

**MINUTES
BOARD OF DIRECTORS
MEDINA COUNTY HOSPITAL DISTRICT**

April 26, 2021

TIME AND PLACE:

The Medina County Hospital District Board of Directors met in regular session on Monday, April 26, 2021 at 6:30 p.m. at the Medina Regional Hospital Boardroom, 3100 Avenue E, Hondo, Texas.

PRESENT:

Tim Hardt, President
Tony Johnson, Secretary
William "Bill" Bain, Director
Judy Winkler, Director
Dr. Carlton "Corky" E. Young, Vice President
Zachary Windrow, MD, Director

Janice Simons, Chief Executive Officer
Kevin Frosch, Chief Financial Officer
Billie Bell, Chief Nursing Officer
Geoff Crabtree, Methodist Healthcare System
Randi Davis, Executive Administrative Assistant

ABSENT:

Lori Krieger, Director

GUESTS:

None.

1. **CALL TO ORDER
AND RECORD OF
ATTENDANCE** Mr. Hardt called the meeting of the Medina County Hospital District Board of Directors to order at 6:30 p.m. He stated for the record that the Board of Directors has seven members with six members being present at that time and representing a quorum.
2. **BOARD EDUCATION** Mr. Frosch presented board education regarding retirement benefits provided to employees of the Medina Healthcare System. Similar to a 401K, the 457(b) program is available to all employees beginning with the quarterly entry date following 90 days of service. Employees who are classified as full-time are eligible for the Pension Plan. Mr. Frosch noted that after one year of service, eligible employees receive a matching 2% contribution from the hospital if they are deferring at least 2% to the 457(b) plan. Employees may pull from their funds if they meet certain criteria. Dr. Young asked about how employee benefits are explained to staff members, and Mr. Frosch stated that representatives from Voya offer assistance regarding retirement benefits.
3. **PUBLIC COMMENT** None.
4. **CONSENT AGENDA** The Minutes from the Regular Session of March 22, 2021 were approved as presented in the Board packet.
Consider Approval of Minutes
A. Regular session
March 22, 2021
5. **CONSIDER
APPROVAL OF CNO
REPORT** Ms. Bell presented a graphic demonstrating ED Transfer Destinations for patients. Ms. Bell noted that the transfer numbers stayed roughly around 7%, even with declining volumes due to the ongoing COVID-19 pandemic. Mr. Hardt inquired why so many patients are sent to Methodist Metropolitan Hospital, and Ms. Simons explained that this is largely due to the great relationship that exists between the two hospitals.

Ms. Bell stated that Medina Healthcare System had administered over 4,000 COVID-19 vaccinations to community members, and has been working closely with the Medina County Health Unit to coordinate mass vaccination events in Hondo, Castroville, Devine, and most recently, Natalia. Ms. Bell mentioned that the demand for vaccines has significantly decreased

over the last few weeks, and that she believes Medina County is reaching saturation. Dr. Windrow stated that he believes this hesitancy to receive the vaccine is due to the vaccine feeling 'rushed' to patients who are skeptical.

6. **CONSIDER APPROVAL OF RURAL HEALTH CLINICS REPORT**

Ms. Simons reported that the clinic volumes were above budget for the month of March with visits totaling 4,971. This was boosted by the telemedicine visits that are still being offered in all three clinic locations. The Medical Clinic of Hondo volumes were 10.4% above budget for the month, with Medical Clinic of Devine volumes at 10.6% above budget. The Medical Clinic of Castroville volumes were 15.7% below budget. Mr. Hardt inquired why the hospital is expanding the clinic space in Castroville if the clinic regularly loses money. Both Ms. Simons and Mr. Frosch reassured the Board that each of the clinics drive a large percentage of revenue at the hospital, so these values are not the most accurate representation of each of the clinics as a whole. Clinic visits are correlated with increased outpatient procedures and drive other volumes.

7. **CONSIDER MEDICAL STAFF REPORT**

Dr. Windrow stated that there were no notable items to report from the Medical Staff this month.

MOTION

Mr. Bain made a motion to approve the Consent Agenda. Ms. Winkler seconded.

VOTE

The motion passed unanimously.

8. **CONSIDER PUBLIC CORRESPONDENCE REPORT**

Mr. Johnson presented the public correspondence report in the Board packet. Mr. Johnson reported there were 35 questionnaires returned. There were 3 negative comments to report this month. One patient reported waiting over an hour to see a provider. Mr. Johnson noted that this was not one of our physicians, but rather a surgeon that travels from San Antonio. The surgeon did not call the surgery department to notify staff that he would be late. One patient mentioned that the blanket warmer was broken and that the nurse did not explain what medication was being administered when she provided it. Mr. Johnson reported that the blanket warmer has since been fixed and that education was provided to the nurse to report what medication is being given to the patient. Finally, one patient noted that there was some confusion regarding the visitation policy for surgery patients. Ms. Bell noted that with COVID protocols changing, staff may be confused about the most current policy. Department managers have been reminded to share the most current protocols with their staff. There were many positive comments for the Rehab Department, as well as the Laboratory and Dr. Soulas. Mr. Johnson mentioned that Medina Regional Hospital received a Google Review where a patient expressed gratitude for staff at the hospital identifying a brain aneurysm. Mr. Johnson praised the staff for their continued hard work and dedication to the patients.

MOTION

Ms. Winkler made a motion to approve the Public Correspondence Report as presented. Dr. Young seconded.

VOTE

The motion passed unanimously.

9. **CONSIDER CHIEF EXECUTIVE OFFICER'S REPORT**

Ms. Simons started by discussing the Bid Notice for the new Medina Specialty Care building in Castroville. The first notice appeared in the paper on April 15th, and the second notice went out on April 22nd. After the bid openings, the Facilities Committee will hold a meeting to choose a general contractor for the project. Ms. Simons showed Board members a picture of the proposed building location, and mentioned that the project may require closing several entrances to the location during the course of the building construction.

Ms. Simons discussed a report from the American Hospital Association Chief Executive Officer Rick Pollack, in which he addressed several trends identified over the course of the COVID-19 pandemic. Most notably, Mr. Pollack mentioned climbing expenses, decreased revenue, and taking care of an increased number of uninsured individuals. This, coupled with surging costs for personal protective equipment, has caused rural hospitals to face median margins between 38% and 100% lower than baselines.

Ms. Simons discussed the HCAHPS report card that was included with the CEO report. Staff and administration are working hard to identify causes of measures that fell below the expected percentages, and correct those measures for the future.

Finally, Ms. Simons gave the Community Relations Report. The gift shop has been reopened for several hours during the week so patients and staff can enjoy the benefit once more. Community COVID-19 vaccination clinics have been especially important over the last few weeks. Ms. Simons noted that the hospital will be hosting a free falls prevention talk on Friday, April 30th.

MOTION

Mr. Johnson made a motion to approve the CEO report as presented. Mr. Bain seconded.

VOTE

The motion passed unanimously.

**10. CONSIDER
FINANCIAL REPORT**

**A. Consider
approval of the
March 2021
Financial
Report**

Mr. Frosch stated that this month was a positive month for the hospital overall. Many of the volumes and budget numbers were trending back up, which Mr. Frosch believes is due to a rebound from the February financials. Tax receipts and other billing activities were able to catch back up after weather and mailing delays dropped volumes and revenue in February. Mr. Frosch is hopeful that this positive trend will continue as the rest of the fiscal year unfolds.

There were no changes to the report presented in the board packet.

MOTION

Dr. Young made a motion to approve the Financial Report for March 2021 as presented during the Finance Committee meeting. Ms. Winkler seconded.

VOTE

The motion passed unanimously.

**11. REVIEW, CONSIDER,
AND APPROVE THE
MEDINA COUNTY
HOSPITAL DISTRICT'S
ANNUAL SELF-
PERFORMANCE
APPRAISAL
SUMMARY**

Mr. Hardt noted that overall, the results of the self-performance appraisal were consistent across all Board members. Ms. Simons reiterated that the mission statement for Medina Healthcare System is "Providing Quality Care Close to Home". Ms. Simons also addressed several comments in particular. Several members noted that the Information Technology (IT) Department was an area of concern. Ms. Simons stated that the new IT Director was working to implement positive change within the department, and that he would be at the next Board meeting to provide some quick updates and introduce himself to the Board. Ms. Simons also addressed a comment about bringing on a new pediatrician. Administration has been working on securing a pediatrician to work part-time, but there have been several delays due to unforeseen circumstances. Almost all Board members agreed that the COVID-19 response was the most notable issue that the hospital staff has dealt with over the past year and commended administration on their hard work.

MOTION

Ms. Winkler made a motion to approve the Medina County Hospital District's Annual Self-Performance Appraisal Summary as presented in the Board packet. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

**12. CONSIDER
APPROVAL OF
AMANDA ZAVALA AS
INFECTION CONTROL
DIRECTOR
ASHLEY LOWE AS
COMPLIANCE
OFFICER
GERTRUDE JULOT AS
DIRECTOR OF**

Ms. Simons noted that this is an annual requirement from the Centers for Medicare and Medicaid Services. This year, Amanda Zavala will take over as the Infection Control Director for the hospital. Amanda will be replacing Peg Nester, who has worked at Medina Healthcare System for over 10 years and will be retiring later this year. All other directors will remain the same as previous years.

MOTION

Mr. Bain made a motion to approve Amanda Zavala as Infection Control Director, Ashley Lowe as Compliance Officer, Gertrude Julot as Director of Health Information Management and Etmonia Glover as Director of Dietary. Ms. Winkler seconded.

**HEALTH
INFORMATION
MANAGEMENT
ETMONIA GLOVER
AS DIRECTOR OF
DIETARY**

VOTE

The motion passed unanimously.

**13. REVIEW, CONSIDER
AND APPROVE
ADVANCED
DIRECTIVES POLICY –
ANNUAL REVIEW,
NO CHANGES**

Mr. Hardt stated this is an annual review of the Advanced Directives Policy, with no changes from the policy presented last year.

There were no changes to the Medina County Hospital District's Advanced Directives Policy as presented in the board packet.

MOTION

Dr. Young made a motion to approve the Advanced Directives as presented in the board packet.
Dr. Windrow seconded.

VOTE

The motion passed unanimously.

**14. REVIEW, CONSIDER,
AND APPROVE 2021
Q1 BOARD OF
DIRECTORS EXPENSE
REPORT**

MOTION

Mr. Bain made a motion to approve the 2021 Q1 Board of Directors Expense Report as presented in the board packet. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

**15. REVIEW AND SIGN
CONFLICT OF
INTEREST FORMS
FOR BOARD OF
DIRECTORS**

Mr. Hardt explained that the Conflict of Interest Forms are an annual requirement for the Board of Directors. Mr. Hardt asked that Board of Directors complete the form and return to Ms. Davis at their earliest convenience.

**16. REVIEW, CONSIDER,
AND APPROVE
SECOND
AMENDMENT TO DR.
DAWN GEORGE-
MAYO
EMPLOYMENT
AGREEMENT**

Ms. Simons stated that this is an amendment to Dr. Dawn George-Mayo's employment agreement, and must be reviewed by the Board as Dr. Mayo is an employee of the hospital. The new term of the agreement will be for 24 months. The amount of vacation days allotted per year was slightly increased, while the allotted days for continuing medical education per year was slightly decreased. A small pay increase was added as well.

MOTION

Dr. Young made a motion to approve the Second Amendment to Dr. Dawn George-Mayo's Employment Agreement as presented in the board packet. Ms. Winkler seconded.

VOTE

The motion passed unanimously.

**17. REVIEW, CONSIDER,
AND APPROVE
TRAUMA
DESIGNATION
LETTER AND
CERTIFICATE**

Ms. Simons reviewed the trauma designation letter and certificate. The Emergency Department (ED) recently underwent a trauma survey and was awarded a three-year accreditation as a Basic (Level IV) Trauma Facility in Trauma Service Area-P. Ms. Simons praised the ED staff members for their hard work and dedication. Medina Regional Hospital will be due for the next re-accreditation survey in July of 2024.

MOTION

Ms. Winkler made a motion to approve the Trauma Designation Letter and Certificate as presented in the board packet. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

18. REVIEW, CONSIDER, AND APPROVE MEDICAL STAFF QUALITY REPORT FOR THE PERIOD OF OCTOBER 2020 – MARCH 2021

Ms. Bell explained the results of the Medical Staff Quality Report. All providers are meeting the required metrics for the period of October 2020 through March 2021.

MOTION

Mr. Bain made a motion to approve the Medical Staff Quality Report for October 2020 – March 2021 as presented in the board packet. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

19. CONSIDER FOR APPROVAL NETWORK CYBERSECURITY PROTECTION AND MONITORING SERVICE AT AN ANNUAL RATE NOT TO EXCEED \$50,000. FINAL EVALUATION OF VENDORS IS IN PROCESS, AND THE MAXIMUM ANNUAL AMOUNT FOR THE SERVICE FROM EACH OF THE VENDORS IN THE FINAL SELECTION GROUP IS UNDER \$50,000.

Mr. Frosch stated that administration had been working closely with the Information Technology (IT) Department to determine necessary security upgrades to the hospital network security. The team has determined that in order to best protect the system as a whole, a network cybersecurity and monitoring service is needed. The team has narrowed down their selection to a handful of companies. These protection and monitoring services will help to minimize the threat of malicious attacks on the system. Mr. Frosch stated that the vendor selected will not cost more than \$50,000 per year. Mr. Hardt inquired about the latest update on the phone system. Ms. Simons noted that Eli Lainhart, the Director for the IT Department, will be present at the next meeting to provide Board members with the most recent update on the phone system as well as other ongoing technology and security projects.

MOTION

Ms. Winkler made a motion to approve a network cybersecurity protection and monitoring service at an annual rate not to exceed \$50,000 as discussed. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

20. CONSIDER FOR APPROVAL THE PURCHASE OF THE MICROSOFT OFFICE SUITE OF PRODUCTS AS AN ANNUAL SUBSCRIPTION SOFTWARE THAT IS A HOSTED SERVICE WITH THE OFFICE 365 PRODUCT IN THE AMOUNT OF \$22,081, AS WELL AS A ONE-TIME CONVERSION FEE OF \$12,500

Mr. Frosch explained that this is another upgrade to the system in which hospital administration has been working with the IT Department. The current products used are outdated and are being phased out. Administration is requesting approval to purchase the Office 365 products in the total amount of \$22,081 with the addition of a one-time conversion fee of \$12,500. This suite of products offers additional security measures, and relies on the Cloud to safely store information. This will reduce the hospital's risk of malicious attacks since the data is stored off-site. These products simply require internet access to work, and have all the same functionalities as the current system in use.

MOTION

Mr. Bain made a motion to approve the purchase of the Microsoft Office suite of products as an annual subscription software in the amount of \$22,081, as well as a one-time conversion fee of \$12,500 as discussed. Ms. Winkler seconded.

VOTE

The motion passed unanimously.

21. REVIEW, CONSIDER, AND APPROVE RESOLUTION TO PURCHASE THE PROPERTY LOCATED AT 3104 AVENUE G, HONDO, TX, MEDINA COUNTY IN THE AMOUNT OF \$225,000

Ms. Simons stated that the Medina Healthcare System is interested in purchasing the property located at 3104 Avenue G in Hondo in the amount of \$225,000. The lot is 14, 280 square feet, with an existing 3052 square foot structure that was built in 1997 located on the lot. This property is directly adjacent to the new COVID-19 Vaccination Clinic, and will be used as additional parking for community members and patients receiving their vaccines, as well as potentially for storage of extra personal protective equipment (PPE) materials related to the ongoing COVID-19 pandemic. The existing parking lot for the vaccine clinic is limited, and this often creates congestion during vaccine clinics and poses a potential safety risk. This space will be crucial for ensuring that the vaccine clinics run smoothly and that patients have a safe location to park and access the facility.

MOTION

Dr. Young made a motion to approve the resolution to purchase the property located at 3104 Avenue G in Hondo, Texas, Medina County, in the amount of \$225,000 as presented in the Board packet. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

22. EXECUTIVE SESSION

The Board of Directors of Medina Regional Hospital District went into Closed Session at 7:30 p.m., this date of April 26, 2021. The Closed Session is being held pursuant to Section 551.075 of Texas Government Code.

CONSIDER PERSONNEL MATTERS-551.074
PHYSICIAN CHART REVIEW-551.075
LEGAL MATTERS/LITIGATION MATTERS 551.071.

The Board of Directors of Medina Regional Hospital District now adjourns its Closed Session at 7:32 p.m., and returned to Open Session at 7:33 pm.

Upon returning to regular session at 7:33 p.m., the Board took the following action.

MOTION

Mr. Bain made a motion to approve the Credentialing Committee Appointments/Reappointments made by the Medical Staff. Ms. Winkler seconded. Please see attached document for approved list.

VOTE

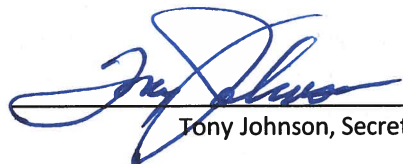
The motion passed unanimously

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 7:35 p.m.



Tim Hardt, President



Tony Johnson, Secretary