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Minutes of the Regular Meeting of the Board of Directors December 3, 2024

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on December 3, 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

Gene Reed – Member

Tim Markham – Member

Sascha Kardosz – Member (5:20 P.M.)

Kerry Morgan – Member (5:24 P.M.)

Lisa Gindler – Member (5:30 P.M.)

Others Present:

Brandon Anzaldua, CEO

Billy Bailey, CFO

Karen Iacuone, CNO

Chip Holmes, Ovation Healthcare

Dr. Kathleen Koerner, D.O., F.A.C.O.S., Chief of Staff

Juli Clay, Compliance Officer

Amanda Frederick, Home Health Administrator

Jeff Markham, RHC Director

John Pirkle, Infection Control/Quality Director

Deena Cobler, Executive Assistant

Aaron Milligan, D & Co.

Ryan Harrington, Trinity Healthcare

Jamie McCord, Texan Nursing and Rehabilitation

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

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The Invocation was given by Tim Markham.	INVOCATION
There was no one present for Public Comment.	PUBLIC COMMENT
Aaron Milligan with D & Co. shared the Independent Auditor's Report for 2024. He stated the audit findings are an "Unmodified Opinion", meaning the they concluded the hospital's financial statements are prepared in accordance with the relevant financial reporting framework. He stated the hospital's combined net position reflects \$6,290,041 or 9.3% increase in 2024, and a \$7,009,914 or 11.6% increase in 2023 and the hospital reported operating losses in 2024 and 2023 of \$10,725,584 and \$8,100,839, respectively. Aaron stated the Cost Report Settlement net estimated receivable was \$280,981.	D & CO AUDIT REPORT
The Auditor's Report was approved by the Board. (Motion by Gene Reed and seconded by Greg Tieken. There were 9 votes for and no votes against the motion.	APPROVE AUDIT REPORT
Ryan Harrington presented the Quality Incentive Payment Program for the Magnolia and Texan Nursing Homes. He stated the Quality Incentive Payment Program (QIPP) Year 8 for Medicaid residents began September 1, 2024, and that the QIPP pool size increased to \$1.75 billion. He stated the reimbursement was based on four components Hospital Partner MDS Quality Measures, Workforce Development (PBJ) Measures Texas Priority MDS Quality Measures and Resident Focused MDS Quality Measures. Ryan stated they achieved an overall 83% achievement on the metrics. He stated they received an 33% on Antianxiety and Bowel and Bladder but 100% on all others.	TRINITY HEALTHCARE QIPP
The Board approved Official Bond and Oath from Crystal Cedillo, Tax Assessor-Collector for the period of January 1, 2025 - January 1, 2029. (Motion by Stephanie Kodack and seconded by Gene Reed) There were 9 votes for and no votes against the motion.	APPROVE BOND AND OATH
Brandon presented the Construction update. He stated the 80% inspection passed on November 11th, 2024, and expectations of the front hallway patient rooms by January 2025. He stated the new helipad is active with a few more modifications in discussion for safety. Brandon shared that we have begun monthly building committee meetings with the project management firm, AGCM, Sr. Leadership representatives, and Board Building Committee. He stated the current expected completion date is October 2025. Brandon also stated the surgery Equipment and FFE budgets to come in for board review and approval at next Board Meeting.	CONSTRUCTION UPDATE
The Board approved the AGCM Invoice. (Motion by Greg Tieken and second	AGCM

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by Gene Reed) There were nine votes for and no votes against the motion.	INVOICE
The Board approved the e4h Invoice. (Motion by Gene Reed and seconded by Stephanie Kodack) There were nine votes for and no votes against the motion.	e4h INVOICE
The Board approved Pay App #4. (Motion by Stephanie Kodack and second Greg Tieken) There were nine votes for and no votes against the motion.	APPROVE PAY APP #4
The Board was presented an assessment of the updates needed at the Thrive Complex on the HVAC systems, flooring issues, ceilings, plumbing fixtures, exam rooms, and offices.	THRIVE ASSESSMENT
Consent Agenda: Kenneth Gottwald, President, no items were asked to be pulled for discussion. Consent Agenda Items:	CONSENT AGENDA
<ul style="list-style-type: none">• Minutes of the Gonzales Healthcare Foundation Meeting, October 16, 2024• Minutes of the Board of Directors Regular Meeting, November 5, 2024• Minutes of the Building Committee Meeting, November 21, 2024• Minutes of the Executive Committee Meeting, November 25, 2024• Policies:<ul style="list-style-type: none">• Compliance Program for Gonzales Healthcare Systems• Resolving Conflicts of Care Policy/Grievances• Agreements and Renewals<ul style="list-style-type: none">• CT Scanner Service Contract• Heights Dermatology - Alpesh D. Desai, DO, PLLC Contract• Nursing Home QIPP Report	
Motion was made and approved to accept the Consent Agenda as presented. (Motion by Gene Reed and second by Stephanie Kodack) There were nine votes 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 October 2024 as presented with the following documents:	FINANCIAL REPORT
<ul style="list-style-type: none">• Balance Sheet• Cash Flow Sheet• Current Month and YTD Income Statement Compared to Last Year• Current 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 Tim Markham and Sascha Kardosz) There were nine votes for the motion and no votes against.

FINANCIAL
REPORT APPROVAL

CEO REPORT AS PRESENTED BY BRANDON ANZALDUA:

CEO REPORT

Brandon shared the CEO Report. He stated that the construction project is scheduled for completion for the fall of 2025. He stated that he is continuing to recruit for ObGyn, Surgeon, Orthopedic, and Family practice physicians. He shared that the hospital now has fifty-one reviews and 3.9 out of 5 stars on PatientPoint. Brandon shared that Home Health received the highest HCAHPS scores since 2022. He stated the Laboratory's CLIA Survey results showed no deficiencies. Brandon shared that the hospital received the 2024 Performance Leadership Award in Quality from The Chartis Center for Rural Health. He stated that gym lights at Thrive will be replaced on December 2, 2024, and the SECO Grant for lighting will begin installation on December 3, 2024, with a completion date of December 31, 2024.

The upcoming events are as follows:

- December 13th – GHS Christmas Party
- December 19th – Building Committee
- December 30th – Executive and Finance Committee Meeting
- January 7th - Regular Board Meeting

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

APPROVE
CEO REPORT

- Department Reports
- GHS Newsletter/December 2024

(Motion by Greg Tieken, seconded by Sascha Kardosz) There were nine votes for the motion and no votes against the motion.

Chip Holmes shared the Ovation Healthcare Monthly Update. He stated that the Ovation Healthcare Annual Conference would be February 18-20, 2025, at the Omni Amelia Island Resort & Spa in Florida. He invited the Board to attend the conference. He also stated the Ovation Healthcare contract with GHS will be due for renewal in June 2025.

OVATION
UPDATE

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Motion was made and **approved** at 6:32 PM to close the Open Session of the Board of Director's meeting held on December 3, 2024. (Motion by Stephanie Kodack and second by Gene Reed) There were nine votes for and no votes against the motion.

**CLOSE OPEN
SESSION**

Meeting was called into Executive Session at 6:41 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 Greg Tieken and second by Gene Reed) There were nine votes for and no votes against the motion.

**EXECUTIVE
SESSION**

Motion was made and **approved** to adjourn Executive Session at 7:48 pm on December 3, 2024. (Motion by Gene Reed and second by Stephanie Kodack) There were nine votes for and no votes against the motion.

**ADJOURN
CLOSED
SESSION**

The meeting was called into the Open Session at 7:49 PM on December 3, 2024, (Motion by Gene Reed and second by Stephanie Kodack) There were nine votes for and no votes against the motion.

**CALL MEETING
OPEN SESSION**

Motion was made and **approved** to accept the Medical Staff Report as presented in Executive Session. (Motion by Stephanie Kodack and second by Tim Markham) There were nine votes for and no votes against the motion.

**APPROVE
MEDICAL
STAFF REPORT**

Motion was made and **approved** to accept the Credentialing Application for Osama Jamil, M.D. Courtesy Staff, Neurology Telemedicine, presented in Executive Session, (Motion Stephanie Kodack and seconded by Tim Markham) There were nine votes for and no votes against the motion.

**OSAMA JAMIL
MD
CREDENTIALING**

Motion was made and **approved** to accept the Performance Improvement and Patient Safety Report as presented in Executive Session. (Motion by Greg Tieken and second by Sascha Kardosz) There were nine votes for and no votes against the motion.

**APPROVE
PI/PATIENT**

Motion was made and **approved** to accept the Home Health QAPI 2nd Quarter Report for 2024. (Motion by Tim Markham and seconded by Stephanie Kodack) There were nine votes for and no votes against the motion.

**APPROVE
HOME HEALTH
QAPI**

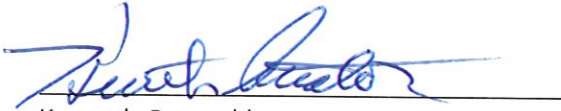
Motion was made and **approved** to accept the Compliance Report as presented in Executive Session. (Motion by Greg Tieken and second by Kerry Morgan) There were nine votes for and no votes against the motion.

**APPROVE
COMPLIANCE
REPORT**

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Motion was made and approved to adjourn the meeting at 7:52 PM. (Motion by Wayne South, second Gene Reed) There were nine votes for and no votes against the motion.

ADJOURNMENT

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