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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 January 10<sup>th</sup>, 2023, 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  
Tim Markham – Member  
Lisa Gindler – Member  
Sascha Kardosz – Member

**Directors Absent:**

Kerry Morgan – Member  
Gene Reed – Member

**Others Present:**

Gerald Parton, CEO  
Brandon Anzaldua, COO/CFO  
Commie Hisey, D.O.  
Kathleen Koerner, D.O.  
Melissa Cowey  
Juli Clay  
Amanda Frederick  
Joni Leland  
Karen Iacuone  
Leslie Janssen  
Brian Petter  
Chip Holmes, QHR  
Woody White, QHR  
Suzette Duhe, QHR

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

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The meeting was called to order at 5:22 P.M. by Kenneth Gottwald – President.

The Pledge of Allegiance was led by Stephanie Kodack.

The Invocation was given by Greg Tieken.

There was no one present for Public Comment.

President welcomed new Clinic Director to Gonzales and Gonzales Healthcare Systems – Brian Petter.

Motion was made and **approved** to accept the Financial Audit for Fiscal Year Ending June 30<sup>th</sup>, 2022, as presented by Aaron Milligan with Durbin & Company. (Motion by Greg Tieken, seconded by Tim Markham) Motion was made and **approved** to accept the representation letter in connection with the financial audit. (Motioned by Stephanie Kodack, seconded by Tim Markham) There were six votes for and no votes against the motion. Sascha Kardosz was not present at this time.

Motion was made and **approved** to accept Gonzales Healthcare Systems Organizational Chart as submitted. (Motioned by Lisa Gindler, seconded by Tim Markham) There were six votes for and no votes against the motion. Sascha Kardosz was not present at this time.

### **Consent Agenda:**

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

Consent Agenda Items:

- Minutes of the Regular Meeting on December 6<sup>th</sup>, 2022
- Minutes of the Finance Committee Meeting on January 4<sup>th</sup>, 2023
- Minutes of the Executive Committee Meeting on January 4<sup>th</sup>, 2023
- Vitek 2 Compact Microbiology ID and Sensitivity Analyzer by McKesson Medical-Surgical Inc.
- BacTAlert Blood Culture Analyzer by McKesson Medical-Surgical Inc.
- Ulrich Pedestal Mount CT Motion Injector by GE
- Magview Risk Assessment Software
- Gonzales Healthcare Systems General Obligation Bond Engagement Letter with Naman Howell Smith & Lee, PLLC

**Call to Order**

**Pledge of Allegiance**

**Invocation**

**Public Comment**

**Welcome Clinic Director**

**Approved Financial Audit for  
FY ending 6/30/22 and  
Representation Letter**

**GHS Organizational Chart**

**Consent Agenda**

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### Consent Agenda continued...

- Specialty Physician Space Lease Agreement Between Gonzales Healthcare Systems and Jeff Echols, D.C.
- First Amendment to Hospital Agreement for Professional and Technical Pathology Services by and Between Regional Pathology Associates and Gonzales Healthcare Systems
- Professional Courtesy Discounts for Physicians – Annual Employee and Associates Blood Checks – Health Fair Policy
- Consent Agenda Policy
- Medical Staff leader Consultation with Governing Board on Quality of Medical Care Policy
- Email Retention Policy
- Public Information Request Policy
- Records of Board Meetings Policy
- Corporate Credit Card Policy
- Public Comment at Board Meetings Policy
- Restricted-Retired-Extended Illness Time (EIT) Policy
- Nursing Home QIPP Reports

No items were pulled for discussions. Motion was made and **approved** to accept the Consent Agenda as presented (Motioned by Greg Tieken, second by Stephanie Kodack) There were six votes for and no votes against the motion. Sascha Kardosz was not present at this time.

### FINANCIAL REPORT AS PRESENTED BY BRANDON ANZALDUA:

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

### Consent Agenda Continued

### Approve Consent Agenda

### Financial Report

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- Tax Report
- Thrive Healthplex
- Foundation

(Motioned by Lisa Gindler, second by Tim Markham) There were six votes for and no votes against the motion. Sascha Kardosz was not present at this time.

**Approve Financial Report**

### **CEO REPORT AS PRESENTED BY GERALD PARTON:**

**CEO Report**

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

- Town Hall Meetings
- Rounding
- Gonzales Healthcare Systems Organizational Chart
- Acknowledgement of Paternity Program
- Clinic Director
- EHR-Cerner
- Physician Contracts
- Construction Update
- RadiologyPartners
- Salary Survey
- Policy Review
- Laboratory Medical Director
- Christmas Party
- Gonzales Healthcare Systems Foundation
- Outpatient Entrance
- Administrative Resident
- QHR Leadership 2023 Conference – March 7<sup>th</sup>, 8<sup>th</sup>, 9<sup>th</sup>
- 2022 Readers Choice Recognitions

(Motioned by Lisa Gindler, second by Tim Markham) There were six votes for and no votes against the motion. Sascha Kardosz was not present at this time.

**Approve CEO Report**

Gerald Parton also provided a construction update. A timeline is now available and weekly meetings will continue with the architects. Project manager, David Anton, will be onsite along with the architects starting next week. No action taken.

**Construction Update – No Action Taken**

No action was taken on the proposal for topographic surveying with Baird, Hampton, & Brown for the renovations and additions at Gonzales Healthcare Systems.

**Topographic Surveying – No Action Taken**

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Greg Tieken asked President to consider a Special Called Meeting to discuss the construction project. Down payment, financing, and timelines are items that need to be discussed. President and all members were in agreeance and decided to have meeting on January 31<sup>st</sup>, 2023, starting at 5:15 PM.

(Sascha Kardosz present)

### QHR Update as presented by Chip Holmes.

- Introduced Suzette Duhe. She has joined QHR with the LA team as VP-Finance.
- Thanked the Board Members for their participation in the monthly Board Learning Institute.
- Thanked CEO and CFO for their participation in the Monthly Operating Review meetings.
- Thanked the Gonzales Healthcare Systems Fun Committee for the special Holiday card that thanked QHR for their donation for the Employee Christmas Party.
- Continuing the construction project with David Anton
- Continue the EMR project and Daniel Lenerville readily available to help with the Cerner implementation.
- Planning for upcoming year as well as CEO Leadership position and recruitment.
- Leadership 2023 Conference will be held in Arizona on March 7<sup>th</sup>, 8<sup>th</sup>, 9<sup>th</sup>.

Motion was made and **approved** to close the Open Session of Board of Directors meeting held on January 10<sup>th</sup>, 2023, at 6:22 PM. (Motion by Stephanie Kodack, second by Sascha Kardosz) There were seven votes for and no votes against the motion.

Motion was made and **approved** to Call Meeting into Closed Session at 6:35 PM 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, second by Lisa Gindler) There were seven votes for and no votes against the motion.

Motion was made and **approved** to adjourn its Closed Session at 7:32 PM on January 10<sup>th</sup>, 2023. (Motioned by Tim Markham, second by Lisa Gindler) There were seven votes for and no votes against the motion.

**President Calls Special Called Board Meeting on January 31, 2023**

**QHR Update**

**Adjourn Open Session**

**Call Meeting into Closed Session**

**Adjourn Closed Session**

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The meeting was called into Open Session at 7:33 PM on January 10<sup>th</sup>, 2023. (Motioned by Tim Markham, second by Stephanie Kodack) 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 Closed Session. (Motion by Stephanie Kodack, second by Tim Markham) There were seven votes for and no votes against the motion.

**Approve Medical Staff Report**

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

**Approve PI/Patient Safety**

Motion was made and **approved** to accept Memorial Hospital Home Health Agency QAPI Report and Annual Agency Evaluation as presented in Executive Session. (Motion by Stephanie Kodack, second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**Approve Memorial Hospital Home Health Agency QAPI Report and Annual Agency Evaluation**

Motion was made and **approved** to accept the credentialing Schedule 1 List of Telemedicine Providers for RadiologyPartners. (Motioned by Lisa Gindler, second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**Approve Credentialing – Schedule 1 RadPartners**

Motion was made and **approved** to accept the credentialing application for Robyn L Gaffney, M.D. Pathology Courtesy Privileges. (Motioned by Lisa Gindler, second by Stephanie Kodack) There were seven votes for and no votes against the motion.

**Approve Credentialing – Robyn L Gaffney, M.D. Pathology**

Motion was made and **approved** to accept the credentialing application for Michael Ray Baillio II, D.O. Emergency Department Privileges. (Motioned by Lisa Gindler, second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**Approve Credentialing – Michael Ray Baillio II, D.O. Emergency Department**

Motion was made and **approved** to accept the credentialing application for Robert J. Grumbo, M.D. Emergency Department Privileges. (Motioned by Sascha Kardosz, second by Wayne South) There were seven votes for and no votes against the motion.

**Approve Credentialing – Robert Grumbo, M.D. Emergency Department**

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

**Approve Compliance Report**

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Salary Survey was **tabled** at this time.

No action was taken at this time for Personnel Matter regarding CEO position.

President states next Regular Board of Directors meeting will be held on February 7<sup>th</sup>, 2023. Looking ahead, due to Board Members attending the QHR Leadership Conference, the Regular Board of Directors meeting for March will be held on the 2<sup>nd</sup> instead of the 7<sup>th</sup>.

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



**Kenneth Gottwald**  
**President**



**Stephanie Kodack**  
**Secretary**

**Salary Survey Tabled**

**Personnel Matter CEO  
Position – No Action Taken**

**Upcoming Board Meetings**

**Adjournment**