

**Wilson County Memorial Hospital District dba  
Connally Memorial Medical Center  
District Board Meeting Minutes  
January 19, 2023**

**Present** Tom Miller, Board President  
Allison Lamberth  
Larry Richardson  
Marcelo Laijas  
Justin Cook  
Nick Janysek  
Steve Browning  
Bonna Reed

**Absent** Don Finley

**Also Present** Bob Gillespie, CEO  
Kyle Klein, CFO  
Brandon McDowell, COO  
Olivia Flores, Clinic Executive  
Gary Williams, CNO  
Karl Hittle, Endeavor  
Curtis Rojas, Endeavor  
Nupe Sandoval, HR Director  
Paublina Marquez, Marketing Associate  
WCN Representative  
Lester Moczygemba, Community Member  
Kimberly Jones, Executive Assistant

**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 – November 17, 2022**

Mr. Miller presented the November 17, 2022 Board Meeting Minutes for approval.

**Action Taken**

Motion made by Larry Richardson and seconded by Bonna Reed to approve the November 17, 2022 Board Meeting minutes with the correction of the spelling of Opeila to Opiela. Motion Carried.

**Citizen Input – None**

**Review, consider and take action regarding Finance Committee Items:**

**November Summary and Financial Analysis**

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

**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 Larry Richardson to approve the December Summary and Financial Analysis as presented. Motion carried.

**CMMC Team and Endeavor Quality Incentive Bonus for January 2023**

Mr. Karl Hittle commented that the Board added the quality performance fee in 2018 to Endeavor's agreement and that the employees will share that incentive when CMMC reaches a 4 or 5 star rating. CMS scores all hospitals on performance measures related to the care the patients receive along with patient satisfaction and outcomes. Payout of \$30,000 would be paid by February to Endeavor and he recommended \$60,000 to CMMC employees which was the amount paid when earned in August of last year. If 5 star rating were to happen, will bring to the Board for approval. Discussion ensued by the Board.

**Action Taken**

Motion made by Marcelo Laijas and seconded by Larry Richardson to approve the payment of the incentive fee of \$30,000 to Endeavor and \$60,000 to the CMMC Employees for their achievement of reaching the 4 star status as presented. Motion Carried.

**Agreement with Enrique Iglesias, M.D. – Family Practice**

Mr. Gillespie reviewed the amended agreement for Dr. Iglesias with the Board. Board discussion ensued.

**Action Taken**

A motion made by Marcelo Laijas seconded by Steve Browning to approve the amended Physician Agreement for Dr. Enrique Iglesias as presented. Motion Carried.

**MVP (Maintenance Value Plan)**

Mr. Brandon McDowell requested approval from the Board the purchase of the Maintenance Value Plan (MVP) for \$80,000. The purchase of the plan would help with the consolidation of multiple vendor service contracts into one managed contract. Customized for vendors and equipment using a self-insured approach for prevention maintenance or maintenance needs. Discussion ensued with the Board.

**Action Taken**

A motion made by Marcelo Laijas and seconded by Allison Lamberth to purchase the Maintenance Value Plan as presented. Motion Carried.

**Corepoint**

Mr. Brandon McDowell requested approval from the Board the purchase of the Corepoint license renewal for \$21,000. This is for the annual license renewal for the interface engine from EMR systems to in house systems and external vendors. 25 connections for radiology, Omnicell, ECW, State agencies and third-party vendors. Discussion ensued with the Board.

**Action Taken**

A motion made by Marcelo Laijas and seconded by Bonna Reed to purchase Corepoint license renewal as presented. Motion Carried.

**First Databank**

Mr. Brandon McDowell requested approval from the Board for the purchase of a 3-year license renewal through First Databank in the amount of \$50,000. This would include medication content management, including formulary, drug interactions, drug allergy, drug food interaction, nomenclature, drug classifications and drug pricing. Discussion ensued with the Board.

**Action Taken**

A motion made by Marcelo Laijas and seconded by Nick Janysek to purchase the First Databank license renewal as presented. Motion Carried.

**ADT Interface**

Mr. Brandon McDowell requested approval from the Board the purchase of the ADT Interface for \$15,000. This interface would let patient data to cross between Meditech and eCW, will provide the ability to cross-reference between two systems and reduce patient duplicates in medical records. Discussion ensued with the Board.

**Action Taken**

A motion made by Marcelo Laijas and seconded by Just Cook to purchase ADT Interface as presented. Motion Carried.

**Olympus GI Scopes**

Mr. Brandon McDowell requested approval from the Board for the purchase of the Olympus GI Scopes for \$25,000. This purchase would be added to the current rotation of scopes used. Discussion ensued with the Board.

**Action Taken**

A motion made by Marcelo Laijas and seconded by Bonna Reed to purchase the Olympus GI Scopes as presented. Motion Carried.

**Selection of Design-Build Firm for 181 MOB Project**

Board of Directors discussed all pros and cons of each company that interviewed with the Board on January 10, 2023. After deliberation, SpawGlass was chosen to complete the project.

**Action Taken**

A motion made by Marcelo Laijas and seconded by Larry Richardson to move forward with SpawGlass as the Design-Build Firm for the 181 MOB project as presented. Motion Carried.

**Monthly /Annual/ Monthly Reports****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 Steve Browning to approve the Bi-Annual Organization Chart as presented. Motion Carried

## **Annual Employee Survey Report – Arnulfo Sandoval**

Mr. Sandoval reviewed the Annual Employee Survey Report to include metrics on the following:

Mr. Sandoval went over the results of the Annual Employee Survey to include

- \*Response Rates
- \*Engagement Indicator
- \*Resilience Index
- \*Diversity Index
- \*Team Index
- \*Leader Index
- \*Organization
- \*Manager
- \*Employee
- \*Strengths
- \*Concerns
- \*Team Member Suggests
- \*Dislikes
- \*Likes

## **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 Allison Lamberth 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 Investment Report- Kyle Klein**

Mr. Kyle Klein reviewed the financial investments, stating that rates are increasing and the average rate is 3.99 %. Mr. Klein stated that he will move more cash into the investments with the higher interest rates that are being offered. Discussion ensued by the Board.

### **CEO Report – Bob Gillespie**

Bob Gillespie reviewed the following updates:

- Floresville Night Parade – December 3, 2022
- Physician Gathering – December 14, 2022
- Embracing the Senior Gathering – December 14, 2022
- Senior Luncheon and Community Council – December 21, 2022
- Santa Bob visit Team Members – December 22, 2022
- Retirement Party of Radiology Director Abel Salazar
- New Team Members
  - Imaging Manager – Kenneth Crump
  - Marketing Associate – Paublina Marquez
- Reviewed Surgical Services numbers
- Reviewed Provider Encounters
- Consolata Update
- Reviewed Yearly Board Calendar, mentioned that Septembers Board Meeting potentially be pushed out a week and discussion took place on to whether to cancel Decembers meeting. It was decided that the calendar would be kept as is, with the potential date change in September and will cancel if nothing imperative comes up.
- Discussion ensued with the Board Members on each report above.

### **Executive Session**

The Board President called for a Closed Session.

The Board Members convened into Closed Session at 7:31 on 01/19/2023.

**Reconvene to Open Session**

The Board President called for an Open Session.

The Board Members convened into Open Session at 7:45 pm on 01/19/2023.

**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.



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**Marcelo Laijas, Board Secretary**