

Minutes of the Regular Meeting of the Board of Directors November 7, 2023

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on November 7, 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 (5:17 PM)
Gene Reed – Member
Sascha Kardosz – Member (5:29 PM)
Lisa Gindler – Member (left at 7:56 PM)

Directors Absent:

Kerry Morgan – Member

Others Present:

Brandon Anzaldúa, CEO
Billy Bailey, CFO
Dr. Kathleen Korner, D.O., F.A.C.O.S., Chief of Staff (5:24 PM)
Dr. David Meredith, D.O. (5:21 PM)
Juli Clay
Karen Iacuone
Joni Leland
Chip Holmes, Ovation Healthcare (5:41 PM)
Michell Back, Ovation Healthcare
Christina Carlile
Deena Cobler
John Pirkle
David Anton, Ovation Healthcare (Virtual)
Annette Littleton, Ovation Healthcare (Virtual)

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The meeting was called to order at 5:16 P.M. by Kenneth Gottwald
- President.

CALL TO ORDER

The Pledge of Allegiance was led by Gene Reed.

PLEDGE OF ALLEGIANCE

The Invocation was given by Lisa Gindler.

INVOCATION

There was no one present for Public Comment.

PUBLIC COMMENT

David Anton presented the Construction Project Update. David stated bids were received from the two remaining general contractors. He advised that the contractors will be interviewed by the Building Committee later this week. He stated Chip Holmes and Annette Littleton from Ovation would be in town to facilitate the interviews. He advised Marketing Packages for both general contractors would be sent to the Building Committee. David stated that the Executive Committee would meet on November 27, 2023, and make a recommendation for the preferred general contractor. David recapped the construction timeline and stated that the project is on track.

CONSTRUCTION
UPDATE

Motion was made and **approved** to accept the Invoices for the construction project. (Motion by Greg Tieken, second by Tim Markham) There were eight votes for and no votes against the motion.

APPROVE INVOICES

Karen Iacuone presented a Quality Presentation focusing on patient centered Care AND SAFETY, clinical effectiveness, and staff engagement. She has developed a plan to monitor the current and future state through KPI's and Leadership involvement. Karen is focused on a non-punitive approach to reporting to encourage participation. She will be providing quarterly updates to the Board of Directors.

QUALITY
PRESENTATION

Consent Agenda:

Kenneth Gottwald, President, asked if any items need to be pulled for discussion. **CONSENT AGENDA**
No items were requested to be pulled.

Consent Agenda Items:

- Minutes of the Public Hearing and Regular Meetings on October 10, 2023
- Minutes of the Executive Committee Meeting on October 30, 2023
- Minutes of the Finance Committee Meeting on October 30, 2023
- Minutes of the Gonzales Healthcare Systems Foundation Regular Meeting on September 20, 2023.

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- Paid Time Off Policy
- Agave Podiatry Lease Agreement - Dr. Quebedeaux, D.P.M.
- Nursing Home QIPP Reports
- Board Member Annual Education
 - HIPAA and the Board Handout
 - Compliance Program for Gonzales Healthcare
 - OIG Practical Guidance for Healthcare Boards on Compliance and Oversight Review 2023
 - Board of Directors Conflicts of Interest Review 2023

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

**APPROVE
CONSENT AGENDA**

Motion was made and **approved** to accept Tax Resale Bid, Suit 7236, Property R15946 as presented. (Motion by Stephanie Kodak and second by Lisa Gindler) There were eight votes for and no votes against the motion.

**APPROVE
TAX RESALE BID**

FINANCIAL REPORT AS PRESENTED BY BILLY BAILEY:

Motion was moved and **approved** to accept the Financial Report for September 2023 as presented with the following documents:

**APPROVE FINANCIAL
REPORT**

- 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

(Motion by Gene Reed and seconded by Lisa Gindler) There were eight votes for and no votes against the motion.

Employee Incentives were presented by Brandon Anzaldua.

**APPROVE EMPLOYEE
INCENTIVES**

Christmas Gift to be paid out on November 23, 2023. (Motion by Lisa

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Gindler and seconded by Sascha Kardosz) There were eight votes for and no votes against the motion.

Cerner Conversion Incentive to be paid out on December 7, 2023. (Motion by Greg Tieken and seconded by Lisa Gindler) There were eight votes for and no votes against the motion.

Employee Retention Incentive to be paid out on January 4, 2024. (Motion by Tim Markham and seconded by Sascha Kardosz) There were eight votes for and no votes against the motion.

CEO REPORT AS PRESENTED BY BRANDON ANZALDUA:

CEO REPORT

Brandon stated the Cerner Conversion went live as of October 23, 2023, and that there were a few issues to work through, but overall, it was a success. Brandon updated the Paid Time Off Policy to be more competitive with surrounding medical employers to seventy percent bank value for cashing out paid time off with a requirement of five years employment and banking eighty hours of time. Brandon stated recruitment firms are contracted and ready to search for OBGYN, Surgeon, Orthopedic, Family Practice, and Internal Medicine. He stated he is still recruiting for a Radiologist. Brandon stated employee evaluations are complete and goals would be uploaded soon into the new UKG evaluation module. Brandon reported that the medical staff development plan survey results have been reported to the physician committee. The upcoming events were discussed noting the Executive and Finance Committee meetings will be November 27, 2023, and the December Board of Directors Meeting would be held on December 5, 2023. The January Executive and Finance Committee Meetings would be held January 2, 2024, and the Board of Directors Meeting would be held January 9, 2024.

Motion was moved and **approved** to accept the CEO Report as presented with the following documents:

**APPROVE CEO
REPORT**

- Department Reports
- GHS Newsletter/November 2023

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

Ovation Healthcare Monthly Report as presented by Chip Holmes:

**OVATION
HEALTHCARE
REPORT**

Chip advised that Ovation Healthcare recognizes and appreciates that Gonzales Healthcare has made good financial decisions that has kept it in good financial condition. He stated we should continue to study the closing of St Marks in LaGrange. Chip also congratulated Gonzales Healthcare on the excellent communication

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between Leadership and Ovation. He appreciated the Medical Staff working on a strategic plan along with Leadership. He wanted to recognize Brandon Anzaldua and Karen Iacuone on their presentation and plan for Quality moving forward. Chip stated the Mock Survey would be occurring soon. Chip stated the review of accounts payable information will ensure that Gonzales Healthcare is utilizing Ovation's Preferred Partners for cost-savings on goods and services.

Motion was made and **approved** to close the Open Session of Board of Directors meeting held on November 7, 2023. Meeting was called into Closed Session at 7:12 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 Kodak, second by Gene Reed) There were eight votes for and no votes against the motion.

CLOSED OPEN
SESSION, CALL
MEETING INTO
CLOSED SESSION

Board Member Lisa Gindler exited the meeting at 7:56 PM.

Motion was made and **approved** to adjourn Executive Session at 8:22 PM on November 7, 2023, (Motion by Stephanie Kodak, second by Gene Reed) there were seven votes for and no votes against the motion.

ADJOURN
EXECUTIVE
SESSION

The meeting was called into Open Session at 8:22 PM on November 7, 2023. (Motion by Gene Reed and 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 Stephanie Kodak, second by Sascha Kardosz) 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 Executive Session. (Motion by Sascha Kardosz, second by Tim Markham) There were seven votes for and no votes against the motion.

APPROVE
PI/PATIENT
SAFETY REPORT

Motion was made and **approved** for credentialing of Salpingectomy Privileges for Dr. David Meredith, D.O. as presented in Executive Session. (Motion by Stephanie Kodak and second by Gene Reed) There were seven votes for and no votes against the motion.

APPROVE
CREDENTIALING
MEREDITH

Motion was made and **approved** for credentialing of Salpingectomy Privileges For Dr. Commie Hisey, D.O., as presented in Executive Session. (Motion by Stephanie Kodak and second by Gene Reed) There were seven votes for and no votes against

APPROVE
CREDENTIALING
HISEY

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the motion.


Motion was made and **approved** for credentialing of Salpingectomy Privileges For Dr. Sean Hattenbach, M.D, as presented in Executive Session. (Motion by Stephanie Kodak and second by Gene Reed) There were seven votes for and no votes against the motion. **APPROVE CREDENTIALING HATTENBACH**

Motion was made and **approved** for credentialing of Rad Partner Schedule 1 List of Physicians, as presented in Executive Session. (Motion by Stephanie Kodak and second by Gene Reed) There were seven votes for and no votes against the motion. **APPROVE RAD PARTNERS**

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

Motion was made and **approved** to adjourn the meeting at 8:24 PM. (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