

**Wilson County Memorial Hospital District dba
Connally Memorial Medical Center
District Board Meeting Minutes
September 22, 2022**

Present Tom Miller, Board President
Allison Lamberth
Larry Richardson
Justin Cook
Nick Janysek
Steve Browning
Don Finley
Bonna Reed

Absent Marcelo Laijas

Also Present Bob Gillespie, CEO
Kyle Klein, CFO
Brandon McDowell, COO
Olivia Flores, Clinic Executive
Gary Williams, CNO
Karl Hittle, Endeavor
Curtis Rojas, Endeavor
Barbara Meza, Accounting Director
Katelyn Hogg, Marketing Associate
Kimberly Jones, Executive Assistant
WCN

Call Meeting to Order

Mr. Tom Miller - Board President called the meeting to order at 6:20 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 – August 18, 2022

Mr. Miller presented the August 18, 2022 Board Meeting Minutes for approval.

Action Taken

Motion made by Larry Richardson and seconded by Bonna Reed to approve the August 18, 2022 Board Meeting minutes as presented. Motion carried

Citizen Input – None

Review, consider and take action regarding Finance Committee Items:

August Summary and Financial Analysis

Mr. Kyle Klein, CFO, reviewed the financial information for the month of August. 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 August Summary and Financial Analysis as presented. Motion carried.

Quarterly Investment Report- Kyle Klein

Mr. Kyle Klein reviewed that there hasn't been any major changes in our investment accounts. He stated that he would be moving more money into Certificates of Deposit once the recent interest rate increase was reflected in the rates for the CDs. Board Discussion ensued.

Fiscal Year 2022 Auditor

Mr. Kyle Klein gave his recommendation for FY2022 auditor of Durbin and Company. Durbin rotates staff each year to give an objective review, they are knowledgeable regarding rural Texas issues, and the projects they have assisted with have all gone favorable. The main competitor to Durbin was acquired by a larger corporation and therefore the staff recommend Durbin and Company complete the fiscal year 2022 audit. Board discussion ensued.

Action Taken

Motion made by Allison Lamberth and seconded by Larry Richardson to approve Durbin and Company for the FY2022 Audit. Motion Carried.

FY 2023 Operational Budget

Mr. Kyle Klein reviewed the following with the Board:

Assumptions for: Volumes, Reimbursements. Expenses, Gross Revenue and the proposed budget. This information was updated from the information provided at the August meeting.

Action Taken

Motion made by Allison Lamberth and seconded by Nick Janyek to approve the FY 2023 Operational Budget as presented. Motion carried.

Capital Expenditure Budget for FY 2023, 2024 and 2025

Mr. Brandon McDowell reviewed the budget for capital projects and expenditures with the Board for fiscal years 2023, 2024, and 2025.

Action Taken

Motion made by Allison Lamberth and seconded by Bonna Reed to approve the Three FY Capital Expenditure Budget for 2023, 2024 and 2025 as presented. Motion carried.

FY 2023 Tax Rates

Mr. Kyle Klein reviewed the Tax Rate calculations from the County Tax Office. Past tax rates were shown and other measurable tax rates were reviewed that would be received by the hospital for the year. Discussion ensued with the Board.

Action Taken

Motion made by Allison Lamberth and seconded by Don Finley to adopt the proposed tax rate for FY 2023 of .0955 per \$100.00 valuation as presented. Motion Carried.

Request for Qualifications- Design Build Firm

Mr. Karl Hittle requested approval from the Board to proceed with the Request for Qualifications with Design Build Firm to assist with the Design, Build and oversight of full construction process of the construction project for a medical office building. Discussion ensued with the Board.

Action Taken

A motion made by Allison Lamberth and seconded by Steve Browning to move forward with the Request for Qualifications process as presented. Motion Carried.

Agreement with Devraj Nayak, MD – Cardiology

Mr. Gillespie reviewed the agreement for Dr. Devraj Nayak with the Board. Board discussion ensued.

Action Taken

A motion made by Allison Lamberth and seconded by Larry Richardson to approve the renewed Physician Agreement for Dr. Devraj Nayak as presented. Motion Carried.

ASP Evotech GI Scope Washer

Mr. Brandon McDowell requested approval from the Board the purchase of the GI Scope Washer from ASP Evotech in the amount of \$45,000. This would replace the current GI scope washer. The current washer has reached end of life for replacement equipment and repair costs are higher than the cost of a new one. Board discussion ensued.

Action Taken

A motion made by Allison Lamberth and seconded by Bonna Reed to approve the purchase of the GI Scope Washer from ASP Evotech as presented. Motion Carried.

Alterman Access Control Systems

Mr. Brandon McDowell requested approval from the Board the purchase of the Access Control Systems from Alterman in the amount of \$46,000. This would be an upgrade to the current badge access control system. Five new security panels would be installed in network closets with a software upgrade on system and servers. Board discussion ensued.

Action Taken

A motion made by Allison Lamberth and seconded by Nick Janysek to approve purchase of the Access Control Systems from Alterman as presented. Motion Carried.

Phillips CT Machine

Mr. Brandon McDowell requested approval from the Board the purchase of the Phillips CT Machine in the amount of \$950,000. The hospital's non-profit organization, Consolata, will be donating at least \$300,000 towards the new Phillips CT machine. The CT Machine purchase amount will include a cardiac package, construction and a 2 Month mobile CT machine for use during the installation of the new machine. Also included is a 5 year service contract. Board discussion ensued.

Action Taken

A motion made by Allison Lamberth and seconded by Don Finley to approve the purchase of the CT Machine from Phillips as presented. Motion Carried.

Monthly /Annual/ Monthly Reports**Quarterly Quality Clinic Report – Olivia Flores**

Ms. Olivia Flores reviewed the following

- MIPS – Merit Based Incentive Based System
- 2021 DISRIP –Delivery System Reform Incentive Payment
- Manage Medicare Quality Scores
 - 2021 - Quality Score 3.43
 - 2022 –YTD Quality Score 3.41

Quarterly Clinic Patient Experience Report – Olivia Flores

Ms. Olivia Flores reviewed the following

- Overall Performance 2022 Quarter 3
- Comment Distribution
- Section Performance
- Actions Items to include
 - Infection Control Rounding
 - Training on Communication
 - Review TAT on Telephone Encounters
 - Always looking for ways to improve Patient Service Center

CEO Report – Bob Gillespie

Bob Gillespie reviewed the following updates:

- Air Chiller Update
- Main Parking Lot Update
- Update on new OR equipment
- Stockdale Education Gala
- Upcoming Floresville Education Gala 9/24/2022
- Upcoming Clay Shoot 10/22/2022
- Dr. Enrique Iglesias Marketing video

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 7:01 pm on 09/22/2022.

Reconvene to Open Session

The Board President called for an Open Session.

The Board Members convened into Open Session at 7:02 pm on 09/22/2022.

Section Texas 161.032 Medical & Safety Code

Medical Staff Credentials

No Action Taken

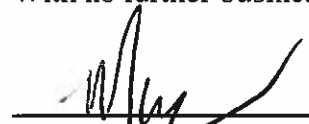
Section Texas 551.072 Deliberations Regarding Property

No Action Taken

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

No Action Taken

With no further business, the meeting adjourned.



Marcelo Lajas, Board Secretary