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**Minutes of the Regular Meeting of the Board of Directors
May 6, 2025**

The Governing Board of Gonzales Healthcare Systems met in a Regular Meeting on May 6, 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(5:19p)
Sascha Kardosz – Member (Virtual) (In-Person 6:26p)
Lisa Gindler – Member

Directors Absent:

Kerry Morgan – Member

Others Present:

Brandon Anzaldua, CEO
Billy Bailey, CFO
Dr. Kathleen Koerner, DO, FACOS, Chief of Staff
Karen Iacuone, CNO
Juli Clay, Compliance Officer
Amanda Frederick, Home Health Administrator
John Pirkle, Infection Control/Quality Director
Jeffrey Markham, Clinic Director
Fletcher Brown, Phelps Dunbar LLP (virtual, 5:16p/5:41p)
Christina Carlile, HR Assistant
Britney Farris, Executive Assistant
Chip Holmes, Ovation

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 Lisa Gindler

INVOCATION

There was no one present for Public Comment

PUBLIC COMMENT

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Motion was made and **approved** to close Open Session of the Board of Director's meeting at 5:16 PM on May 6, 2025. (Motion by Wayne South, Second by Gene Reed) There were six votes for and none against.

**CLOSE OPEN
SESSION**

Meeting was called into Executive Session, 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 at 5:16 PM on May 6, 2025. (Motion by Wayne South, second by Lisa Gindler) There were six votes for and none against the motion.

**EXECUTIVE
SESSION**

Motion was made and **approved** to adjourn Executive Session at 5:41PM on May 6, 2025. (Motion by Wayne South, second by Greg Tieken) There were seven votes for and no votes against the motion.

**ADJOURN
CLOSED
SESSION**

The meeting was called into the Open Session at 5:41 PM on May 6, 2025. (Motion by Gene Reed, Second by Stephanie Kodack) There were seven votes for and none against.

**CALL MEETING
INTO OPEN SESSION**

Motion was made and **approved** to appoint Crystal Cedillo, Tax Assessor-Collector, as the individual to calculate and prepare the 2025 No-New Revenue and Voter Approval Tax Rates for the Hospital District. (Motion by Gene Reed, Second by Wayne South) There were seven votes for and none against the motion.

**APPROVE
CRYSTAL
CEDILLO**

Motion was made and **approved** to accept the Resignation of Board Member, Kerry Morgan, Director At-Large. (Motion by Stephanie Kodack, Second by Lisa Gindler) There were seven votes for and none against the motion.

**APPROVE
K. MORGAN
RESIGNATION**

Kenneth Gottwald, President, appointed Lisa Gindler and Gene Reed to the recruitment committee for the replacement of Board of Directors at Large position.

Motion was made and **approved** to allow Brandon Anzaldua, CEO, to carry out necessary changes per the advice of the attorney during closed session and to execute the Account Receivable Financing of The Texan and Magnolia Nursing Homes Licensed to GHS as

**APPROVE
ACCOUNT
RECEIVABLE
FINANCING**

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a Component of the Transfer of Management Agreements Effective March 1, 2025. (Motion made by Gene Reed, Second by Stephanie Kodack) There were seven votes for and none against.

Motion was made and **approved** to accept the AGCM Invoice. (Motion made by Greg Tieken, Second by Tim Markham). There were seven votes for and none against.

**APPROVE
AGCM INVOICE**

Motion was made and approved to accept the E4H Invoice with reservation, acknowledging general concerns expressed by the Board. The approval was made to support continued progress on the project. (Motion made by Greg Tieken, Second by Gene Reed) There were seven votes for and none against.

**APPROVE
E4H INVOICE**

Motion was made and approved to accept Prime Change Order #21 in order to prevent further disruption to the construction schedule. While the Board does not concur with the pricing; approval was granted to facilitate continued progress on the project. (Motion by Wayne South, Second by Gene Reed). There were seven votes for and none against.

**APPROVE
PCO #21**

Motion was made and approved to accept and ratify Prime Change Order #36. (Motion by Stephanie Kodack, Second by Wayne South). There were seven votes for and none against.

**APPROVE
PCO #36**

Consent Agenda:

- Minutes of the Regular Meeting of Board of Directors, April 1, 2025
- Minutes of the Gonzales Healthcare Systems Foundation Meeting, March 19, 2025
- Minutes of the Building Committee Meeting, April 9, 2025
- Minutes of the Building Committee Meeting, April 16, 2025
- Minutes of the Executive Committee Meeting, April 29, 2025
- Informed Consent to Medical and Surgical Treatment Policy
- Email Retention Policy
- Patient Rights and Responsibilities Policy
- RQI - Maintaining BLS, ALS & PALS Certifications - Clinical Staff Policy
- Ethical Issues Policy
- Patient Visitation Rights Policy
- Patient Consent to Treatment Policy
- New Employee Orientation/Annual Education Requirements License, Registry and Certifications Requirements for Licensed Staff Policy
- Workplace Violence Prevention Policy and Plan
- Swing Bed Quality Improvement Measures
- Lab Renovation, Water System & Instrumentation Proposals

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- Revenue Cycle Services Early Out Program
- Chiller Condenser Coils Replacement Service Quote
- Eska Clinic Remodel Quote
- Emergency Department Defibrillator Replacement Quote
- Nursing Home QIPP Report

No items were requested to be pulled for discussion. Motion was made and **approved** to accept the Consent Agenda as presented. (Motion by Wayne South, Second by Stephanie Kodack) There were seven 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 March 2025 as presented with the following documents:

**FINANCIAL
REPORT**

- 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
- Construction and Remodeling Spending
- Foundation
- Nursing Home Financials
- 2026 Budget

(Motion by Greg Tieken, Second by Tim Markham) There were seven votes for and no votes against the motion.

CEO REPORT AS PRESENTED BY BRANDON ANZALDUA:

CEO REPORT

Brandon provided a construction update noting that the front hallway remodel is expected by June 2025, with overall project completion now targeted for March 2026. Weekly internal building meetings continue along with Tuesday OAC and weekly board building committee meetings.

Recruitment efforts remain active with firms seeking OBGYN, Surgeon, Ortho, FP, and IM candidates. One OBGYN candidate visited March 26, with another visit scheduled for early June. Biweekly meetings with InReach Healthcare continue for hand/spine ortho.

Hospital Week activities are scheduled for the week of May 12, including a staff luncheon on May 16.

Camera and door access system installation begins in May through Naavco, streamlining remote monitoring and provider services. CAH application has been submitted. Work continues on swing bed policies, EMR orders, and an activities area.

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Upcoming Events:

- May 27th - Executive Committee Meeting
- June 3 – Regular Board Meeting
- May 30 – Summer Soiree hosted by Gonzales Healthcare Systems Foundation
- May 13th – Board Essentials Webinar – Culture of Compliance

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

**APPROVE
CEO REPORT**

- Department Report
- GHS Newsletter May 2025
- AHA Article - The Boards Role in Quality and Patient Safety

(Motion by Tim Markham, Second by Gene Reed) There were eight votes for and no votes against the motion.

OVATION HEALTHCARE UPDATE: Chip Holmes was in attendance and provided several important updates during his portion of the meeting. He noted that CEO and CFO evaluations are approaching, with Brandon scheduled for August and Billy for July. He then addressed ongoing concerns related to the supply chain, particularly how tariffs may affect hospital operations and the progress of new construction efforts.

Chip also spoke about upcoming compliance program assessments and discussed the Ovation Board Report, asking the board to share their thoughts and provide direction and feedback on its content.

Lastly, he shared a positive experience from a recent visit to the Gonzales community. He specifically recognized Barbara at Laurel Ridge for her exceptional support during unexpected flight delays and room changes, expressing appreciation for her assistance and stating he would gladly recommend her to future visitors.

Motion was made and **approved** at 6:44 PM to Adjourn Open Session of the Board of Directors meeting held on May 6, 2025. (Motion by Greg Tieken, Second by Stephanie Kodack). There were eight votes for and none against.

**ADJOURN OPEN
SESSION**

Meeting was called into Executive Session at 6:44 PM, at 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 none against.

**EXECUTIVE
SESSION**

Motion was made and **approved** to Adjourn Executive Session at 7:57 PM On May 6, 2025. (Motion by Gene Reed, Second by Wayne South) There were eight votes for and none against the motion.

**ADJOURN
CLOSED
SESSION**

The meeting was called into the Open Session at 7:57 PM on May 6, 2025. (Motion by Gene Reed, second by Stephanie Kodack) There were eight votes for and no votes against the motion.

**CALL MEETING
INTO OPEN
SESSION**

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

**APPROVE
MEDICAL
STAFF REPORT**

Motion was made and **approved** to accept the Proposed Amendments to Medical Staff By-Laws, Rules and Regulations for Swing Bed as presented in Executive Session. (Motion by Lisa Gindler, Second by Sascha Kardosz). There were eight votes for and no votes against.

**APPROVE
MED- BY LAWS
IN SWING BED**

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


**APPROVE
PI/PATIENT
SAFETY**

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 eight votes for and no votes against the motion.

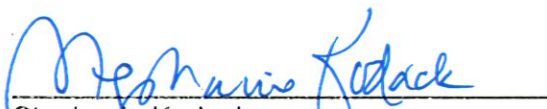
**APPROVE
COMPLIANCE
REPORT**

Motion was made and approved to adjourn the meeting. (Motion by Wayne South, second by Sascha Kardosz) There were eight votes for and no votes against the motion.

ADJOURNMENT



Kenneth Gottwald
President



Stephanie Kodack
Secretary