education for the Hospital Auxiliary was conducted on June 25, 2019
- Refunds: \$16,953.20 (Paragon \$15,954.22 and Nextgen \$998.98) 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. One Paragon account was a patient whose insurance terminated two days before care was given had to be fully refunded.
- HIPAA Audit was completed on June 25, 2019 with no issues noted.
- Payroll Audit was completed on June 13, 2019 with no issues noted.
- RAC Audit: We have appealed a claim that are saying was billed incorrectly which we disagree with their finding. We will show one billing error on our occurrence rating. The board asked that we attempt to clear it through the Clearinghouse and write a letter to our congressman to get this expunged from our record.
- Denials: We had 0 denials.
- Billing Issues: No issues noted.

Motion was moved and **approved** to accept the termination of the agreement with TNT Technologies. as presented. (Motion by Greg Tieken, second by Timothy Markham) There were six votes for and no votes against the motion.

Motion was moved and **approved** to accept the Space Lease Agreement with Dr. Apesh Desai as presented. (Motion by Gene Reed, second by Stephanie Kodack) There were six votes for and no votes against the motion.

***COMPLIANCE ISSUES
REPORT
(CONTINUED)**

***APPROVE
TERMINATION OF
TNT TECHNOLOGIES
AGREEMENT**

***APPROVE SPACE
LEASE AGREEMENT
WITH DR. DESAI**

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

***APPROVE EMPLOYEE
COMPLAINT AND
GRIEVANCE POLICY**

Motion was moved and approved to accept the New Employee Orientation/Annual Education Requirements, License Registry and Certification Requirements for Licensed Staff Policy as presented. (Motion by Greg Tieken second by Timothy Markham) There were six votes for and no votes against the motion.

***APPROVE NEW
EMPLOYEE
ORIENTATION
POLICY**

Motion was moved and approved to accept the District Discounts Policy as presented. (Motion by Gene Reed, second by Timothy Markham) There were six votes for and no votes against the motion.

***APPROVE DISTRICT
DISCOUNTS POLICY**

Motion was moved and approved to accept the Direct Admission Procedures for Sievers Medical Clinic-STAT (Emergent) Admissions Policy as presented. (Motion by Stephanie Kodack, second by Greg Tieken) There were six votes for and no votes against the motion.

***APPROVE DIRECT
ADMISSION FOR SMC
STAT ADMISSIONS
POLICY**

Motion was moved and approved to accept the Direct Admissions Procedures for Sievers Medical Clinic-Routine (Non-Emergent) Admission Policy as presented. (Motion by Timothy Markham, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE DIRECT
ADMISSION FOR SMC
NON-EMERGENT
ADMISSIONS POLICY**

Motion was moved and approved to accept the Direct Admissions Procedures for Non-RHC Patients (Routine, Non-Emergent) Policy as presented. (Motion by Timothy Markham, second by Gene Reed) There were six votes for and no votes against the motion.

***APPROVE DIRECT
ADMISSIONS FOR
PATIENTS** **DIRECT
POLICY
NON-RHC**

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Motion was moved and **approved** to accept the 340B Program Policy as presented. (Motion by Gene Reed, second by Stephanie Kodack) There were six votes for and no votes against the motion.

***APPROVE 340B
PROGRAM POLICY**

Motion was moved and **approved** to accept the 340B Program Contract Pharmacy Policy as presented. (Motion by Gene Reed, second by Timothy Markham) There were six votes for and no votes against the motion.

***APPROVE 340B
PROGRAM CONTRACT
PHARMACY POLICY**

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

***APPROVE THE
PRIVACY PRACTICES
POLICY**

Motion was moved and **approved** to accept the Notice of Privacy Practices Form as presented. (Motion by Timothy Markham, second by Greg Tieken) There were six votes for and no votes against the motion.

***APPROVE THE
NOTICE OF PRIVACY
PRACTICES FORM**

CEO REPORT: Patty Stewart, Interim CEO, presented the following information:

***CEO REPORT**

- We will need to have a Special Called Meeting to vote on an IT Help Desk Contract once all bids are received and reviewed.
- Allscripts was on-site for clinical training to prepare for the update to 15.0 before the end of July.

Ken Ward from QHR announced this is last meeting before his retirement. He stated he had enjoyed working with the board and is only leaving due to the amount of travel the job entails.

QHR UPDATE

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

**APPROVE CEO
REPORT**

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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 Gene Reed, second by Timothy Markham) There were six votes for and no votes against the motion.

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

Motion was moved and **approved** to approve the recommendations resulting from Executive Session. (Motion by Stephanie Kodack, second by Gene Reed) There were six votes for and no votes against the motion.

PUBLIC COMMENT: None.

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

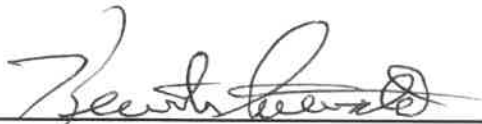
EXECUTIVE SESSION

OPEN SESSION

**APPROVE ACTION
RESULTING FROM
EXECUTIVE SESSION**

PUBLIC COMMENT

ADJOURNMENT



**Kenneth Gottwald
President**



**Stephanie Kodack
Secretary**