

### **Minutes of the Regular Meeting of the Board of Directors**

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on Tuesday, September 3, 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  
Timothy Markham – Member  
Gene Reed – Member  
Wayne South - Member

#### **Directors Absent:**

Lisa Gindler – Member  
Kerry Morgan - Member

#### **Others Present:**

Patty Stewart	Juli Clay
Ron Vigus	Woody White
Joni Leland	Lori Parker
Carol Villareal	Mike Mikesh
Toni Perales	Holly Danz.
Shawntel McCune	Robert Camarillo
Commie Hisey, D.O.	Scott Fojt
Kathleen Koerner, D.O.	Rikki Baldwin, M.D.
Cristiane Hamlin	Gail Moody
Shirley Nagelmueller	

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

**CALL TO ORDER**

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The President stated that this was the second of two public tax hearings for Gonzales Healthcare Systems. The sole purpose of the meeting is to hear public comments on the proposed 2019 tax rates. There were no community members present who signed up to make a public comment.

**PUBLIC TAX HEARING**

Motion was moved and **approved** to adjourn the Public Tax Hearing and move into the Regular Meeting. (Motion by Gene Reed, second by Timothy Markham) There were seven votes for and no votes against the motion.

**ADOURN PUBLIC TAX HEARING**

The President amended the Regular Meeting Agenda, moving Public Comment to the first item to accommodate several community members who signed up to make public comments. Shirley Nagelmueller, Cristiane Hamlin and Gail Moody all addressed the board with concerns regarding the dress code at thrive, specifically the requirement for employees to cover tattoos and the subsequent extra expense for uniforms with long sleeves. They also feel that thrive employees should not have to pay a membership fee at the fitness center. The President thanked them for their attendance and their comments.

**\*CONSENT AGENDA**

The President asked if there were any items included on the Consent Agenda that need to be removed for discussion. No items were pulled for discussion.

- Minutes of the Regular Meeting on August 6, 2019
- Minutes of the Special Called Meeting on August 27, 2019
- Minutes of the Building Committee Meeting on August 5, 2019
- Minutes of the Building Committee Meeting on August 20, 2019
- Marketing Report
- Business Development Report
- Nursing Report
- Rural Health Clinic Report

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**CONSENT AGENDA (CONTNUED):**

- Home Health Administrator Report
- Thrive Healthplex Report
- Gonzales Healthcare Systems Foundation Report
- HHS Reports

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

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

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

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

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

Motion was moved and **approved** to accept the Credentialing Application for Stephanie Jasik, PA-C, Allied Health Professional/Surgical First Assistant, as presented. (Motion by Gene Reed, second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**\*CONSENT AGENDA  
(CONTINUED)**

**\*APPROVE MEDICAL  
STAF REPORT**

**\*APPROVE  
CREDENTIALING  
APPLICATION FOR  
DR. FRAME**

**\*APPROVE  
CREDENTIALING  
APPLICATION FOR  
DR. MEISER**

**\*APPROVE  
CREDENTIALING  
APPLICATION FOR  
DR. GARRE**

**\*APPROVE  
CREDENTIALING  
APPLICATION FOR  
STEPHANIE JASIK,PA-C**

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Motion was moved and **approved** to accept the Credentialing Application for Nikhil Bhargava, M.D., Courtesy Staff, Radiology, as presented. (Motion by Gene Reed, second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**\*APPROVE  
CREDENTIALING  
APPLICATION FOR  
DR. BHARGAVA**

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

**\*APPROVE  
CREDENTIALING  
APPLICATION FOR  
DR. BLEVINS**

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

**\*APPROVE  
CREDENTIALING  
APPLICATION FOR  
DR. BONETTI**

Motion was moved and **approved** to accept the Credentialing Application for Chet Schwab, M.D., Courtesy Staff, Pathology, as presented. (Motion by Gene Reed, second by Timothy Markham) There were seven votes for and no votes against the motion

**\*APPROVE  
CREDENTIALING  
APPLICATION FOR  
DR. SCHWAB**

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

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**FINANCIAL REPORT (CONTINUED):**

(Motion by Gene Reed, second by Greg Tieken) There were seven votes for and no votes against the motion.

Motion was moved and **approved** to accept the bid for construction of an ADA Ramp at thrive Healthplex from Dickie White Construction, with noted modifications, as presented. (Motion by Greg Tieken, second by Gene Reed) There were seven votes for and no votes against the motion.

Motion was moved and **approved** to accept the bid from Interface Door Systems for \$13,900.00 to replace the receiving entrance door in Central Supply. (Motion by Timothy Markham, second by Greg Tieken) There were seven votes for and no votes against the motion.

Motion was moved and **approved** to accept the bid from Dickie White for construction of a security fence around the Retention Pond at thrive Healthplex as presented. (Motion by Gene Reed, second by Stephanie Kodack) There were seven votes for and no votes against the motion.

Motion was moved and **approved** to accept the bid from Bryton for \$22,553 for the purchase of a replacement surgery table for OR Two as presented. (Motion by Wayne South, second by Sascha Kardosz) There were seven votes for and no votes against the motion.

Motion was moved and **approved** to accept the proposal for the TANGO Infinity Automated Blood Bank System for the Laboratory as presented. (Motion by Stephanie Kodack, second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**\*FINANCIAL REPORT  
(CONTINUED)**

**\*APPROVE BID FOR  
CONSTRUCTION OF  
ADA RAMP AT THRIVE**

**\*APPROVE BID FOR  
RECEIVING ENTRANCE  
DOOR IN CENTRAL  
SUPPLY**

**\*APPROVE BID FOR  
CONSTRUCTION OF  
SECURITY FENCE  
AROUND RETENTION  
POND AT THRIVE**

**\*APPROVE BID FOR  
SURGERY TABLE  
FOR OR TWO**

**\*APPROVE PROPOSAL  
FOR TANGO INFINITY  
AUTOMATED BLOOD  
BANK SYSTEM**

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Motion was moved and **approved** to accept the proposal for the five-year lease option for Glucose Meters for Nursing Services and the Rural Health Clinics as presented. (Motion by Stephanie Kodack, second by Timothy Markham) There were seven votes for and no votes against the motion.

**\*APPROVE THE  
PROPOSAL FOR  
GLUCOSE  
METERS**

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

**\*APPROVE QAPI  
REPORT**

Greg Tieken asked if we have a way to track the use of our services by Kaspar employees, as a result of the recent agreement with their management.

The President appointed the following directors to serve on the Nominating Committee: Sascha Kardosz, Stephanie Kodack and Timothy Markham. They will present a slate of officers for a vote at the October meeting.

**APPOINTMENT  
OF NOMINATING  
COMMITTEE**

**BUILDING COMMITTEE REPORT:** Patty Stewart reported that we are waiting on plumbing estimates before the costs and the contract are presented for approval. Dr. Hisey stated that he feels it is very important to do everything we can to soundproof the patient rooms for HIPAA compliance both at the Shiner Clinic as well as the other two clinics.

**\*BUILDING  
COMMITTEE  
REPORT**

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

**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 August 8, 2019 with no issues reported.

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**\*COMPLIANCE ISSUES REPORT (CONTINUED):**

- 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 HRSA CAP report was accepted. They have asked for additional information.
- The 340B recertification for this year has been submitted and accepted.
- 2019 340B Annual Audit was completed on June 25, 2019 and we are waiting on the report.
- Refunds: \$ 6,077.71 Paragon \$4,437.35 and Nextgen \$1,640.36) 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.
- There were four concerns reported in August – report is attached.
- There were 31 Risk Management concerns reported – report is attached.
- HIPAA Audit was completed and found seven employees that need to be removed. No other issues reported.
- Payroll Audit was completed on September 3, 2019.
- RAC Audit: No new audits were received.

**\*COMPLIANCE ISSUES  
REPORT  
(CONTINUED)**

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Motion was moved and **approved** to accept the Agreement with Maternal/Fetal Medicine Group. (Motion by Stephanie Kodack, second by Gene Reed) There were seven votes for and no votes against the motion.

**\*APPROVE AGREEMENT  
WITH MATERNAL/FETAL  
MEDICINE GROUP**

Motion was moved and **approved** to accept the Restraint and Seclusion Policy as presented. (Motion by Stephanie Kodack, second by Greg Tieken) There were seven votes for and no votes against the motion.

**\*APPROVE RESTRAINT  
AND SECLUSION POLICY**

**CEO REPORT:** Patty Stewart stated that her CEO Report was included on boardpaq for review. She added that we need to look into the Nuclear Medicine Program. The machine that we bought is not what we need so in order to continue the program, we would need to purchase a different machine and train employees to use it. We need to take a look at cost versus revenue and see if the program is worth continuing.

**\*CEO REPORT**

Ron Vigus introduced Woody White, our new Financial AVP at QHR. Ron stated that they have started CFO recruitment to replace Patty.

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

**APPROVE CEO  
REPORT**

Motion was moved and **approved** to call the meeting into Executive Session pursuant to Section 551.074 of the Texas Governmental Code to discuss the Chief Executive Officer employment contract. (Motion by Gene Reed, second by Wayne South) There were seven votes for and no votes against the motion.

**CALL MEETING INTO  
EXECUTIVE SESSION**

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

**CALL MEETING INTO  
OPEN SESSION**



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Motion was moved and **approved** to finalize the Chief Executive Officer contract with Patty Stewart at the agreed upon rate with benefits to be determined. (Motion by Greg Tieken, second by Gene Reed) There were seven votes for and no votes against the motion.

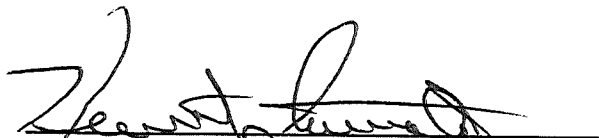
**APPROVE CONTRACT  
FOR CEO**

**PUBLIC COMMENT: None.**

**PUBLIC COMMENT**

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

**ADJOURNMENT**

  
Kenneth Gottwald  
President

  
Stephanie Kodack  
Secretary