

Minutes of the Regular Meeting of the Board of Directors

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on October 4th, 2022, at 5:15 P.M. at THRIVE Healthplex Conference Room.

Directors Present:

Greg Tieken – Vice President
Stephanie Kodack – Secretary
Wayne South – Member
Gene Reed – Member
Sascha Kardosz – Member
Kerry Morgan – Member
Tim Markham - Member

Directors Absent:

Kenneth Gottwald – President
Lisa Gindler – Member

Others Present:

Michael La Coste, CEO
Brandon Anzaldua, CFO
Commie Hisey, D.O.
Kathleen Koerner, D.O.
Melissa Cowey
Juli Clay
Amanda Frederick
Joni Leland
Woody White, QHR (virtual)
Wanda Wright, QHR
Cara Griffin, QHR

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The meeting was called to order at 5:16 P.M. by Greg Tieken – Vice President.

The Pledge of Allegiance was led by Gene Reed.

The Invocation was given by Tim Markham.

There was no one present for Public Comment.

Wanda Wright and Cara Griffin from QHR was present to provide a Managed Care presentation to our Board of Directors.

Motion was made and **approved** the 2022 Final Tax Roll Report. (Motioned by Stephanie Kodack, seconded by Tim Markham)
There were seven votes for and no votes against the motion.

Consent Agenda:

Greg Tieken, Vice President, asked if any items need to be pulled for discussion.

Consent Agenda Items:

- Minutes of the Regular Meeting on September 6th, 2022
- Minutes of the Finance Committee Meeting on September 26th, 2022
- Minutes of the Executive Committee Meeting on September 26th, 2022
- Minutes of the Special Called Meeting on September 1st, 2022
- Nursing Home QIPP Reports
- Specialty Physician Space Lease Agreement Between Gonzales Healthcare Systems and Dr. Vicente Quintero
- Radiology HOLOGIC Service Agreement
- Capital Expenditure – Ablation Machine
- Texas Safe Haven (Baby Moses) Infant Abandonment Policy

Kerry Morgan asked to pull the Finance Committee Meeting Minutes regarding the LOI between E4H and Skiles Group for Phase 2 of the Construction Project. Per Brandon Anzaldua, this is needed to help combine the financing and see what our options are. After discussion, Kerry made a motion to **approve** the Finance Committee Meeting Minutes – Tim Markham seconded the motion. There were seven votes for and no votes against the motion.

Call to Order

Pledge of Allegiance

Invocation

Public Comment

Managed Care Presentation by QHR

Approved 2022 Final Tax Roll Report

Consent Agenda

Pulled Finance Committee Meeting Minutes – LOI for construction project.

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Consent Agenda continued...

Motion was made and **approved** to accept the Consent Agenda as presented (Motioned by Gene Reed, seconded by Wayne South) There were seven votes for and no votes against the motion.

Healthsure Renewal Summary was available for Board of Director to review. No action was necessary.

Motion was made and **approved** the Letter of Intent (LOI) between E4H and Skiles Group for Phase 2 of the Construction Project. (Motioned by Tim Markham, seconded by Sascha Kardosz) There were seven votes for and no votes against the motion.

Motion was made and **approved** to adopt the Reimbursement Resolution NO 2022.12. (Motioned by Stephanie Kodack, seconded by Tim Markham) There were seven 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 August 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
- Thrive Healthplex
- Foundation

(Motioned by Sascha Kardosz, seconded by Kerry Morgan) There were seven votes for and no votes against the motion.

Consent Agenda Continued

Approve Consent Agenda

Healthsure Renewal Summary

Approve LOI between E4H and Skiles Group for Phase 2 Construction Project

Approve Reimbursement Resolution 2022.12

Financial Report

Approve Financial Report

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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
- Monthly Leadership Meeting
- Construction Update
- Cerner Electronic Health Record
- Human Resources
- GHS Foundation Gala/ Foundation Manager
- Community Relations
- QHR Board Education

(Motioned by Sascha Kardosz, seconded by Gene Reed) There were seven votes for and no votes against the motion.

Approve CEO Report

The quarterly Strategic Plan Update was presented by Michael La Coste to the Board of Directors. Discussion included the need to continue multidisciplinary rounding and adding a line item for financing under Facility Planning. No action was necessary.

**Strategic Plan Update –
Review Only**

QHR Update as presented by Woody White:

QHR Update

- Woody discussed the monthly report submitted to the Board of Directors
- Woody will follow up to see when the Compliance Assessment will be presented to the Board of Directors
- Practice Assessment needs to be revisited and get up to date and current information
- Wanda presented the Managed Care presentation this evening but still working with Brandon about reimbursement.
- QHR Board Education coming up next Tuesday.
- Announced the upcoming conference in March 2023
- Woody also presented the Quality and Safety Program status update by Michele Back from QHR. Discussion then went into the questioning the complete initiative has been done – PI, QAPI, and Patient Safety. Board would like to see Patient Safety and PI projects lined out for the departments. Patient Safety and Issues are still being addressed but needing to focus on protocols.

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

Call Meeting into Closed Session

Motion was made and **approved** to adjourn its Closed Session at 7:00 PM. (Motioned by Stephanie Kodack, seconded by Tim Markham) There were seven votes for and no votes against the motion.

Adjourn Closed Session

Meeting was called into Open Session at 7:24 PM (Motioned by Gene Reed, seconded by Tim Markham) There were seven votes for and no votes against the motion.

Call Meeting into Open Session

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

Approve Medical Staff Report

Motion was made and **approved** to accept the credentialing application for Alex F Farahmand, M.D. Emergency Department Privileges. (Motioned by Stephanie Kodack, seconded by Tim Markham) There were seven votes for and no votes against the motion.

Approve Credentialing for Alex F Farahmand - ER

Motion was made and **approved** to accept the credentialing application for Maninder Pal Kaur, M.D. Neurology Telemedicine Privileges. (Motioned by Stephanie Kodack, seconded by Tim Markham) There were seven votes for and no votes against the motion.

Approve Credentialing for Maninder Pal Kaur – Neurology Telemedicine

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

Approve Credentialing for Toks Owo – ER

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

Approve Credentialing for Pramod Sharma - ER

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

**Approve Credentialing for
Steven Temerlin, MD - ER**

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

Approve PI/Patient Safety

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

Approve Compliance Report

Motion was made and **approved** to accept the Personnel Matters brought to the Board of Directors by Dr. Hisey. Annual evaluation merit increases are to be retroactive to July 1st, 2022, and tenure increases to be reviewed at the November's Board meeting. (Motion by Sascha Kardosz, seconded by Tim Markham) There were seven votes for and no votes against the motion.

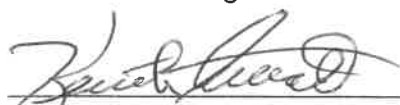
Approve Personnel Matter

In other business, Vice President Greg Tieken recommends the Board of Directors review the THA emails – very beneficial and good information. Sascha Kardosz also asked how much longer we will be wearing mask here. Explanation was given as to what CDC and CMS guidelines are at this time. Based off evidence, Dr. Hisey recommends it is time to get rid of mask. No Action was taken.

**Other Business – THA
Emails, Mask Guidelines**

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