

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

October 23, 2023

**TIME AND PLACE:** The Medina County Hospital District Board of Directors met in regular session on Monday, October 23, 2023, at 6:30 p.m. at the Medina Regional Hospital Boardroom, 3100 Avenue E, Hondo, Texas.

**PRESENT:**

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

Billie Bell, Chief Executive Officer  
Kevin Frosch, Chief Financial Officer  
Rebecca Deen, Chief Nursing Officer  
Ashley Lowe, Chief Operating Officer  
Marc Strode, Methodist Healthcare System  
Louisa Cuellar, Executive Assistant/Recording Secretary

**ABSENT:**

**GUEST:** O'Connell Robertson: Danny Cornejo, Client Liaison; Chad Cooley, Project Manager; Kristin Leij, Interior Designer; Thursten Simonsen, MEP Lead

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 seven members being present at that time and representing a quorum.
2. **PUBLIC COMMENT** There were no members of the public present.

**CONSENT AGENDA**

3. **BOARD EDUCATION MASTER PLAN PRESENTATION BY O'CONNELL ROBERTSON** O'Connell Robertson presented a Master Plan for the Medina Healthcare System's future expansion projects.
4. **CONSIDER APPROVAL OF MINUTES A. Regular Session of October 23, 2023** The Minutes from the Board Meeting of October 23, 2023, were approved as presented in the Board Packet.
5. **CONSIDER APPROVAL OF CNO REPORT** Ms. Deen reported that Allie Portwood has transitioned to the primary role of Nurse Informaticist. Ms. Deen informed the Board the OB department continues to face staffing challenges; therefore, agency staff utilization has increased. Ms. Deen announced that we received 20 new computer on wheels that will be utilized in the clinical departments. Ms. Deen

mentioned that the ED Trauma Leadership participated in the National Night Out event hosted by the City of Hondo.

6. **CONSIDER APPROVAL OF COO REPORT**

Ms. Lowe informed the Board that Kaleigh Pruet, Nurse Practitioner, will start January 2024. Dr. Benjamin McCollum may not start until March 2024. Ms. Lowe reported negotiations for urgent care coverage on weekends are underway between VEA and Medina Healthcare System. VEA will staff a Nurse Practitioner at the Medical Clinic of Hondo to cover this clinic schedule. Ms. Lowe reported interviews for FP and GI candidates were completed in September 2023, but both candidates have other commitments in 2024 and ask to be considered in 2025. Ms. Lowe mentioned open positions have been posted. Ms. Lowe reported the following on specialty physician recruitment; a consulting agreement with GI Alliance is being sought to provide GI coverage 2 days a week and 24/7 availability. Ms. Lowe reported a meeting is scheduled with Dr. Manuel Garcia, Cardiology, to discuss options for growth of his practice in Medina County and within the hospital. Dr. Kyle Altman, with Sports Medicine Associates of San Antonio, will be touring the facility November 11<sup>th</sup> and discussing the opportunity for a timeshare location in Medina County. Dr. Altman's focus is hip, knee, and shoulder replacements, but also general sport medicine orthopedic. Ms. Lowe met with Dr. Brandon Stein, SA Ortho Group. He is interested in a timeshare location with Medina Healthcare System. His focus is hand and wrist surgeries. Ms. Lowe provided an update on the TORCH Clinically Integrated Network. Ms. Lowe reported Lab is on track to hit another record year in terms of volume. Ms. Lowe mentioned that the month has been focused on promoting breast cancer awareness, Medicare annual enrollment, and vaccines. Social media presence and engagement continues to increase. Ms. Lowe reported the MRI project remains on schedule. Ms. Lowe provided an update on the Call Center. Calls have been steady and the compliance rate for the month is at 93%. She reported interviews for the Director position have been slow and lacking the quality desired.

7. **CONSIDER MEDICAL STAFF REPORT**

Dr. Windrow reported that he and Dr. Hays will be stepping away from OB services. There was a discussion about whether the other physicians will continue to provide services and how this will affect the Medina Healthcare System and community if OB services were no longer provided.

8. **CONSIDER PUBLIC CORRESPONDENCE REPORT**

Mr. Johnson presented the public correspondence report for the month of October. There were six questionnaires returned from patients after receiving care at MHS. There were four positive and two negative comments for the month.

**MOTION**

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

**VOTE**

The motion passed unanimously.

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

Ms. Bell reported an agreement with GI Alliance for gastroenterology consulting will be finalized in early November. She is consulting with Reed, Claymon, Meeker, & Hargett, PLLC, on final agreement language. Ms. Bell reported the Directors at Medina Healthcare System participated in the Fall Leadership Development Retreat on October 4<sup>th</sup> and several attended the Fall Methodist Center for Leadership Excellence on October 12<sup>th</sup>. Ms. Bell informed the Board the Rural Health Clinics of Castroville, Devine, and Hondo received a \$775,772 Vaccine Confidence Grant to promote vaccine awareness in various ways. Ms. Bell mentioned the Vital Voices employee engagement survey kicked off October 9<sup>th</sup> and wrapped up on October 23<sup>rd</sup>. Ms. Bell reported that the Medical Staff met on October 13<sup>th</sup> to discuss obstetrical services. She reiterated that Dr. Hays is no longer accepting new obstetrical patients and proposed a new call schedule starting January 2024. There was discussion about the implications of such a change which expanded into a broader discussion of the Medical Staff's thoughts of continuing to provide obstetrical services. The physicians said contributing factors to their viewpoint for continued obstetric practice include burn out, changes in the healthcare field post COVID, busy medical practices, a new EMR that slows down the previous workflow, getting older and the impact to family commitments and their personal health. Billie Bell shared the other side of the issue

including the need for the specialty, the impact on patients and to the community at large. In the physician meeting on October 13<sup>th</sup>, Dr. Matt Windrow asked about the Board's opinion of eliminating obstetrics and Billie shared the Board feels strongly about continuing the service. Billie also shared the possible cascade of events if obstetrics were no longer available including loss of patient base (existing and future). She shared the regulatory requirements for eliminating a service line and the associated time frame, 9-12 months. She reiterated the decision is complex and involves many nuances and stakeholders. Ms. Bell mentioned Sarah Forsythe, Emergency Department Case Manager, in conjunction with the Alamo Area Council of Governments (AACOG), will host a free Community Lunch and Learn on the Basics of Medicare and Medicare Advantage Plans on October 30<sup>th</sup> in the Boardroom. Ms. Bell mentioned she was the guest speaker at the Hondo/D'Hanis Rotary Club meeting on the evening of October 12<sup>th</sup>. She provided hospital updates, including announcements about the new state-of-the-art MRI. Ms. Bell announced Lauren Witt, RHC Clinic Administrator, was recognized as Medina Healthcare System's Fall Pillar Award recipient at the October 12<sup>th</sup> Methodist Center for Leadership Excellence meeting. Ms. Bell reported Dr. Benjamin Walrath has assumed responsibility as Medina Regional Hospital's ED Trauma Director and Dr. Nurani Kester is the Interim ED Medical Director. Ms. Bell reported St. Mark's Medical Center in La Grange, Texas, closed its doors on October 12 after unsuccessful efforts to satisfy its financial obligations. Ms. Bell mentioned that lawmakers on the U.S. House Ways and Means Committee asked for information on how to improve access to care in rural and underserved areas. THA responded with a detailed, wide-ranging letter that advocated for Medicare payments that cover the cost of care, permanent rural payment programs, continued crackdown on prior authorization in Medicare Advantage, and permanent flexibilities for innovative care models like telehealth. The letter, sent to the Ways and Means Committee on October 5<sup>th</sup> as a response to its previous request for information, noted it's "more critical now than ever" to protect rural hospitals and prevent their closure; Texas has had more rural hospitals close in the past decade than any other state, and 26% of Texas rural hospitals are at risk of closure.

MOTION

Ms. Mangold made a motion to approve the CEO report as presented in the Board packet. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

**10. CONSIDER FINANCIAL REPORT**

**A. Consider approval of the September 2023 Financial Report**

Dr. Young asked if any of the Board members had any questions or concerns from the Finance Committee Meeting. There were no changes to the finance report presented by Mr. Frosch.

MOTION

Dr. Young made a motion to approve the Financial Report for September 2023 as presented during the Finance Committee meeting. Ms. Winkler seconded.

VOTE

The motion passed unanimously.

**11. CONSIDERATION AND APPROPRIATE ACTION REGARDING EXTENSION OF THE DEPOSITORY CONTRACT WITH TXN BANK FOR TWO YEARS**

Mr. Frosch noted that the depository contract is renewed every two years. Mr. Frosch informed the Board he and Ms. Bell met with TXN Bank to discuss the proposed change to the depository interest rate. Mr. Frosch recommended the revised contract be approved.

MOTION

Ms. Mangold made a motion to approve the Depository Contract for two years with TXN as presented in the Board packet. Mr. Bain seconded

VOTE

The motion passed unanimously.

12. **CONSIDERATION AND APPROPRIATE ACTION REGARDING MEDINA HEALTHCARE SYSTEM PERFORMANCE IMPROVEMENT PLAN EVALUATION FY 2023**
- Ms. Deen presented a brief overview of the Medina Healthcare System Performance Improvement Plan Evaluation FY 2023.
- MOTION**
- Mr. Johnson made a motion to approve the Medina Healthcare System Performance Improvement Plan FY 2023 as presented in the Board packet. Ms. Winkler seconded.
- VOTE**
- The motion passed unanimously.
13. **CONSIDERATION AND APPROPRIATE ACTION REGARDING MEDINA HEALTHCARE SYSTEM PERFORMANCE IMPROVEMENT PLAN FY 2024**
- Ms. Deen presented a brief overview of the Medina Healthcare System Performance Improvement Plan FY 2024.
- MOTION**
- Mr. Johnson made a motion to approve the Medina Healthcare System Performance Improvement Plan FY 2024 as presented in the Board packet. Ms. Winkler seconded.
- VOTE**
- The motion passed unanimously.
14. **CONSIDERATION AND APPROPRIATE ACTION REGARDING MEDICAL STAFF BYLAWS – ANNUAL REVIEW, NO CHANGES**
- Ms. Lowe noted that this is the annual approval of the Medical Staff Bylaws. No changes were made to the previously approved bylaws.
- MOTION**
- Dr. Young made a motion to approve the Medical Staff Bylaws as presented in the Board packet. Ms. Mangold seconded the motion.
- VOTE**
- The motion passed unanimously.
15. **CONSIDERATION AND APPROPRIATE ACTION REGARDING MEDICAL STAFF RULES AND REGULATIONS – ANNUAL REVIEW, NO CHANGES**
- Ms. Lowe noted that this is the annual approval of the Medical Staff Rules and Regulations. No changes were made to the previously approved rules and regulations.
- MOTION**
- Dr. Young made a motion to approve the Medical Staff Rules and Regulations as presented in the Board packet. Ms. Mangold seconded the motion.
- VOTE**
- The motion passed unanimously.
16. **CONSIDERATION AND APPROPRIATE ACTION REGARDING MEDICAL STAFF COMMITTEE CHART**
- Ms. Deen noted that this is an annual approval of the Medical Staff Committee Chart. The only change is the CEO.
- MOTION**
- Ms. Winkler made a motion to approve the Medical Staff Committee Chart as presented in the Board packet. Dr. Windrow seconded the motion.
- VOTE**
- The motion passed unanimously.
17. **CONSIDERATION AND APPROPRIATE ACTION REGARDING 2023 Q3 BOARD OF DIRECTORS EXPENSE REPORT**
- The Board Expense reports for 2023 Q3 were presented.
- MOTION**
- Ms. Mangold made a motion to approve the Q3 Board of Directors Expense Report as presented in the Board packet. Dr. Windrow seconded.
- VOTE**
- The motion passed unanimously.

**18. CONSIDERATION AND APPROPRIATE ACTION REGARDING OB RN MEDICAL SCREENING AUTHORIZATION**

Ms. Deen reviewed the changes to the OB RN Medical Screening Authorization, which included removing three nurses and adding four nurses.

**MOTION**

Dr. Windrow made a motion to approve the OB RN Medical Screening Authorization as presented in the Board packet. Ms. Winkler seconded the motion.

**VOTE**

The motion passed unanimously.

**19. CONSIDERATION AND APPROPRIATE ACTION REGARDING CREDENTIALING OF BOTH ALLIED AND COURTESY STAFF**

Ms. Bell presented the Allied and Courtesy Staff members that are due for appointment, reappointment, or retirement of privileges from the Medina Healthcare System.

**MOTION**

Mr. Bain made a motion to approve the credentialing of both Allied and Courtesy Staff as presented in the Board packet. Ms. Winkler seconded the motion.

**VOTE**

The motion passed unanimously.

**20. EXECUTIVE SESSION**

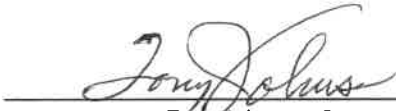
The Board of Directors of Medina Regional Hospital District did not go into Closed Session, this date October 23, 2023.

**21. CONSIDER ANY NECESSARY ACTION FROM EXECUTIVE SESSION INCLUDING APPROVAL OF THE CREDENTIALING COMMITTEES APPOINTMENTS/ REAPPOINTMENTS MADE BY THE MEDICAL STAFF**

**22. ADJOURNMENT**

There being no further business to come before the Board, the meeting was adjourned at 8:01 p.m.

  
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Tim Hardt, President

  
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Tony Johnson, Secretary