

Minutes of the Regular Meeting of the Board of Directors January 9, 2024

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on January 9, 2024, 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
Gene Reed – Member
Sascha Kardosz – Member (5:33 PM arrival)
Lisa Gindler – Member

Directors Absent:

Kerry Morgan – Member

Others Present:

Brandon Anzaldua, CEO
Billy Bailey, CFO
Dr. Kathleen Korner, D.O., F.A.C.O.S., Chief of Staff
Dr. David Meredith, D.O.
Juli Clay
Amanda Frederick
Karen Iacuone
John Pirkle
Jeff Markham
Chip Holmes, Ovation Healthcare
Deena Cobler

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The meeting was called to order at 5:15 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 Tim Markham.

INVOCATION

There was no one present for Public Comment.

PUBLIC COMMENT

Brandon Anzaldua presented the Construction update. He reviewed the invoice from GDSP for Landscape soil boring with the Board. Brandon also stated that the Owner's Rep quotes were attached to Board Paq and would be spoken about later in the meeting. The GDSP Invoice was approved to be paid in full.

**CONSTRUCTION
UPDATE**

Motion was made and **approved** to accept the GDSP Invoice. (Motion by Greg Tieken and seconded by Wayne South). There were eight votes for and no votes against the motion.

**GDSP INVOICE
APPROVED**

Dr. Stephanie Kodak shared the two bidders for the Owners Representative for the upcoming construction projects were AGCM and CPM. She stated that both companies presented well but AGCM had a Licensed Mechanical Engineer who would be on the project. Dr. Kodak also stated that AGCM had over forty years experience in healthcare construction. Dr. Kodak stated that the Building Committee is recommending AGCM for the surgical construction project. Brandon noted that there was not a contract in hand for AGCM so this contract would be presented to the board once it is negotiated by the Building Committee.

**OWNERS
REPRESENTATIVE**

Motion was made and **approved** to accept the AGCM as the new Owners Rep. (Motion by Stephanie Kodak and seconded by Wayne South). There were eight votes for and no votes against the motion.

AGCM APPROVAL

Brandon presented the TIPS Board Resolution. This resolution would allow for GHS to apply for a grant for LED Lighting being offered by the Region VIII Education Service Center. Motion was made and **approved** to accept the TIPS Board Resolution. (Motion by Lisa Gindler and seconded by Tim Markham). There were eight votes for and no votes against the motion.

**TIPS RESOLUTION
APPROVAL**

Consent Agenda:

CONSENT AGENDA

Kenneth Gottwald, President, asked if any items need to be pulled for discussion. Stephanie Kodak requested to speak about the Security Camera Proposals. Brandon shared that the two quotes received were from

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NAVCO and Hill Country Tech Guys. Brandon shared that the new security cameras would provide more coverage of the facility and add to security and safety of patients and employees. He stated the bidders were Hill Country Tech Guys and NAVCO. Brandon stated NAVCO was his recommended provider of the cameras. He shared that NAVCO was more cost effective, and it would diversify the Information Technology portfolio.

Consent Agenda Items:

- Minutes of the Public Hearing and Regular Meetings on December 5, 2023.
- Minutes of the Executive Committee Meeting on January 2, 2024
- Minutes of the Finance Committee Meeting on January 2, 2024
- Nursing Home QIPP Reports
- Policies:
 - Employment of Relatives
 - GHS Contracts and Agreements Policy
 - District Discounts Policy
 - Nursing Staffin Policies and Plan Update
 - Substance Abuse Policy
 - Code of Conduct
- Agreements:
 - Security Camera Proposal – NAVCO **approved**
 - Detar Healthcare Lease Agreement

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

**APPROVE CONSENT
AGENDA**

FINANCIAL REPORT AS PRESENTED BY BILLY BAILEY:

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

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- Capital Expenditure Report
- Investment Schedule
- Tax Report
- THRIVE Healthplex
- Foundation

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

CEO REPORT AS PRESENTED BY BRANDON ANZALDUA:

CEO REPORT

Brandon stated that they continue to work through issues with the Cerner Conversion, specifically charge services and clinic front end processes. He stated that Cerner support is here for charge services and additional support being provided to clinic as they work through their process. Brandon shared that they are working on sales orders for Redoc, Dictation for Radiology and CMS required reporting interface. He stated that he is continuing to look for coverage for Radiology and that multiple recruiting firms are looking for locum tenens. Brandon also stated that as we get into strategic planning, a focus on physician recruitment will ramp up. He stated recruitment firms are contracted and ready to search for OBGYN, Surgeon, Orthopedic, Family Practice, and Internal Medicine. Brandon shared that key stakeholder interviews will occur in February 2024 and that the strategic plan should be finalized in early summer 2024. Brandon shared that the Environment of Care and Life Safety mock survey was onsite January 3rd and 4th and that the results will be reported to the hospital in the upcoming weeks. Brandon also shared that a call center was established to resolve wait time issues for patients calling Sievers Clinic. Brandon shared the following upcoming events:

- January 29, 2024, Finance and Executive Meetings
- February 6, 2024, Regular Board meeting
- February 15-16, 2024, Virtual THA Conference
- February 20-22, 2024, Ovation Healthcare Annual Conference
- April 27, 2024, Roaring Twenties Foundation Gala

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

APPROVE CEO REPORT

- Department Reports
- GHS Newsletter/December 2023

(Motion by Tim Markham, second by Lisa Gindler) There were eight for and no votes against the motion.

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<p>Ovation Healthcare Monthly Report as presented by Chip Holmes: He stated the Medical Staff Development Plan would be complete by January 2024 for the planned May 2024 Retreat. Chip also shared that the Ovation Healthcare Leadership Conference will be held February 20-22, 2024, in Austin, Texas. He stated that nine people from Gonzales Healthcare have registered and he encouraged all Board Members to attend. No action taken.</p>	<p>OVATION UPDATE</p>
<p>Motion was made and approved at 6:28 PM to close the Open Session of the Board of Director’s meeting held on January 9, 2024. (Motion by Tim Markham, second by Lisa Gindler) There were eight for and no votes against the motion.</p>	<p>CLOSE OPEN SESSION</p>
<p>Meeting was called into Executive Session at 6:38 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, second by Wayne South) There were eight votes for and no votes against the motion.</p>	<p>EXECUTIVE SESSION</p>
<p>Motion was made and approved to adjourn Executive Session at 7:22 PM on January 9, 2024. (Motion by Gene Reed, second by Greg Tieken) There were eight votes for and no votes against the motion.</p>	<p>ADJOURN CLOSED SESSION</p>
<p>The meeting was called into Open Session at 7:23 PM on January 9, 2024, (Motion by Gene Reed and seconded by Time Markham) There were eight votes for and no votes against the motion.</p>	<p>CALL MEETING INTO OPEN SESSION</p>
<p>Motion was made and approved to accept the Medical Staff Report as presented in Executive Session. (Motion by Lisa Gindler, second by Greg Tieken) There were eight votes for and no votes against the motion.</p>	<p>APPROVE MEDICAL STAFF REPORT</p>
<p>Motion was made and approved to accept the Performance Improvement and Patient Safety Report as presented in Executive Session. (Motion by Stephanie Kodak, second by Sascha Kardosz) There were eight votes for and no votes against the motion.</p>	<p>APPROVE PI/PATIENT</p>
<p>Motion was made and approved to accept the Compliance Report as presented in Executive Session. (Motion by Tim Markham, second by Lisa Gindler) There were eight votes for and no votes against the motion.</p>	<p>APPROVE COMPLIANCE REPORT</p>
<p>Motion was made and approved to adjourn the meeting at 7:30 PM. (Motion by Wayne South, second Tim Markham) There were eight votes for and no</p>	<p>ADJOURNMENT</p>

votes against the motion.

A handwritten signature in blue ink, appearing to read "Kenneth Gottwald", written over a horizontal line.

Kenneth Gottwald

President

A handwritten signature in blue ink, appearing to read "Stephanie Kodack", written over a horizontal line.

Stephanie Kodack

Secretary