

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

January 27, 2020

TIME AND PLACE: The Medina County Hospital District Board of Directors met in regular session on Monday, January 27, 2019, at 6:30 p.m. at the Medina Regional Hospital Boardroom, 3100 Ave. E, Hondo, Texas.

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

Janice Simons, Chief Executive Officer
Kevin Frosch, Chief Financial Officer
Billie Bell, Chief Nursing Officer
Geoff Crabtree, Methodist Healthcare System
Stacie Hall, Recording Secretary

ABSENT:

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 six members with six members being present at that time and representing a quorum.

2. **PUBLIC COMMENT** None.

3. **NOMINATE AND
ELECT OFFICERS FOR
THE BOARD OF
DIRECTORS** Per recommendation of The Board of Directors nominating committee the following officers have been nominated for the Board of Directors of Medina County Hospital District for the term of January 2020 to November 2020 as follows:

Executive Committee
Tim Hardt, President
Carlton Young, Vice President

MOTION

Mr. Johnson made a motion to accept the nomination as presented and appoint Tim Hardt as President of the Medina County Hospital District through November 2020. Mr. Bain seconded.

VOTE

The motion passed unanimously.
(Tim Hardt abstained from voting)

MOTION

Mr. Johnson made a motion to accept the nomination as presented and appoint Carlton Young, Vice President of the Medina County Hospital District through

November 2020. Ms. Winkler seconded.

VOTE

The motion passed unanimously.
(Carlton Young abstained from voting)

4. CONSENT AGENDA

Consider Approval of Minutes

The Minutes from the Regular Session of December 16, 2019, were approved as presented in the packet.

A. Regular session of December 16, 2019

5. Consider Approval of CNO Report

Ms. Bell said that Yvette Proctor has joined Medina Regional Hospital as the new Surgical Services Director. Ms. Bell stated that Laurie Charles, Respiratory Director facilitated tracheostomy training for the nursing staff of Medina Valley Independent School District. Ms. Bell said that seven RNs and two LVNs participated in the class.

6. Consider Approval of Rural Health Clinics Report

There were no other changes to the Rural Health Clinics report presented in the Board packet.

7. Consider Medical Staff Report

None.

MOTION

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

VOTE

The motion passed unanimously.

8. CONSIDER PUBLIC CORRESPONDENCE REPORT

Mr. Johnson presented the public correspondence report in the Board packet. Mr. Johnson stated there were 43 questionnaires returned from patients who have received care at Medina Healthcare System with only 1 which contained negative comments. Mr. Johnson stated that a patient commented there should be better beds for family members staying with patients. Mr. Johnson explained that three new sleeper chairs have been purchased.

MOTION

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

VOTE

The motion passed unanimously.

9. CONSIDER CHIEF EXECUTIVE OFFICER'S REPORT

Ms. Simons stated that the Open House for the Hondo Clinic expansion project will be held on Friday, February 28, 2020, from 4 p.m. – 6 p.m.

Ms. Simons said that there will be an Open House for the Medina Specialty Care Project in Castroville on Tuesday, February 25, 2020, from 12 p.m. – 1 p.m. Ms. Simons stated that Dr. Muse, Dr. Hays and Dr. Mayo will all be in attendance.

Ms. Simons said that Cassandra Watson, LVN was recently promoted to the position of manager in the Medical Clinic of Devine.

Ms. Simons stated that Clay Binford, Attorney and the City of Castroville Administrator will be at the February 24, 2020, Board meeting to discuss the TIRZ. Ms. Simons said that she met with the City of Castroville Administrator and would like for Medina Healthcare System and the City of Castroville to be better partners and has been invited to speak at several meetings.

Ms. Simons explained that Lauren Witt, Outreach Coordinator will be presenting an update on the nursing homes for the Board of Directors at the February 24, 2020, meeting.

Ms. Simons stated that a quote for \$70,000 has been obtained to repair the parking lots behind Castroville Clinic, the Business Office and at Specialty Clinic 2.

Ms. Simons stated that Mr. Frosch and the IT Director will approach the Board of Directors for approval for \$1M to upgrade the phone system. Ms. Simons stated there will be more to come on the infrastructure needed and a more precise dollar amount to attain the upgrade.

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

MOTION

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

VOTE

The motion passed unanimously.

**10. CONSIDER
FINANCIAL REPORT**

Dr. Young asked the Board of Directors to review the summary report Mr. Frosch has provided for the month of December. Dr. Young stated that December was a very solid month and all metrics were according to budget. Dr. Young asked that the Board of Directors direct any questions to Mr. Frosch.

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

MOTION

Dr. Young made a motion to approve the Finance Committee Minutes of December 16, 2019, as presented in the packet. Ms. Winkler seconded.

VOTE

The motion passed unanimously.

**11. REVIEW, CONSIDER
AND APPROVE
ANNUAL CONTRACT
LIST**

Ms. Bell stated that the contract list is an annual evaluation. Ms. Bell stated that each month OIG checks are done on each vendor we have a contract with.

MOTION

Mr. Bain made a motion to Approve Annual Contract List as presented in the packet. Dr. Young seconded.

VOTE

The motion passed unanimously.

**12. REVIEW, CONSIDER
AND APPROVE
ANNUAL PROGRAM**

There were no changes to the Annual Program Evaluations for the Medical Clinic of Devine, Medical Clinic of Castroville, or the Medical Clinic of Hondo as presented in the packet.

EVALUATIONS

- A. MEDICAL CLINIC OF DEVINE**
- B. MEDICAL CLINIC OF CASTROVILLE**
- C. MEDICAL CLINIC OF HONDO**

MOTION

Mr. Johnson made a motion to approve the Medical Clinic of Devine Annual Program Evaluation. Ms. Winkler seconded.

VOTE

The motion passed unanimously.

MOTION

Ms. Winkler made a motion to approve the Medical Clinic of Castroville Annual Program Evaluation. Dr. Windrow seconded.

VOTE

The motion passed unanimously.

MOTION

Mr. Bain made a motion to approve the Medical Clinic of Hondo Annual Program Evaluation. Dr. Young seconded.

VOTE

The motion passed unanimously.

13. **REVIEW, CONSIDER AND APPROVE CRITICAL ACCESS HOSPITAL PROGRAM EVALUATION**

There were no changes to the Critical Access Hospital Program Evaluation presented in the packet.

MOTION

Dr. Young made a motion to approve the Critical Access Hospital Program Evaluation. Dr. Windrow seconded.

VOTE

The motion passed unanimously.

14. **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

Ms. Winkler made a motion to approve the Organizational Chart for Medina Healthcare System. Dr. Windrow seconded.

VOTE

The motion passed unanimously.

15. **REVIEW, CONSIDER AND APPROVE ANTIBIOTIC STEWARDSHIP PROGRAM**

Ms. Bell stated that CMS requires the Board of Directors to approve the Antibiotic Stewardship Program. Ms. Bell stated that Medina Healthcare System promotes the appropriate use of antibiotics.

There were no changes to the Antibiotic Stewardship Program presented in the packet.

MOTION

Ms. Winkler made a motion to approve the Antibiotic Stewardship Program. Dr. Young seconded.

VOTE

The motion passed unanimously.

16. REVIEW, CONSIDER AND APPROVE Q4 BOARD OF DIRECTORS EXPENSE REPORTS

MOTION

Dr. Windrow made a motion to approve the Q4 Board of Directors Expense Reports. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

17. REVIEW, CONSIDER AND APPROVE ACCOUNT WITH VANTAGE BANK FOR PHYSICIAN AUTOMATED PAYMENT SERVICES

Mr. Frosch stated that our contracted physicians were being paid by Discovery Medical, but with SOSA going away we need an account to direct deposit funds. Mr. Frosch explained that Discovery Medical has the ability to pay physicians, but they do charge a fee. Mr. Frosch stated that Vantage Bank has a system that allows Medina Healthcare System to transfer money into an account each month to pay the physicians by direct deposit.

MOTION

Ms. Winkler made a motion to approve the Account with Vantage Bank for Physician Automated Payment Services. Dr. Young seconded.

VOTE

The motion passed unanimously.

18. CONSIDER AND APPROVE PURCHASE OF NEW BOILER IN THE AMOUNT OF \$38,653

Mr. Frosch stated that the HVAC system has three boilers and one is for domestic hot water. Mr. Frosch stated that the boilers have been in the hospital since it was built. Mr. Frosch stated that the new boiler would cost \$38,653.

MOTION

Mr. Bain made a motion to approve the Purchase of New Boiler in the Amount of \$38,653. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

19. DISCUSSION OF PROPERTY FOR SALE – 3104 AVE G, HONDO, TX 78861

Mr. Hardt stated that he asked Ms. Simons to inquire on the property located at 3104 Ave G, Hondo, TX 78861. Mr. Hardt stated that Ms. Simons and Mr. Frosch met with the realtor. Mr. Hardt explained that the property could be used for hospital parking, but the cost of the property and to remove the manufactured home is more than expected at this time.

Mr. Hardt stated that Judge Chris Schuchart has asked if the Medina County Hospital District would be interested in purchasing the WIC building which is located adjacent to the Administration building. Mr. Hardt explained that Norman Terrill, Plant Operations Director for the hospital has arranged for an inspection on January 28, 2020. Ms. Simons stated that the building is 4000 square feet and the current asking price is \$525,000. Ms. Simons explained that the property deed has a caveat that the building must be used for public health. Mr. Hardt explained that this caveat excludes many of the interested parties. Mr. Hardt explained that the building would need extensive renovations before the hospital could use this space.

Mr. Hardt said that after the inspection and further discussion with Judge Schuchart then he will report back to the Board of Directors at the February Board of Directors meeting.

20. REVIEW, CONSIDER AND APPROVE

Ms. Simons apologized for the last minute request for the evaluation. Dr. Young stated that he continues to be impressed with Mr. Frosch month after month. Mr. Hardt thanked Mr. Frosch

**ANNUAL CFO
EVALUATION
SUMMARY**

for all his hard work and stated that if he needed anything from the Board of Directors to please let them know.

MOTION

Ms. Winkler made a motion to approve the Annual CFO Evaluation Summary. Mr. Johnson seconded.

VOTE

The motion passed unanimously.

21. EXECUTIVE SESSION

The Board of Directors of Medina Regional Hospital District went into Closed Session at 7:05 p.m., this date of January 27, 2020. 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 7:18 p.m., and returned to Open Session at 7:19 pm.

Upon returning to regular session at 7:19 p.m., the Board took the following action.

MOTION

Dr. Young made a motion to approve the Credentialing Committees' Appointments/Reappointments made by the Medical Staff. Ms. Winkler seconded. Please see attached document for approved list.

VOTE

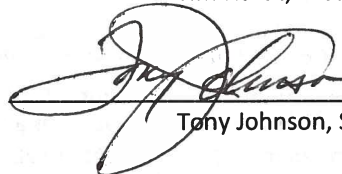
The motion passed unanimously.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 7:20 p.m.



Tim Hardt, President



Tony Johnson, Secretary