

**Wilson County Memorial Hospital District dba
Connally Memorial Medical Center
District Board Meeting Minutes
March 19, 2026**

Present Allison Lamberth, Board President
Justin Cook
Larry Richardson
Marcelo Laijas
Don Finley
Randy Bruett
Amy Maytum

Absent Steve Browning
Nick Janysek

Also Present Bob Gillespie, CEO
Kyle Klein, CFO
Brandon McDowell, COO
Olivia Flores, Executive Clinic Director
Caitlyn Thayer, Home Health Director, RN
Nydia Garcia, PHC Supervisor
Katelyn Hogg, Marketing Associate
Paublina Marquez, Marketing Associate
Terri Cuevas, Consolata Event Coordinator
Kimberly Jones, Executive Assistant

Call Meeting to Order

Allison Lamberth called the meeting to order at 6:58 p.m.

Pledge of Allegiance / Texas Pledge / Reflection

Roll Call of Board

A roll call of the Board of Directors confirmed a quorum was present.

Citizen Input – Terri Cuevas the Event Coordinator with Consolata discussed the upcoming Golf Tournament with the Board of Directors.

Approval of the Board Meeting Minutes February 19, 2026

Action Taken:

Motion made by **Larry Richardson** and seconded by **Marcelo Laijas** to approve the minutes of the **February 19, 2026** Board Meeting as presented. **Motion carried.**

Review, consider and take action regarding any of the following issues:

Board of Directors Business –

Order of Elections: Acceptance of the Certification of Unopposed Candidates of the May 2, 2026 regular election.

Action Taken:

Motion made by **Randy Bruett**, and seconded by **Marcelo Laijas** to accept the Certification of Unopposed Candidates for the May 2, 2026 regular election. **Motion Carried.**

Approval of the Order of Cancellation for the May 2, 2026 regular election.

Action Taken:

Motion made by **Larry Richardson** and seconded by **Randy Bruett** to approve the Order of Cancellation for the May 2, 2026 regular election. **Motion Carried.**

Appoint two (2) Board Members to meet to canvass results of the May 2, 2026 regular election, at Connally Memorial Medical Center – Administration Conference Room.

Board Members **Larry Richardson** and **Marcelo Laijas** volunteered and were appointed to attend the canvassing results meeting and will meet **May 7th at 8:30 am.**

Review, consider and take action regarding any of the following items:

Healthcare Insurance Renewal Update –

Kyle Klein, CFO, reviewed the Annual Employee Health Insurance Stop Loss Carrier options and recommend going with US Fire Option 1, as the Stop Loss Carrier. Board discussion ensued.

Action Taken:

Motion made by **Justin Cook** and seconded by **Larry Richardson** to precede with moving forward with US Fire Option 1 as presented for the Stop Loss Carrier. **Motion Carried.**

Finance Committee Items

February Summary and Financial Analysis

Kyle Klein, CFO, presented the financial summary for February. The Board discussed and asked questions regarding the information presented.

Action Taken:

Motion made by **Justin Cook** and seconded by **Don Finley** to approve the **February Summary and Financial Analysis** as presented. Motion carried.

FY 2025 Audit Report- Blue and Co.

Andrew Castillo of **Blue and Co.** reviewed changes within the draft 2025 fiscal year audit report with the Board of Directors. **Mr. Castillo** stated the Audit is still presented as a clean and unmodified opinion meaning that the financial statements are accurately presented without any material misstatements. The only change to the report is the presentation of the income and expenses of the Consolata Foundation. The activity of the foundation is now blended in with the activity of the District rather than presented as one single line item with the net results of the Foundation.

With this being a Draft Audit Report, no action will be taken until final report is presented.

Property Insurance Renewals – Travelers

Kyle Klein reviewed the proposed **2026-2027 Property Insurance Renewal** through **Travelers** for **\$202,280**. Board Discussion ensued.

Action Taken:

Motion made by **Justin Cook** and seconded by **Randy Bruett** to approve the property insurance renewal as presented.

Endeavor Performance Fee

Bob Gillespie asked that this to be moved to after Executive Session. Board of Directors were in agreement.

Capital Expenditures / Service Agreements / Lease Agreements

Switch License Support –Brandon McDowell requested **\$25,000** for the approval of the **Switch Licenses** from the Board, this will support a move from 1 Gbps connection to 10 Gbps, which allows for faster speeds. Discussion ensued.

Action Taken:

Motion made by **Justin Cook** and seconded by **Amy Maytum** to approve the **Switch Licenses** as presented. Motion carried.

Allergy Services of America Agreement– Brandon McDowell reviewed the agreement for **Allergy Services of America Agreement** and requested **\$36,000** for the approval of the **Amended Agreement (6 Months)** with the Board. Discussion ensued.

Action Taken:

Motion made by **Justin Cook** and seconded by **Amy Maytum** to approve the **Allergy Services of America Agreement** as presented. Motion carried.

Physician Agreements

Devraj Nayak, MD – Cardiology Physician Agreement:

Bob Gillespie discussed the agreement with the Board.

Action Taken:

Motion made by **Justin Cook** and seconded by **Larry Richardson** to approve the agreement with **Dr. Devraj Nayak** as presented. **Motion carried.**

Zachary Aybar, MD - Allergy Medical Director Agreement:

Bob Gillespie discussed the agreement with the Board.

Action Taken:

Motion made by **Justin Cook** and seconded by **Don Finley** to approve the agreement with **Dr. Zachary Aybar** as presented. **Motion carried.**

Annual/Quarterly/Monthly Reports

Annual Home Health Report – Caitlyn Thayer

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

Action Taken:

Motion made by **Randy Bruett** and seconded by **Don Finley** to approve the Annual Home Health Report as presented. **Motion carried**

Annual Compliance Plan – Kyle Klein

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
 - 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
 - Up Coding
 - 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 **Marcelo Laijas** and seconded by **Larry Richardson** to approve the Annual Compliance Plan as presented. Motion carried

Quarterly Compliance Report – Kyle Klein

Kyle Klein stated that there were no compliance issues during the last quarter.

Action Taken

Motion made by **Don Finley** and seconded by **Randy Bruett** to approve the Quarterly Compliance Report as presented. Motion carried

Quarterly Investment Report- Kyle Klein

Kyle Klein stated no changes to the structure and investments at this time. However, the committee will meet in the next few weeks to review a few different banks and decide on where and how to invest the funds that are not currently used in operations.

Action Taken

Motion made by **Don Finley** and seconded by **Randy Bruett** to approve the Quarterly Investment Report as presented. Motion carried

CEO Report

- Employee Recognition Recipients
- Floresville Beautiful Association Historical Banner Sponsorship
- Wilson County History and Heritage Festival – April 18th
- Physician Recruitment

Executive Session

The Board entered Closed Session at **7:55 pm**

Reconvene to Open Session

The Board reconvened at **8:13 pm**

Motion made by **Larry Richardson** and seconded by **Don Finley** to not pay Endeavor their performance bonus due to contractual restraints. **Motion Carried.**

Take Action on Executive Session items

Medical Staff Credentials Section 161.032:

No Action Taken:

Other Sections

- No actions taken under **Texas 551.072, Texas 551.71, Texas 551.074, Texas 551.85**

Adjournment

With no further business, the meeting adjourned at **8:13 pm**



Justin Cook, Board Secretary

