

Minutes of the Regular Meeting of the Board of Directors

November 4, 2025

The Governing Board of Gonzales Healthcare Systems met in a regular meeting

On November 4, 2025, at 5:15 P.M. at THRIVE Healthplex Conference Room.

Directors Present:

Dr. Kenneth Gottwald - President

Greg Tieken – Vice President

Dr. Stephanie Kodack – Secretary

Gene Reed – Member

Lisa Gindler – Member (virtual 5:35p)

Sascha Kardosz – Member (5:16p)

David Malaer - Member

Jean Burns – Member (5:35p)

Directors Absent:

Wayne South – Member

Others Present:

Brandon Anzaldua, CEO

Billy Bailey, CFO

Juli Clay, Compliance Officer

John Pirkle, Infection Control/Quality Director

Karen Iacuone, CNO

Amanda Frederick, Home Health Administrator

Dr. Kathleen Koerner, DO, FACOS, Chief of Staff

Dr. David Meredith, Do, Medical Clinic Medical Director

Jeff Markham, Clinic Director (5:33p)

Chip Holmes, Ovation

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The meeting was called to order at 5:15 P.M. by Dr. Kenneth Gottwald – President.

CALL TO ORDER

The Pledge of Allegiance was led by Gene Reed.

PLEDGE

The Invocation was given by Kenneth Gottwald.

INVOCATION

There was no one present for Public Comment.

PUBLIC COMMENT

Motion was made and **approved** to Receive and Approve the 2025 Tax Roll as presented (Motion by Stephanie Kodack, Second by Greg Tieken).

APPROVED

TAX ROLL

There were six votes for and no votes against the motion.

Motion was made and **approved** to accept the Tax Resale Bid for Suit 6792, Parcel 13374, described as Lot “C,” also known as Lot 3, and Lot “D,” also known as Lot 4, Block 11, Third Subdivision of Lafayette Place Addition, an addition to the Town of Gonzales, Gonzales County, Texas, according to the map or plat thereof recorded in Volume 85, Pages 402 and 403, Deed Records of Gonzales County, Texas (Motion by David Malaer, Second by Gene Reed).

APPROVED

TAX RESALE BID

There were six votes for and no votes against the motion.

CONSTRUCTION UPDATE

Brandon Anzaldua, CEO provided the Board with an update on how construction is progressing. Med Surge A is scheduled for a December 15 turnover, with Med Surge B expected in mid-April. The Third Rate Expansion is planned for completion by June 1. Weekly OAC meetings continue on Tuesdays, and the Building Committee meets every Thursday. Several PCOs are moving forward through consent.

The major issue continues to be the dispute over the required BIM modeling, as the contractor is trying to use outdated, non-3D methods instead of the modeling required in the contract.

A stop-work order has been issued specifically on the wall and the surrounding area. Construction is still active elsewhere, but the team cannot cover or continue work on that section until testing is completed and it's confirmed that the wall meets required support standards. Depending on test results, the wall may need reinforcement—or potentially be torn down and rebuilt.

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Legal teams are reviewing errors and omissions, primarily involving mechanical and electrical engineering. Insurance recovery is limited, and further action may involve the engineering firm contracted through E4H.

A CT electrical shutdown is tentatively set for next week to reroute power to the CT, DOAS, and ODU units. This needs to be completed in a single shutdown for patient safety. A water shutdown will also be required in the coming months, dependent on progress with the CMU wall.

Some schedule delays may occur until the BIM dispute and the wall issues are fully resolved.

Consent Agenda

- Minutes of the Regular Meeting of Board of Directors, October 7, 2025
- Minutes of the Executive Committee Meeting, October 28, 2025
- Minutes of the Gonzales Healthcare Systems Foundation Meeting September 17, 2025
- Minutes of the Building Committee Meeting, October 2, 2025
- Minutes of the Building Committee Meeting, October 9, 2025
- Minutes of the Building Committee Meeting, October 16, 2025
- Minutes of the Building Committee Meeting, October 24, 2025
- Minutes of the Building Committee Meeting, October 30, 2025
- Raba Kistner Invoice
- E4H Invoice
- Pay App #14
- AGCM Invoice
- PCO #54
- CCD G714-2017/PCO #55
- PCO #58
- PCO #59
- CCD G714-2017/PCO #60
- PCO #61
- Neuromonitoring Services
- HIPAA Annual Board of Directors Education
- Eye Associates of South Texas - Space Lease Renewal
- Kirchner Women's Clinic PLLC Specialty Lease Agreement
- Board of Directors Conflicts of Interest Policy
- Nursing Home QIPP Report

Motion was made and **approved** to accept the Consent Agenda as presented. (Motion Gene Reed, Second by David Malaer). There were seven votes for and no votes against the motion.

**APPROVE
CONSENT
AGENDA**

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FINANCIAL REPORT AS PRESENTED BY BILLY BAILEY:

Motion made and **approved** to accept the Financial Report for September 2025
As presented with the following documents:

**FINANCIAL
REPORT**

APPROVED

- 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
- Nursing Home Financials

(Motion by Greg Ticken, Second by David Malaer) There were seven votes for the motion and no votes against the motion.

CEO REPORT AS PRESENTED BY BRANDON ANZALDUA:

CEO REPORT

A virtual town hall was held and well attended, and regular in-person town halls will resume in November. Rounding continues daily across all departments. Construction remains behind schedule, with the front hallway remodel expected in November 2025 and full completion in May 2026. Recruitment is active for multiple specialties, flu shot clinics delivered over 400 vaccinations, and the Critical Access Hospital application has passed its first federal step. Leadership development, service line planning, and survey readiness efforts continue, and recent events include Pink Out raising about \$19,000, with upcoming board and committee meetings scheduled in November and December.

Upcoming Events:

- November 25th - Executive Committee Meeting
- December 2nd – Regular Board Meeting
- November 20th – Rural Health Day
- December 23rd – Executive Committee Meeting

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

**APPROVE CEO
REPORT**

- Department Reports
- GHS Newsletter

(Motion by Greg Tiken, Second by Stephanie Kodack) There were seven votes for the motion and no votes against the motion.

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Motion was made and **approved** to accept the Employee Evaluations as presented effective January 1, 2026. (Motion by David Malaer, Second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**APPROVE
EMPLOYEE
EVALUATIONS**

Motion was made and **approved** to accept the Employee Incentives as presented effective January 1, 2026. (Motion by Stephanie Kodack, Second by David Malaer) There were seven votes for and no votes against the motion.

**APPROVE
EMPLOYEE
INCENTIVES**

OVATION HEALTHCARE MONTHLY UPDATE

Chip Holmes shared that the board report is available in OnBoard and welcomed any feedback as he continues refining it. He highlighted recent compliance and workforce assessments, ongoing support during leadership transitions, and a presentation he and Brandon delivered at Ovation Corporate focused on governance and executive relationships. He noted how meaningful it was to see Gonzales represented, especially as Brandon shared his story with leadership students from across the country. Chip also reflected on past experiences, the importance of trust, and the growing collaboration between Gonzales Healthcare Systems and Ovation. He closed by expressing appreciation for the partnership and willingness to answer any questions.

Motion was made and **approved** to close Open Session of the Board of Director's meeting at 6:29 PM on November 4, 2025. (Motion by Gene Reed, Second by Stephanie Kodack) There were seven votes for and no votes against the motion.

**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 6:29 PM on November 4, 2025. (Motion by Gene Reed, Second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**EXECUTIVE
SESSION**

Motion was made and **approved** to adjourn Executive Session at 7:17 PM on November 4, 2025. (Motion by Gene Reed, Second by David Malaer) There were seven votes for and no votes against the motion.

**ADJOURN
EXECUTIVE
SESSION**

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The meeting was called into the Open Session at 7:18 PM on November 4, 2025. (Motion by Gene Reed, Second by David Malaer) 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 Kodack, 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 Credentialing Application for Caroline Gibbons, M.D., Courtesy Staff, Obstetrics/Gynecology (Motion by Sascha Kardosz, Second by Stephanie Kodack) There were seven votes for and no votes against the motion.

**APPROVE
CREDENTIALING**

Motion was made and **approved** to accept the Credentialing Application for Christopher Cheng, M.D., Courtesy Staff, Intraoperative Neurology Monitoring (Motion by Jean Burns, Second by Stephanie Kodack) There were seven votes for and no votes against the motion.

**APPROVE
CREDENTIALING**

Motion was made and **approved** to accept the Credentialing Application for Shaila Gowda, M.D., Courtesy Staff, Intraoperative Neurology Monitoring (Motion by Stephanie Kodack, Second by Jean Burns) There were seven votes for and no votes against the motion.

**APPROVE
CREDENTIALING**

Motion was made and **approved** to accept the Credentialing Application for Douglas Porter, M.D., Courtesy Staff, Intraoperative Neurology Monitoring (Motion by Jean Burns, Second by Stephanie Kodack) There were seven votes for and no votes against the motion.

**APPROVE
CREDENTIALING**

Motion was made and **approved** to accept the Credentialing Application for Indranil Sen-Gupta, M.D., Courtesy Staff, Intraoperative Neurology Monitoring (Motion by Stephanie Kodack, Second by David Malaer) There were seven votes for and no votes against the motion.

**APPROVE
CREDENTIALING**

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Motion was made and **approved** to accept the Credentialing Application for Jason Wadibia, M.D., Courtesy Staff, Neurology Telemedicine (Motion by Jean Burns, Second by David Malaer) There were seven votes for and no votes against the motion.

**APPROVE
CREDENTIALING**

Motion was made and **approved** to accept the Credentialing Application for James Frazier, CRNA, Allied Health Professional Staff, Anesthesia (Motion by Greg Tieken, Second by David Malaer) There were seven votes for and no votes against the motion.

**APPROVE
CREDENTIALING**

Motion was made and **approved** to accept the Credentialing Application for Dennis Vera, CRNA, Allied Health Professional Staff, Anesthesia (Motion by David Malaer, Second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**APPROVE
CREDENTIALING**

Motion was made and **approved** to accept the Performance Improvement and Patient Safety Report. (Motion by Stephanie Kodack, Second by Sascha Kardosz) There were seven votes for and no votes against the motion.

**APPROVE
PI/PS REPORT**

Motion was made and **approved** to accept the Compliance Report. (Motion by Sascha Kardosz, Second by Stephanie Kodack) There were seven votes for and no votes against the motion.

**APPROVE
COMPLIANCE**

Motion was made and approved to accept the Buyout and Employment Contract for Robert Mena M.D. (Motion by Stephanie Kodack, Second by Jean Burns). There were Seven votes for the motion and no votes against the motion.

**APPROVE
R. MENA MD
CONTRACT**

Michaela Sunderland, M.D.'s employment contract was tabled pending additional analysis.

TABLED

Motion was made and approved to accept the Ovation Healthcare Contract. (Motion by David Malaler, Second by Jean Burns). There were seven votes for the motion and no votes against the motion.

**APPROVE
OVATION
CONTRACT**

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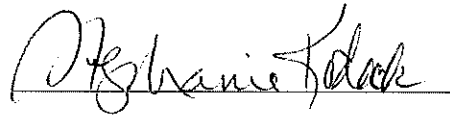
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Motion was made and **approved** to adjourn the meeting. (Motion by David Malaer, second by Jean Burns) There were seven votes for and no votes against the motion.

ADJOURNMENT

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

Kenneth Gottwald
President

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

Stephanie Kodack
Secretary