

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

January 24, 2022

TIME AND PLACE:

THIS MEETING WILL BE HELD VIRTUALLY DUE TO GOVERNOR'S Proclamation 41-3746. At least a quorum of the board will be participating in accordance with the provisions of Sections 551.125 of the Texas Government Code that have not been suspended by order of the governor. Any person may join the meeting via GoToMeeting: <https://global.gotomeeting.com/join/709048181>
Access Code: 709-048-181 or by phone by calling: (786) 535-3211 Access Code: 709-048-181

PRESENT:

Tim Hardt, President
Dr. Carlton "Corky" E. Young, Vice President
Tony Johnson, Secretary
Zachary Windrow, MD, Director

Marc Strode, Methodist Healthcare System
Janice Simons, Chief Executive Officer
Kevin Frosch, Chief Financial Officer
Randi Davis, Recording Secretary

ABSENT:

Judy Winkler, Director
William "Bill" Bain, Director
Lori Krieger, Director
Billie Bell, Chief Nursing Officer

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 6:00 p.m. He stated for the record that the Board of Directors has seven members with four members being present at that time and representing a quorum.

2. PUBLIC COMMENT

There were no members of the public present.

CONSENT AGENDA

3. MINUTES

**A. Regular session
December 20,
2021**

The minutes from the Regular Board Meeting of December 20, 2021 were approved, pending the correction at the end of agenda item 16. There were no other corrections made to the minutes.

**4. Consider Approval of
CNO Report**

Ms. Simons reviewed the Medina Healthcare System vaccine data and COVID statistics. Only 2 staff members are not vaccinated or exempt at this time; all other employees have been vaccinated or submitted an exemption for the vaccine. Direct Access Testing will be the first week of February and provides an opportunity for patients to receive certain lab tests at discounted rates. Finally, Medina Regional Hospital will be instituting a new Press Ganey survey for patients that received care at the Emergency Department. This will provide ways for administration to better meet the needs and concerns of patients and improve the Emergency Room experience.

5. **Consider Approval of Rural Health Clinics Report** Mr. Frosch reported that the Hondo and Devine clinic locations saw volumes that were well above budget for the month, including telemedicine visits. Castroville reported volumes that were 0.7% below budget. Hondo reported a gain of \$17.2K for the month, Devine reported a gain of \$35.9K, and Castroville reported a gain of \$14.8K for the month. There was a total of 4,982 clinic visits for the month of December, including telemedicine appointments, which was greater than the budgeted amount of 4,175 visits. Gross revenue was 9.9% above budget. Net revenue for the period was a \$68.0K gain for the period, and expenses were \$49.7K below budget.

6. **Consider Medical Staff Report** Dr. Windrow stated that clinic volumes have been exceptional. Staff members are feeling the strain from the ongoing pandemic but are pushing through. Many staff members have been out periodically with COVID, and other employees have been flexible and offered to take on additional roles during this time. The clinics have seen less positive COVID tests this week, hopefully indicating a negative trend that is beginning to occur.

MOTION

Dr. Young made a motion to approve the Consent Agenda. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

7. **CONSIDER PUBLIC CORRESPONDENCE REPORT** Mr. Johnson presented the public correspondence report in the Board packet. Mr. Johnson reported there were only 10 questionnaires returned after care at MHS for the month of January. There were no negative comments to report this month.

MOTION

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

VOTE

The motion passed unanimously.

8. **CONSIDER CHIEF EXECUTIVE OFFICER'S REPORT** Ms. Simons started by discussing the Castroville clinic construction project. The estimated completion of the project is projected in April 2022. The roof installation is complete, the metal exterior doors and drywall have been installed, and the painting of the exterior canopy frame is being finished. Upcoming work includes the installation of store front windows and door frames, ductwork completion, and the exterior masonry work.

Ms. Simons reviewed the most recent staffing updates with the Board. A recent article titled "Tensions Between Health Workers and Employers to Remain High" highlights many of the challenges employers and employees are facing throughout the pandemic. Ms. Simons also reviewed the recent changes to the employee health premiums, and congratulated Mr. Hardt on being elected to the 2022-2023 Board of Directors for the Medina County Appraisal District.

Ms. Simons reported that Medina Regional Hospital will no longer be administering pediatric COVID vaccines due to low interest from the community. All requests for pediatric doses will be forwarded to the Medina County Health Unit. Updates from Tricia Mechler, County Health Nurse, regarding current case counts, new CDC guidelines, and county vaccine data were included in the packet. Ms. Simons outlined the changes to the No Surprise Billing Act Disclosure and how the new regulations will impact the hospital. MHS is also undergoing an audit for the DSRIP Program.

Ms. Simons announced that Medina Healthcare System was the recipient of a \$125,000 grant from the Baptist Health Foundation for new radiology equipment for the Devine and Castroville

clinic locations. Additionally, MHS received a donation from members of the Hondo Garden Club. Ms. Simons gave a brief report on a recent controversial change to the Amerigroup policy for reimbursement within the Emergency Department. These potential modifications to the policy are problematic for MHS for several different reasons, outlined in the report. This is an ongoing issue and administration will bring additional updates to the Board as they become available.

Finally, Ms. Simons reviewed the Community Relations Report and upcoming community events. MHS staff members participated in the Angel Tree program that provided Christmas gifts to local nursing home residents. Over 50 secret Santa gifts were delivered in December, all purchased by hospital and clinic employees. Administration passed out Christmas gifts to every employee as well, as a token of appreciation for a successful year. The first baby of 2022 was born on Tuesday, January 11, 2022, at 4:17 a.m. The parents received a gift basket full of baby items as a commemoration. The next Go Medina Meeting will be held at Lytle High School in a couple of weeks, and Board members are encouraged to attend and see what great things are happening in the community. Additionally, Board members should mark their calendars for early April for the grand opening of the new Specialty Clinic in Castroville. More updates will be provided as details become solidified, so please mark the calendars.

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

MOTION

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

VOTE

The motion passed unanimously.

9. CONSIDER
FINANCIAL REPORT

A. Consider
approval of the
December 2021
Financial
Report

Mr. Frosch stated that this month was an extremely positive month for Medina Regional Hospital overall. Dr. Young asked if any of the Board members had lingering questions or concerns from the Finance Committee Meeting. There were no changes to the report presented in the board packet.

MOTION

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

VOTE

The motion passed unanimously.

10. REVIEW, CONSIDER,
AND APPROVE
ANNUAL CONTRACT
LIST

Ms. Simons reiterated that these contracts are for any organization or group that has patient contact, such as the Victoria Emergency Associates group that provides Emergency Department physicians and personnel. The annual contract list has been approved by the Medical Staff Committee at their last meeting as well.

MOTION

Dr. Young made a motion to approve the annual contract list as presented in the Board packet. Dr. Windrow seconded.

VOTE

The motion passed unanimously.

11. REVIEW, CONSIDER, AND APPROVE ANNUAL CRITICAL ACCESS HOSPITAL PROGRAM EVALUATION FOR FY2021

Ms. Simons noted that this program evaluation is completed every year and outlines all the major accomplishments and action items that occurred throughout the year. This year's evaluation included the construction of the new Castroville Clinic, new building purchases, HCAHPS scores, staffing updates, metrics, and a review of the recommended areas of improvement for the new fiscal year. One main action item for FY2022 is the implementation of a new EMR system in the hospital and clinics, and administration has formally chosen Meditech as the new EMR vendor.

MOTION

Mr. Johnson made a motion to approve the Annual Critical Access Hospital Program Evaluation for FY2021 as presented in the Board packet. Dr. Young seconded.

VOTE

The motion passed unanimously.

12. REVIEW, CONSIDER, AND APPROVE ANNUAL CEO EVALUATION SUMMARY

Mr. Hardt reviewed the summarized results of the annual CEO Evaluation. Board members praised Ms. Simons for her outstanding work for the hospital and within the community.

MOTION

Dr. Young made a motion to approve the CEO evaluation summary as presented in the Board packet. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

13. REVIEW, CONSIDER, AND APPROVE ANNUAL CFO EVALUATION SUMMARY

Mr. Hardt reviewed the summarized results of the annual CFO Evaluation. Board members praised Mr. Frosch for his dedication to the hospital and continued success with the financial stability of the Medina Healthcare System.

MOTION

Dr. Windrow made a motion to approve the CFO evaluation summary as presented in the Board packet. Dr. Young seconded.

VOTE

The motion passed unanimously.

14. REVIEW, CONSIDER, AND APPROVE 2021 Q4 BOARD OF DIRECTORS EXPENSE REPORT

Mr. Hardt reviewed the expense report for the final quarter of 2021.

MOTION

Dr. Windrow made a motion to approve the 2021 Q4 Board of Directors Expense Report as presented in the Board packet. Dr. Young seconded.

VOTE

The motion passed unanimously.

15. REVIEW, CONSIDER, AND APPROVE OB RN MEDICAL SCREENING AUTHORIZATION

Ms. Simons stated that this report authorizes which nurses are able to perform exams in the emergency department for pregnant patients who are greater than 20 weeks gestation. The only change to the list since the last Board approval is the removal of a nurse from the active list and adding her to the inactive list.

MOTION

Mr. Bain made a motion to approve the OB RN Medical Screening Authorization as presented in the Board packet. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

16. REVIEW, CONSIDER, AND APPROVE 2022 BOARD COMMITMENT LETTER TO THE ANTIBIOTIC STEWARDSHIP PROGRAM

Ms. Simons reported that CMS mandates every year, that hospitals expand on their efforts to comply with antibiotic stewardship measures. The commitment letter signifies that the Board supports these efforts.

MOTION

Dr. Young made a motion to approve the 2022 Antibiotic Stewardship Program Commitment Letter as presented in the Board packet. Dr. Windrow seconded.

VOTE

The motion passed unanimously.

17. REVIEW, CONSIDER, AND APPROVE ORGANIZATIONAL CHART FOR MEDINA HEALTHCARE SYSTEM

There were no changes to the Organizational Chart for Medina Healthcare System presented in the packet.

MOTION

Mr. Johnson made a motion to approve the Organizational Chart for Medina Healthcare System. Dr. Young seconded.

VOTE

The motion passed unanimously.

18. REVIEW, CONSIDER, AND APPROVE EMPLOYEE HEALTH INSURANCE CHANGES

Mr. Frosch noted that this year, the employee health benefit plans went up by a total of 13% for staff, or \$251,000 in all. This price increase will be fully absorbed by Medina Healthcare System, with no additional increases to employee's co-pays or deductibles for the year. With this increase, the annual expense for Medina Healthcare System totals \$2.18M. This means the hospital will be covering just under 80% of the total cost, \$1.73M next year.

MOTION

Mr. Johnson made a motion to approve the employee health insurance changes as presented in the Board packet. Dr. Young seconded.

VOTE

The motion passed unanimously.

19. REVIEW AND CONSIDER CONTRACTUAL COMMITMENT REQUIREMENT

Ms. Simons reviewed the contractual commitment checklist, a document signed by Medina Regional Hospital administration and the Division CFO from Methodist on a quarterly basis. Item number 17 on the checklist outlines the Board requirements for the Ethics and Compliance Review of Medina Healthcare System. Lisa Woods, JD, CHC the Vice President, Division Ethics and Compliance Officer, sent specific recommendations via email to be completed. The first recommendation is that the Board conduct a compliance program self-assessment. The second recommendation is that the facility Ethics and Compliance Officer, Ashley Lowe, provide a copy of the facility's annual compliance report to the Board, Marc Strode from Methodist, and include Ms. Woods on that report as well. Finally, the third recommendation is that the Board conduct a deep dive, thorough compliance program assessment every three years. The Board is due for this three-year assessment in 2022.

MOTION

Mr. Johnson made a motion to approve the Contractual Commitment Requirements provided by Ms. Woods and authorize administration to initiate the Ethics and Compliance recommendations as necessary. Dr. Young seconded.

VOTE

The motion passed unanimously.

20. REVIEW, CONSIDER, AND APPROVE STAFF HERO BONUS TOTALING \$150,000

Ms. Simons noted that administration wanted to reward staff for their continued hard work and success through the pandemic with an additional staff bonus. Employees will be eligible for the bonus on a prorated basis, that considers worked hours and work status from July 1, 2021, through December 31, 2021. The maximum bonus for full-time employees is \$500, and the maximum for part-time and PRN staff members is \$450. The estimated payout date for the bonus is February 18, 2022.

MOTION

Dr. Windrow made a motion to approve the Staff Hero Bonus in the total amount of \$150,000 as presented in the Board packet. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

21. REVIEW, CONSIDER, AND APPROVE CREDENTIALING OF BOTH ALLIED AND COURTESY STAFF

Ms. Simons went down the list of Allied and Courtesy Staff members that are due for appointment, reappointment, or retirement of privileges from Medina Healthcare System. There were no major items to report on.

MOTION

Dr. Young made a motion to approve the credentialing of both Allied and Courtesy Staff as presented in the Board packet. Dr. Windrow seconded the motion.

VOTE

The motion passed unanimously.

22. EXECUTIVE SESSION

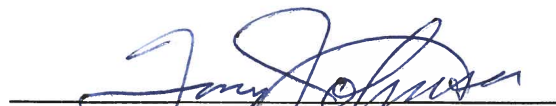
The Board of Directors of Medina Regional Hospital District did not go into Closed Session, this date of January 24, 2022.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 6:46 p.m.



Tim Hardt, President



Tony Johnson, Secretary