

Minutes of the Regular Meeting of the Board of Directors

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on December 6th, 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
Tim Markham – Member

Directors Absent:

Lisa Gindler – Member
Kerry Morgan – Member
Sascha Kardosz – 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
David Anton, QHR

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The meeting was called to order at 5:17 P.M. by Kenneth Gottwald – 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.

Kenneth Gottwald and Gerald Parton thanked each Board Member for their service and presented them with a Christmas gift.

President also welcomed new Chief Nursing Officer to Gonzales and Gonzales Healthcare Systems - Karen Iacuone.

Motion was made and **approved** to ratify the appointment of Gerald Parton as Chief Executive Officer of Gonzales Healthcare Systems, effective November 6th, 2022. (Motion by Stephanie Kodack, seconded by Wayne South) There were six votes for and no votes against the motion.

Consent Agenda:

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

Consent Agenda Items:

- Minutes of the Regular Meeting on November 1st, 2022
- Minutes of the Building Committee Meeting on November 28th, 2022
- Minutes of the Finance Committee Meeting on November 28th, 2022
- Minutes of the Executive Committee Meeting on November 28th, 2022
- Altera Paragon Update with FHIR R\$ for Cures 2023
- Memorial Hospital to Contract with Cepheid for SARS/Flu/RSV PCR Test Kits
- Ratify the Contract between Gonzales Healthcare Systems and Creelgroup, Inc. for Compensation Program
- Ultrasound Service Agreement with Philips
- THRIVE Healthplex Service Agreement with Texas Air Systems
- Amendment to Physicians Service Agreement by and between Gonzales Healthcare Systems and Christopher Walker, M.D.

Call to Order

Pledge of Allegiance

Invocation

Public Comment

Presented Christmas Gifts

Welcome CNO

Approved the Appointment of Gerald Parton, CEO

Consent Agenda

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Consent Agenda continued...

- Termination of Lease Agreement – Steven Sharp, M.D.
- Termination of Medical Laboratory Director Agreement with Sagis, PLLC
- Public Funds Investment Policy
- Compliance Committee Charter
- Nursing Home QIPP Reports

No items were pulled for discussions. Motion was made and **approved** to accept the Consent Agenda as presented (Motioned by Gene Reed, seconded by Stephanie Kodack) There were six votes for and no votes against the motion.

David Anton presented the construction proposal AIA Document A141-2014. This Standard Form of Agreement between Owner and Design-Builder is for the project of surgery expansion, central utility plant expansion, Med-Surg renovation. Option 1 and Option 2 of the floor plans were presented with the explanation of OB. Board of Directors did express the concern of the warranty only being one year after completion and did confirm that the pricing includes guarantee maximum price. A motion was made and **approved** for Gerald Parton to execute this agreement with Skiles Group, LLC. (Motioned by Greg Tieken, seconded by Gene Reed) There were six 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 October 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

**Approve Construction
Proposal AIA A141-2014**

Financial Report

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- Tax Report
- Thrive Healthplex
- Foundation

(Motioned by Tim Markham, seconded by Greg Tieken) There were six votes for and no votes against the motion.

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
- 1:1 Meetings
- Employee Service Awards Dinner
- Gonzales Healthcare Systems Organizational Chart
- Chief Nursing Officer
- Clinic Director
- Gonzales Healthcare Systems Foundation
- EHR-Cerner
- Local Emergency Planning Committee
- Physician Contracts
- Construction Update
- RadiologyPartners
- Treatment Plan- Workers Compensation with Healthsure
- Group Health Insurance Plan Changes
- Department Reports
- GHS Newsletter – December 2022

(Motioned by Tim Markham, seconded by Gene Reed) There were six votes for and no votes against the motion.

Approve CEO Report

QHR Update as presented by Chip Holmes.

QHR Update

Motion was made and **approved** to Call Meeting into Closed Session at 6:48 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 Gene Reed, seconded by Wayne South) There were six votes for and no votes against the motion.

Call Meeting into Closed Session

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Motion was made and **approved** to adjourn its Closed Session. (Motioned by Gene Reed, seconded by Wayne South) There were six votes for and no votes against the motion.

Adjourn Closed Session

The meeting was called into Open Session (Motioned by Gene Reed, seconded by Tim Markham) There were six 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 Greg Tieken, seconded by Stephanie Kodack) There were six 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 Executive Session. (Motion by Stephanie Kodack, seconded by Gene Reed) There were six 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 Greg Tieken, seconded by Wayne South) There were six votes for and no votes against the motion.

Approve Compliance Report

A motion was made and **approved** to accept the Personnel Matter regarding CEO Transition. (Motion by Tim Markham, seconded by Gene Reed) There were six votes for and no votes against the motion.

Approve Personnel Matter – CEO Transition

No action was taken regarding the salary survey.


No Action – Salary Survey

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

Adjournment



Kenneth Gottwald
President



Stephanie Kodack
Secretary