

**Wilson County Memorial Hospital District dba
Connally Memorial Medical Center
District Board Meeting Minutes
January 20, 2022**

Present	Tom Miller, Board President Allison Lamberth Larry Richardson Marcelo Laijas Justin Cook Nick Janysek Bonna Reed
Absent	Don Finley
Also Present	Bob Gillespie, CEO Kyle Klein, CFO Brandon McDowell, COO Gary Williams, CNO Karl Hittle, Endeavor Curtis Rojas, Endeavor Len Profenna, MD Katelyn Hogg, Marketing Associate Caitlyn Thayer, Home Health Director Nydia Garcia, PHC Supervisor Kimberly Jones, Executive Assistant

Call Meeting to Order

Tom Miller- Board President called the meeting to order at 6:10 p.m.

Pledge of Allegiance / Texas Pledge / Reflection

Roll Call of Board

The Board President called roll of the Board of Directors and a quorum was present.

Approval of the Board Meeting Minutes – December 16, 2021

Mr. Miller presented the December 16, 2021 Board Meeting Minutes for approval.

Action Taken

Motion made by Bonna Reed and seconded by Nick Janysek to approve the December 16, 2021 Board Meeting minutes as presented. Motion carried.

Citizen Update – None

Review, consider and take action regarding Finance Committee Items:**December Summary and Financial Analysis**

Mr. Kyle Klein, CFO, reviewed the financial information for the month of December. The Board held discussion and asked questions regarding the information provided in the Summary and Financial Analysis.

Action Taken

Motion made by Marcelo Laijas and seconded by Justin Cook to approve the December Summary and Financial Analysis as presented. Motion Carried.

Extension of Endeavor Healthcare Agreement

Mr. Karl Hittle reviewed the history of the Endeavor Healthcare Agreement with the Board. He also reviewed the amendments to the Agreement that have occurred during this time. He asked for an extension of the current Agreement that will terminate on 3/31/2022, and extend the Agreement under the same terms to 03/31/2025. Board discussion ensued.

Action Taken

Motion made by Marcelo Laijas and seconded by Larry Richardson to approve the extension of the Endeavor Healthcare Agreement as presented. Motion Carried

Corepoint – Interface Engine

Mr. Brandon McDowell requested \$18,000, to purchase the Annual License Renewal to allow the interface engines for the EMR Systems to be in-house systems and external vendors. There would be twenty-five connections for radiology, Omnicell, eCW, State agencies, and third-party vendors. Board discussion ensued.

Action Taken

Motion made by Marcelo Laijas and seconded by Nick Janysek to approve the renewal of the Annual Corepoint License as presented. Motion Carried.

Stryker – RF Machine

Mr. Brandon McDowell stated that a new service line is in the works and he will be bringing proposals to the Board in the near future. In the meantime, negotiations were made for a 60-day free trial for this machine as we vet vendors. Board discussion ensued.

Action Taken

No Action is needed this was just informational to update the Board of Directors.

Drager – Anesthesia Machines

Mr. Brandon McDowell stated that the Anesthesia Machines were previously approved by the Board at the August 2020 board meeting for \$250,000 including the Mindray System. The team is looking into purchasing the Anesthesia Machines, but wanted to inform the Board as to status. Mr. McDowell will update the Board and bring back for approval if the proposed price is above the approved amount.

Action Taken

No Action is needed this was just informational to update the Board of Directors.

KanTime Consultant

Mr. Brandon McDowell requested the purchase of services from KanTime Consultants for \$23,000. This consultant service would allow us to build out the program and let them make recommendations for the KanTime Financial, Operational, Staffing, and Clinical Applications. Board discussion ensued.

Action Taken

Motion made by Marcelo Laijas and seconded by Bonna Reed to approve the purchase of the services from KanTime Consultants as presented. Motion Carried.

Speedez – Afterhours Answering Service

Mr. Brandon McDowell requested combining the current three companies that the clinics have that offer after-hours call services. This is monthly pricing is based on minutes used for each clinic and the combination to one service is expected to provide a 29% savings. Board discussion ensued.

Action Taken

Motion made by Marcelo Laijas and seconded by Allison Lamberth to approve combining the three current after-hours call services to the Speedez as presented. Motion Carried.

Physician Agreement – Sleep Lab

Mr. Bob Gillespie reviewed the Annual Physician Agreement for Dr. Thaw Sint, Dr. Sint will be overseeing the Sleep Lab as Medical Director. Board discussion ensued.

Action Taken

Motion made by Bonna Reed and seconded by Marcelo Laijas to approve the Sleep Lab Physician Agreement as presented. Motion carried.

Monthly / Annual / Quarterly Board Reports**Annual Home Health Report – Caitlyn Thayer**

Mrs. Caitlyn Thayer went over the most recent Home Health Report which included the Organizational Chart, Scope of Service, Certification/Re-Certification Survey Emergency Preparedness, Staffing Changes, Financial Statistics, and Proposed Changes for 2022. Board discussion ensued.

Action Taken

Motion made by Allison Lamberth and seconded by Larry Richardson to approve the Annual Home Health Report as presented. Motion carried.

Annual Compliance Plan – Kyle Klein

Mr. Kyle Klein overviewed the Compliance Program Plan to include the following

- The Compliance Officer's main duties include coordination of and communication regarding the Compliance Program, which includes planning, implementing, and monitoring.
- Compliance Hotline
 - Confidentiality, unless government authorities are involved
 - Report hotline information to the Board and CEO
 - No retaliation policy
- Employee Code of Conduct
 - Comply with all Federal and State laws

- Rules and regulation
- Sets forth the expectation
- Compliance Plan Benefits
 - Demonstrate to employees, and the community at large the strong commitment to honest and responsible provider conduct of CMMC
 - Provide a more accurate view of employee and contractor behavior relating to fraud and abuse
 - Identify and prevent criminal and unethical conduct
 - Improve the quality of patient care
 - Create a centralized source for distributing information on health care statutes, regulations, and other program directives as they relate to fraud and abuse and other such issues
 - Develop a culture and methodologies that encourage employees to report potential problems
 - Initiate immediate and appropriate corrective action and
 - Through early detection and reporting minimize the loss to the government from false claims, as well as reduce the exposure of CMMC to civil damages and penalties, criminal sanctions, and administrative remedies such as program exclusion.
- Compliance Plan – Areas of Concern
 - Billing for items or services not actually rendered
 - Providing medically unnecessary services
 - Upcoding
 - DRG Creep
 - Outpatient services rendered in connection with inpatient stays
 - Duplicate billing
 - False cost reports
 - Unbundling
 - Billing for discharge in lieu of transfer
 - Patients' freedom of choice
 - Credit balance – Failure to refund
 - Hospital incentives that violate the anti-kickback statute or other similar federal or state statutes or regulations
 - Joint ventures
 - Financial arrangements between hospitals and hospital-based Physicians
 - Stark Physician Self-Referral Law
 - Knowing failure to provide covered services or necessary care to members of a health maintenance organization
 - Patient Dumping

Action Taken

Motion made by Justin Cook and seconded by Bonna Reed to approve the Annual Compliance Plan as presented. Motion carried

Quarterly Compliance Report – Kyle Klein

Mr. Kyle Klein stated that there were no compliance issues at this time

Quarterly Marketing Report – Katelyn Hogg

- Dr. Alcalá
 - La Vernia News “Island” Advertisement
 - Introductory Video

- Social Media
- Email Campaign
- Community Events and Social Clubs
- Positive Patient Reviews
- FELPS Insert
- Dr. Morehead
 - Primary Care Physician Rounding
 - Updated Rack Card
 - Social Media
 - Email Campaign
 - FELPS Insert
- Community Engagement
 - New Haven Assisted Living Week Gifts
 - Embracing Older Adults Paloma Apartments
 - La Vernia High School Health Fair
 - Community Council of South Central Texas Giving Tree
 - Sutherland Spring “Old Town Days”
- CMMC Santa
- Endeavor Gift Winner – Rubi Dobbins
- CMMC Team Members – 5, 10, 15, 20, 40, and 45 year Anniversaries
- Consolata
 - Golf Tournament April 2, 2022
 - Goal to raise \$15,000

Staffing Report – Gary Williams

Mr. Gary Williams reviewed the Staffing Effectiveness Committee Annual Board Review and Report to include

- Texas Law Governs Hospital Nurse Staffing
- Texas Law Requires
- The Staffing Effectiveness Committee
- The Staffing Effectiveness Committee Must dos
- The Staffing Plan Must dos
- Evaluating Staffing Effectiveness – Measuring Outcomes
- Nursing Sensitive Indicators (NSI)
- CMMC’s Nursing Sensitive Indicators
- Current CMMC Staffing Policy
- CMMC Staffing Effectiveness Committee
- Committee Action Items

Bi-Annual Organizational Chart Review – Bob Gillespie

Mr. Bob Gillespie reviewed the up-to-date Organizational Chart with the Board of Directors. Board Discussion Ensued.

Action Taken

Motion made by Allison Lamberth and seconded by Justin Cook to approve the Bi-Annual Organization Chart as presented. Motion Carried

CEO Report – Bob Gillespie

Bob Gillespie reviewed the following updates:

- Clinics
 - On-Line Registration
 - Pain Management Physician – Dr. Eric Miller
 - Improved Staffing
 - Dr. Alcala
 - Two new Mid-Levels at Convenient Care
- Operating Room
 - New Tower is in place
 - C-Arm evaluation
- Imaging
 - CT
- Nursing
 - Nurse Call
 - Pyxis
- Rehabilitation
- Sleep Therapy
- HVAC
- Covid Update
 - 4 RMOC Staff – 2 ICU RN's, 1 ER RN, and 1 RT
 - 2 Covid Patients on Floor
 - Averaging 3
 - No Mortalities due to Covid during this wave
 - ED
 - Averaging 40 Day
 - 18 Staff Out
- Vaccine Mandate
 - Supreme Court Upheld Medicare Facilities
 - Re-Instituting our policies
 - February 14, 2022
 - Board Compliance

Discussion ensued with the Board Members on the items above.

Executive Session

The Board President called for a Closed Session.

The Board Members convened into Closed Session at 8:30 pm on 01/20/2022.

Reconvene to Open Session

The Board President called for an Open Session.

The Board Members convened into Open Session at 8:51 pm on 01/20/2022

Section Texas 161.032 Medical & Safety Code

Medical Staff Credentials

Action Taken

Motion made by Larry Richardson and seconded by Marcelo Laijas to approve the Medical Staff Credentials as presented. Motion carried.

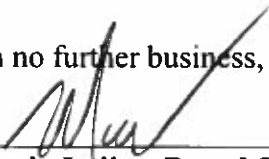
Section Texas 551.072 Deliberations Regarding Property

No Action Taken

Section Texas 551.085 Deliberation of Governing Board of Certain Providers of Health Care Services.

No Action Taken

With no further business, the meeting adjourned.



Marcelo Laijas, Board Secretary

