

Minutes of the Regular Meeting of the Board of Directors

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on June 7th, 2022, at 5:30 P.M. at THRIVE Healthplex Conference Room.

Directors Present:

Kenneth Gottwald – President
Greg Tieken – Vice President
Stephanie Kodack – Secretary
Tim Markham – Member
Wayne South – Member
Sascha Kardosz – Member
Gene Reed – Member

Directors Absent:

Kerry Morgan – Member
Lisa Gindler - Member

Others Present:

Gerald Parton, Interim CEO
Brandon Anzaldua, CFO
Lori Parker, CNO
Commie Hisey, D.O.
Kathleen Koerner, D.O
Melissa Cowey
Joni Leland
Juli Clay
Leslie Janssen
Chip Holmes, QHR (Virtual)
David Anton
Janelle Lester
Carolyn Orts

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The meeting was called to order at 5:30 P.M. by Kenneth Gottwald – President.

The Pledge of Allegiance was led by Kenneth Gottwald.

The Invocation was given by Tim Markham.

There was two present for Public Comment.

- Letter from Britney Caka regarding the Gonzales Healthcare Systems' Foundation; read by Greg Tieken
- Daisy S regarding Freeman social media and website recommendations.

Administration of the Oath of Office to Incoming At-Large Governing Board of Directors was taken by Sascha Kardosz, Stephanie Kodack, and Timothy Markham. Not present was Gene Reed and Kerry Morgan.

Governing Board of Directors received a report from Gonzales Healthcare Systems Foundation Chairman, Carolyn Orts and Member Janelle Lester. Carolyn Orts read a four-page report regarding their past events and the need of a full time employee. A copy of the report was also handed out for all board members to review.

Motion was made and **approved** to Call Meeting into Closed Session Pursuant to Section 551.074 of the Texas Government Code to review Gonzales Healthcare Systems Foundation Report. (motioned by Wayne South, seconded by Stephanie Kodack) There were eight votes for and no votes against the motion.

The Board of Directors of Gonzales Healthcare Systems convenes in Closed Session on June 7th, 2022, at 5:54 PM.

Motion was made and **approved** to adjourn Closed Session and returned to Open Session on June 7th, 2022, at 6:14 PM. (Motioned by Wayne South, seconded by Sascha Kardosz) There were eight votes for and no votes against the motion.

Strategic Plan Update was presented by Gerald Parton.

CALL TO ORDER

PLEDGE OF ALLEGIANCE

INVOCATION

PUBLIC COMMENT

Oath of Incoming At-Large Governing Board of Directors.

Gonzales Healthcare Systems Foundation Report

Closed Session Pursuant to Section 551.074 of the Texas Government Code

Adjourn Closed Session

Strategic Plan Update

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Consent Agenda:

Kenneth Gottwald, President, asked if any items need to be removed for discussion.

Consent Agenda Items:

- Minutes of the Finance Committee Meeting on April 25th, 2022
- Minutes of the Executive Committee Meeting on April 25th, 2022
- Minutes of the Regular Meeting on May 5th, 2022
- Minutes of the Special Called Board Meeting on May 17th, 2022
- Minutes of the Special Called Board Meeting on May 23rd, 2022
- Minutes of the Special Called Board Meeting on May 24th, 2022
- Minutes of the Special Called Board Meeting on May 25th, 2022
- Minutes of the Special called Board Meeting on May 26th, 2022
- Minutes of the Finance Committee Meeting on May 31st, 2022
- Minutes of the Executive Committee Meeting on May 31st, 2022
- Minutes of the Building Committee Meeting on May 31st, 2022
- Nursing Home QIPP Reports
- Provider Participation Agreement with Main Street Rural Health, LLC

Motion was made and **approved** to accept the Consent Agenda as presented. (Moted by Stephanie Kodack, seconded by Sascha Kardosz) There were eight votes for and no votes against the motion.

FINANCIAL REPORT AS PRESENTED BY BRANDON ANZALDUA:

Motion was moved and **approved** to accept the Financial Report for April 2022 as presented with the following documents:

- Balance Sheet
- Cash Flow Sheet
- Current Month and YTD Income Statement Compared to Last Year
- Currently Month and YTD Income Statement Compared to Budget

CONSENT AGENDA

CONSENT AGENDA ITEMS

APPROVED CONSENT AGENDA

Financial Report

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Financial Report Continued:

- Departmental Charge/Expense Report
- Receivable, Payor Mix and Collections
- Trend Report
- Capital Expenditure Report
- Investment
- Schedule
- Tax Report Accounts

(Motioned by Greg Tieken, seconded by Stephanie Kodack) There were eight votes for and no votes against the motion.

Capital Expenditures Presented By Brandon Anzaldua

- Motion was made and **approved** to accept the Infection Control Cleaning System as presented. (Motioned by Greg Tieken, seconded by Tim Markham) There were eight votes for and no votes against the motion.
- Motion was made and **approved** to accept the Defibrillators as presented. (Motioned by Stephanie Kodack, seconded by Sascha Kardosz) There were eight votes for and no votes against the motion.
- Motion was made and **approved** to accept the Anesthesia Machine as presented. (Motioned by Tim Markham, seconded by Stephanie Kodack) There were eight votes for and no votes against the motion.
- Motion was made and **approved** to accept the Sliding Door for Outpatient Entrance as presented. (Motioned by Tim Markham, seconded by Stephanie Kodack) There were eight votes for and no votes against the motion.
- Motion was made and **approved** to accept the Shoregear Switch Replacement as presented. (Motioned by Stephanie Kodack, seconded by Tim Markham) There were eight votes for and no votes against the motion.
- Motion was made to authorize CEO to replace both panels and not to exceed twice the amount as the quote presented. All **approved** to accept the Panel Board Replacement as presented. (Motioned by Stephanie Kodack, seconded by Tim Markham) There were eight votes for and no votes against the motion.

Approved Financial Report

Capital Expenditures

Infection Control Cleaning System

Defibrillators

Anesthesia Machine

Sliding Door for Outpatient Entrance

Shoregear Switch Replacement

Panel Replacement

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CEO REPORT AS PRESENTED BY GERALD PARTON:

Motion was made and **approved** to accept the CEO Report as presented with the following items and the approval for CEO to sign the EMS/PHI Membership Proposal:

- Town Hall Meetings
- Rounding
- Construction Update
- Electronic Health Record: Cerner
- Emergency Air Medical Membership Proposal
- GISD Physicals
- Search Committee
- Organization Chart
- Hospital Week Celebration
- Compliance Assessment

(Motioned by Stephanie Kodack, seconded by Tim Markham)

There were eight votes for and no votes against the motion.

QHR Update as presented by Chip Holmes via Microsoft Teams:

- Chip Holmes gave a brief overview of the projects Gonzales Healthcare Systems and QHR are working on together. QHR's Development Plan document was available for Board of Directors to review.

QHR Update

Motion was made and **approved** to Call Meeting into Closed Session Pursuant to the Provisions of Chapter 551 of the Texas Government Code; Section 551.071, Section 551.072, Section 551.073, Section 551.074, Section 551.076, Section 551.085, and Section 161.032 under the Texas Health & Safety Code. (Motion by Stephanie Kodack, seconded by Tim Markham) There were eight votes for and no votes against the motion

Closed Session

The Board of Directors of Gonzales Healthcare Systems convenes in Closed Session on June 7th, 2022, at 6:52 PM.

Motion was made and **approved** to adjourn its Closed Session and returned to Open Session on June 7th, 2022, at 7:52 PM. (Motioned by Greg Tieken, seconded by Stephanie Kodack) There were eight votes for and no votes against the motion.

CALL MEETING INTO OPEN SESSION

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Motion was made and **approved** to accept the Medical Staff Report as presented in Executive Session. (Motion by Greg Tieken, seconded by Stephanie Kodack) There were eight votes for and no votes against the motion.

**APPROVED MED STAFF
REPORT**

Motion was made and **approved** to accept the credentialing application for David Udall, M.D. Emergency Department Privileges. (Motioned by Stephanie Kodack, seconded by Sascha Kardosz) There were eight votes for and no votes against the motion.

**APPROVED CREDENTIALING
FOR David Udall, MD**

Motion was made and **approved** to accept the Quality Assessment and Performance Improvement Report as presented in Executive Session. (Motion by Stephanie Kodack, seconded by Sascha Kardosz) There were eight votes for and no votes against the motion.

APPROVED QAPI REPORT

Motion was made and **approved** to accept the Compliance Report as presented in Executive Session. (Motion by Greg Tieken, seconded by Sascha Kardosz) There were eight votes for and no votes against the motion.

**APPROVED COMPLIANCE
REPORT**

Motion was made and **approved** to accept the Statement of Work with agreed upon revisions in the new contract for the Master Facility Plan as presented by David Anton in Executive Session. (Motion by Stephanie Kodack, seconded by Greg Tieken) There were eight votes for and no votes against the motion.

Approve Statement of Work

No action was needed on the CEO Search Committee Update

**No Action Needed for CEO
Update**

Motion was made and **approved** to adjourn the meeting at 7:00 PM. (Motion by Wayne South, second by Gene Reed) There were eight votes for and no votes against the motion.

Adjournment



Kenneth Gottwald
President



Stephanie Kodack
Secretary