

**Wilson County Memorial Hospital District dba
Connally Memorial Medical Center
District Board Meeting Minutes
May 19, 2022**

Present	Tom Miller, Board President Allison Lamberth Larry Richardson Justin Cook Nick Janysek Bonna Reed Steven Browning
Absent	Marcelo Laijas Don Finley
Also Present	Bob Gillespie, CEO Kyle Klein, CFO Brandon McDowell, COO Gary Williams, CNO Olivia Flores, Executive Clinic Director Karl Hittle, Endeavor Curtis Rojas, Endeavor Barbara Meza, Accounting Director Katelyn Hogg, Marketing Associate Kayte Cowsert, Marketing Associate WCN Representative – Greg Ripps Dr. Edwin Morales - Citizen Dr. Ana Mancuso - Citizen Dr. Travis Holloway - Citizen Dr. Jillian Patton - Citizen Dr. Luis Alcala - Citizen Dr. Cynthia Gonzalez - Citizen Derek Kubacki - Citizen Kimberly Jones, Executive Assistant

Call Meeting to Order

Mr. Tom Miller - Board President called the meeting to order at 6:00 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 – April 21, 2022

Mr. Miller presented the April 21, 2022 Board Meeting Minutes for approval.

Action Taken

Motion made by Allison Lamberth and seconded by Bonna Reed to approve the April 21, 2022 Board Meeting minutes as presented. Motion carried.

Approval of the Special Board Meeting – Canvassing Election – May 10, 2022

Mr. Miller presented the May 10, 2022 Special Board Meeting – Canvassing Election Minutes for approval.

Action Taken

Motion made by Larry Richardson and seconded by Allison Lamberth to approve the May 10, 2022 Board Meeting minutes as presented. Motion carried

Citizen Update –

Dr. Travis Holloway, Dr. Edwin Morales, Dr. Luis Alcala, Dr. Ana Mancuso, Dr. Jillian Patton and Dr. Cynthia Gonzalez all introduced themselves to the Board of Directors and told them a little bit about themselves and their practice.

Derek Kubacki spoke regarding his recent letter to the editor and Mr. Tom Miller's response on behalf of the Board of Directors. Mr. Miller thanked him for his comments.

Board of Directors Business – Tom Miller**Swearing-In of New Board Member, Precinct 4 – Steve Browning****Action Taken**

Motion made by Allison Lamberth and seconded Justin Cook to accept Steve Browning as a Precinct 4 Board Member. Motion Carried

Judge Dickie Jackson read the Oath of Office installing new Board Member Steve Browning.

Election of Officers

Tom Miller reviewed the current roster of officers with the Board and asked if anyone had any nominations.

Action Taken

Motion made by Allison Lamberth and seconded by Larry Richardson to re-elect current officers for the upcoming year. Motion carried. Tom Miller – President, Allison Lamberth – Vice President, and Marcelo Laijas – Secretary.

Appoint to Board Committees – Review

After a brief discussion, Board Members were appointed to the following committees by Mr. Miller as Board Chair:

By-Laws & Personnel Committee

Allison Lamberth
Justin Cook
Larry Richardson
Don Finley

Finance Committee

Marcelo Laijas, Chairman
Allison Lamberth
Tom Miller
Larry Richardson
Justin Cook

Joint Conference

Tom Miller, Board President
Allison, Vice President
Jeffrey Faulkner, M.D. Chief of Staff
Len Profenna, M.D. Chief Medical Officer
Bob Gillespie, CEO
Gary Williams, CNO
Alternate: Marcelo Laijas, Secretary

Long Range Planning

Larry Richardson, Committee Chairman
Tom Miller, Chairman
Allison Lamberth
Marcelo Laijas
Justin Cook
Don Finley
Nick Janysek
Bonna Reed
Steven Browning

Review, consider and take action regarding Executive Committee Items:**June 21, 2021**

Mr. Tom Miller stated to the Board that the Executive Committee meet on June 21, 2021 regarding changing the feasibility period to 180 day Minimum to 180 Maximum on Property A. A motion was made by Allison Lamberth and seconded by Marcelo Laijas.

Another Motion was made at this meeting to change the Feasibility period to 180 days Maximum and to increase up to \$650,000 Maximum on Property B.

Action Taken

Motion made by Justin Cook and seconded by Bonna Reed to ratify the actions taken by the Executive Committee during their 6/21/21 meeting. Motion carried.

April 21, 2022

Mr. Tom Miller stated to the Board that the Executive Committee meet on April 21, 2022 regarding a Release of lien of the old Wilson County Hospital Property. At this meeting there was a motion made by Allison Lamberth and seconded Marcelo Laijas to approve Mr. Bob Gillespie to sign the release of lien.

Action Taken

Motion made by Larry Richardson and seconded by Nick Janysek to ratify the actions taken by the Executive Committee during their 4/21/2022 meeting. Motion carried.

May 3, 2022

Mr. Tom Miller stated to the Board that the Executive Committee meet on May 3, 2022 regarding a Physician Contract for Enrique Iglesias. At this meeting there was a motion made by Allison Lamberth and seconded Marcelo Laijas to recommend to the Full Board the approval of Physician Contract Enrique Iglesias, M.D. with the sign on bonus.

Action Taken

Motion made by Bonna Reed and seconded by Nick Janysek to ratify the actions taken by the Executive Committee during their 5/03/2022 meeting. Motion carried

Action Taken

Motion made by Larry Richardson and seconded by Allison Lamberth to approve the Physician Contract for Enrique Iglesias M.D. with sign on bonus as presented. Motion carried

Review, consider and take action regarding Finance Committee Items:

April Summary and Financial Analysis

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

Action Taken

Motion made by Allison Lamberth and seconded by Justin Cook to approve the April Summary and Financial Analysis as presented. Motion carried.

Siemens C-Arm

Mr. Brandon McDowell requested \$182,000, to purchase the Siemens C-Arm. This multipurpose mobile C-arm system is designed for use in orthopedics and trauma surgery, spine surgery, cardiac/vascular surgery, gastroenterology, urology, emergency surgery and general surgery. Board discussion ensued.

Action Taken

Motion made by Allison Lamberth and seconded by Bonna Reed to purchase the Siemens C-Arm as presented. Motion carried.

One Source Flooring

Mr. Brandon McDowell requested the purchase of flooring from One Source Flooring for \$130,000. This will replace the surgical suite flooring to include the Operating Room 1 and Room 2, GI suite, and surgery annex areas that was recently flooded. Board discussion ensued.

Action Taken

Motion made by Allison Lamberth and seconded by Nick Janysek to approve the purchase of the Flooring from One Source Flooring as presented. Motion carried.

ASP Sterrad NX

Mr. Brandon McDowell requested the purchase of the ASP Sterrad NX system sterilizer for \$70,400. This request would add an additional Sterrad scope-cleaning device. Allowing centralized scope cleaning between clinics and surgery departments, and simultaneous cleaning between the two Sterrad machines. Board discussion ensued.

Action Taken

Motion made by Allison Lamberth and seconded by Bonna Reed to approve the purchase of the ASP Sterrad NX System Sterilizer as presented. Motion carried.

Merchant McIntyre

Mr. Brandon McDowell requested for the approval of a 90-day audition engagement to draft a Federal Funding Action Plan to win federal grants for \$90,000. The plan features Objectives, Situations Analysis, Scope of Work, Budget and Deliverables. Board discussion ensued.

Action Taken

Motion made by Allison Lamberth and seconded by Larry Richardson to approve the engagement with Merchant McIntyre as presented. Motion carried.

Karl Storz ENT Scopes

Mr. Brandon McDowell requested the purchase of Karl Storz ENT Scopes for \$18,750. This request would replace three ENT Flex Scopes that are end of life and help with parts that are hard to locate. Board discussion ensued.

Action Taken

Motion made by Allison Lamberth and seconded by Nick Janysek to approve the purchase of Karl Storz ENT Scopes as presented. Motion carried.

CEO Report – Bob Gillespie

Bob Gillespie reviewed the following updates:

- Projects
 - GE Ultrasound - May
 - Drager Machines – June
 - Ascom Nurse Call – June/July
 - Parking Lot – August
 - Mindray Monitors – August/September
 - Meditech Migration – December
 - HVAC - January
- Surgery last 12 Months
 - Ortho Screw Sets
 - RF Generator
 - Stryker Surgical Tower
 - Electrosurgical Unit
 - Urology Probes
 - Pyxis Dispensing Machines
 - ConMed GI Device

Community Engagement

- Labatt Club 05/04
- Floresville Lions Club 05/26
- Veterans Breakfast 05/28
- Sacred Heart Catholic Daughter 06/13
- Sacred Heart Knights of Columbus 06/20

Discussion ensued with the Board Members on the items above.

By-Law & Personnel Committee Meeting – May 24th @ 5:00 pm

Long Range Planning Committee Meeting – June 9th @ 5:30 pm

Introduction of New Marketing Associate – Kayte Cowsert

Executive Session

The Board President called for a Closed Session.

The Board Members convened into Closed Session at 6:58 pm on 05/19/2022.

Reconvene to Open Session

The Board President called for an Open Session.

The Board Members convened into Open Session at 7:31 pm on 05/19/2022.

Section Texas 161.032 Medical & Safety Code

Medical Staff Credentials

Quality Update

Action Taken

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

Quality Update

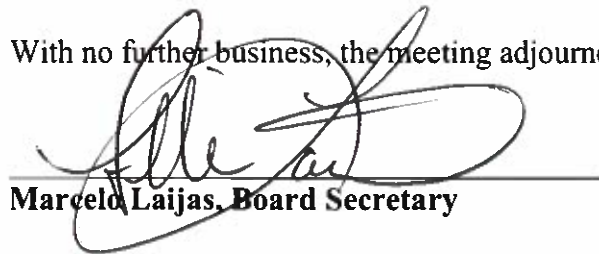
No Action Taken

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.

With no further business, the meeting adjourned.

A handwritten signature in black ink, appearing to read 'Marcelo Laijas', is written over a horizontal line.

Marcelo Laijas, Board Secretary