

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

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on August 2<sup>nd</sup>, 2022, at 5:15 P.M. at THRIVE Healthplex Conference Room.

#### **Directors Present:**

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

#### **Directors Absent:**

Sascha Kardosz – Member  
Kerry Morgan – Member

#### **Others Present:**

Michael La Coste, CEO  
Brandon Anzaldua, CFO  
Commie Hisey, D.O.  
Kathleen Koerner, D.O.  
Melissa Cowey  
Juli Clay  
Leslie Janssen  
Amanda Frederick  
Joni Leland  
Chip Holmes, QHR  
Roger Dyer, Heights of Gonzales

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The meeting was called to order at 5:15 P.M. by Greg Tieken – Vice President.

The Pledge of Allegiance was led by Gene Reed.

The Invocation was given by Stephanie Kodack.

There was one attendee present for Public Comment.

- 1) Dr. Commie Hisey spoke on behalf of Sievers Medical Clinic as we celebrated the 29<sup>th</sup> Anniversary today.

Roger Dyer presented the bi-annual report for the Heights of Gonzales Nursing Home.

### **Consent Agenda:**

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

#### **Consent Agenda Items:**

- Minutes of the Regular Meeting on July 5<sup>th</sup>, 2022
- Minutes of the Finance Committee Meeting on July 25<sup>th</sup>, 2022
- Minutes of the Executive Committee Meeting on July 25<sup>th</sup>, 2022
- Nursing Home QIPP Reports
- Specialty Physician Space Lease Agreement Between Gonzales Healthcare Systems and Heights Dermatology (tabled)
- Baxter IV Pumps (tabled)
- Legacy System for Cerner Community Works
- Project Manager for Cerner Community Works Implementation
- PolicyStat Document Overage

Motion was made and **approved** to accept the Consent Agenda as presented and tabling the Specialty Physician Space Lease Agreement Between Gonzales Healthcare Systems and Heights Dermatology and Baxter IV Pumps. (Motioned by Stephanie Kodack, seconded by Greg Tieken) There were seven votes for and no votes against the motion.

### **Call to Order**

### **Pledge of Allegiance**

### **Invocation**

### **Public Comment**

### **Heights of Gonzales Bi-Annual Report**

### **Consent Agenda**

### **Approve Consent Agenda**

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Motion was made and **approved** to the appointment of Infection Control Authority to John Pirkle. (Moted by Greg Tieken, seconded by Gene Reed) There were seven votes for and no votes against the motion.

**Approve Infection Control  
Authority – John Pirkle**

Motion was made and **approved** with the corrections as discussed to accept the 2022 Gonzales Healthcare Systems Infection Prevention and Control Plan (Moted by Stephanie Kodack, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve 2022 GHS Infection  
Prevention and Control Plan**

### **FINANCIAL REPORT AS PRESENTED BY BRANDON ANZALDUA:**

**Financial Report**

Motion was moved and **approved** to accept the Financial Report for July 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
- Departmental Charge/Expense Report
- Departmental Charge/Supply Expense Report
- Receivable, Payor Mix and Collections
- Cash Comparison
- Trend Report
- Capital Expenditure Report
- Investment
- Schedule
- Tax Report Accounts
- Thrive Healthplex

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

**Approve Financial Report**

Motion was made and **approved** the Banking Resolution 2022.1 for Wells Fargo Bank, N.A. for the Funded Depreciation Account. (Moted by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for  
Funded Depreciation  
Account**

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Motion was made and **approved** the Banking Resolution 2022.2 for Prosperity Bank for the General Fund Account. (Motioned by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for General Fund Account**

Motion was made and **approved** the Banking Resolution 2022.3 for Prosperity Bank for the Tax Account. (Motioned by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for Tax Account**

Motion was made and **approved** the Banking Resolution 2022.4 for Prosperity Bank for the Interest and Sinking Account. (Motioned by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for Interest and Sinking Account**

Motion was made and **approved** the Banking Resolution 2022.5 for Wells Fargo Bank, N.A. for the Health Plan Account. (Motioned by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for Health Plan Account**

Motion was made and **approved** the Banking Resolution 2022.6 for Wells Fargo Bank, N.A. for the Cafeteria Plan Account. (Motioned by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for Cafeteria Plan Account**

Motion was made and **approved** the Banking Resolution 2022.7 for Wells Fargo Bank, N.A. for the Heights Gonzales Nursing Home Account. (Motioned by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for Heights of Gonzales Nursing Home Account**

Motion was made and **approved** the Banking Resolution 2022.8 for Wells Fargo Bank, N.A. for the Payroll Account. (Motioned by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for Payroll Account**

Motion was made and **approved** the Banking Resolution 2022.9 for Bank of Texas for the Heights Gonzales Nursing Home Account. (Motioned by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for Heights of Gonzales Nursing Home Account**

Motion was made and **approved** the Banking Resolution 2022.10 for Bank of Texas for the Texan Living and Rehabilitation Nursing Home Account. (Motioned by Greg Tieken, seconded by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Bank Resolution for Texan Living and Rehabilitation Nursing Home Account**

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Motion was made and **approved** to receive 2022 No-New-Revenue and Voter Approval Tax Rates from the Tax Assessor Collector (Moted by Greg Tieken, seconded by Stephanie Kodack) There were seven votes for and no votes against the motion.

**Approve 2022 No-New-Revenue and Voter Approval Tax Rates**

Strategic Plan Update was available for the board to review. No action needed.

**Strategic Plan Update**

### **CEO REPORT AS PRESENTED BY MICHAEL LA COSTE:**

**CEO Report**

Motion was made and **approved** to accept the CEO Report as presented with the following items:

- Town Hall Meetings
- Perinatal Designation
- Construction Update
- Cerner Electronic Health Record
- EMR Project Manager
- Compliance Assessment
- Float Fest Update
- GHS Foundation Gala
- Emergency Management Equipment
- QHR Board Education

(Moted by Lisa Gindler, seconded by Gene Reed) There were seven votes for and no votes against the motion.

**Approved CEO Report**

### **QHR Update as presented by Chip Holmes:**

**QHR Update**

- Chip Holmes gave a brief overview of the projects Gonzales Healthcare Systems and QHR are working on together. Also thanked the Board of Directors for attending the 2022: Leadership Conference in Nashville.

Motion was made at 6:36 PM by Lisa Gindler, seconded by Stephanie Kodack, to close open session.

**Adjourn Open Session**

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 Tim Markham, seconded by Wayne South) There were seven votes for and no votes against the motion.

**Call Meeting into Closed Session**

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The Board of Directors of Gonzales Healthcare Systems convenes in Closed Session on August 2<sup>nd</sup>, 2022, at 6:40 PM.

Motion was made and **approved** to adjourn its Closed Session at 6:58 PM. (Motioned by Greg Tieken, seconded by Stephanie Kodack) There were seven votes for and no votes against the motion.

Meeting was called into Open Session (Motioned by Lisa Gindler, seconded by Gene Reed) There were seven votes for and no votes against the motion.

Motion was made and **approved** to accept the Medical Staff Report as presented in Executive Session. (Motion by Lisa Gindler, seconded by Gene Reed) There were seven votes for and no votes against the motion.

Motion was made and **approved** to accept the credentialing application for Geoffrey Moses, M.D. Emergency Department Privileges. (Motioned by Tim Markham, seconded by Gene Reed) There were seven votes for and no votes against the motion.

Motion was made and **approved** to accept the credentialing application for Hasan Kakli, M.D. Emergency Department Privileges. (Motioned by Tim Markham, seconded by Gene Reed) There were seven votes for and no votes against the motion.

Motion was made and **approved** to accept the credentialing application for Nevine Mahmoud, M.D. Emergency Department Privileges. (Motioned by Tim Markham, seconded by Gene Reed) There were seven votes for and no votes against the motion.

Motion was made and **approved** to accept the Quality Assessment and Performance Improvement Report as presented in Executive Session. (Motion by Lisa Gindler, seconded by Gene Reed) There were seven votes for and no votes against the motion.

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

**Call Meeting into Closed Session**

**Adjourn Closed Session**

**Call Meeting into Open Session**

**Approve Medical Staff Report**

**Approve Credentialing for Geoffrey Moses, MD - ER**

**Approve Credentialing for Hasan Kakli, MD - ER**

**Approve Credentialing for Nevine Mahmoud, MD - ER**

**Approve QAPI Report**

**Approve Compliance Report**

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Motion was made and **approved** to accept the amendment to physician services agreement by and between Gonzales Healthcare Systems and Doc 4 Kids, P.A. as presented in Executive Session. (Motion by Gene Reed, seconded by Lisa Gindler) There were seven votes for and no votes against the motion.

**Approve Amendment to  
Physician Service Agreement  
– Doc 4 Kids, P.A.**

Motion was made and **approved** to accept the amendment to physician services agreement by and between Gonzales Healthcare Systems and John Thomas, M.D. as presented in Executive Session. (Motion by Gene Reed, seconded by Stephanie Kodack) There were seven votes for and no votes against the motion.

**Approve Amendment to  
Physician Service Agreement  
– John Thomas, M.D.**

Motion was made and **approved** to accept the amendment to physician services agreement by and between Gonzales Healthcare Systems and MVH Medical Group, P.A. as presented in Executive Session. (Motion by Gene Reed, seconded by Greg Tieken) There were seven votes for and no votes against the motion.

**Approve Amendment to  
Physician Service Agreement  
– MVH Medical Group, P.A.**

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

**Adjournment**



**Kenneth Gottwald**  
**President**



**Stephanie Kodack**  
**Secretary**