

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS FOR CHAMBERS COUNTY PUBLIC HOSPITAL DISTRICT NO. 1 HELD AT BAYSIDE COMMUNITY HOSPITAL CONFERENCE ROOM ON MAY 25, 2023 ANAHUAC, CHAMBERS COUNTY TEXAS BEGINNING AT 5:30 PM

A regular meeting of the Board of Directors of the Chambers County Public Hospital District No. 1 was conducted at Bayside Community Hospital Conference Room in Anahuac, Texas on Thursday, May 25, 2023, beginning at 5:30 pm with the following directors present:

Mike Emmons, Chairperson
Andy Legg, Vice- Chairperson
Linda Tinnerman, Secretary;
Geraldine Brown, Director;
Leslie Turner, Director

Pursuant to a Notice under the Open Meetings Act duly filed and posted a full 72 hours prior to the opening of said meeting (a copy being placed amongst the files of the District).

Also present were Robert Pascasio, CEO; Phil Hacker, CFO; Ann Newton, Administrative Assistant; Nellie Lunsford, Director of Development; Janice Jircik, Director of Marketing; Sue Hawthorne, The Progress; Anthony Capili, MD, Chief of Staff;

The meeting was called to order by Chairperson Emmons, and it was determined that a quorum was present. Secretary Tinnerman gave the invocation. Director Turner led the pledges.

Introduction of Guests – None

Public Comment – None

Nellie informed the Board –

- Marketing media person has been hired and she is working on the website
- You receive an error message for OmniPoint.com, working on getting this fixed
- Showed new signs for clinics and wellness center

Consent Agenda -

- 2. Review and Approve Minutes of Previous Meetings**
 - a. April 27, 2023 Regular Meeting**
- 3. Board Education**
- 4. Financial Report**
- 5. Administrators Report**
 - a. HR Report**
 - b. Marketing Report**
 - c. CCHC Executive Director Report**

Chairperson Emmons told the Board that Item #4 on the Consent Agenda will be taken out and Phil Hacker, CFO will discuss.

A motion was made by Vice Chairperson Legg and seconded by Director Turner to approve the Consent Agenda as presented with the exception of the Financial Report. Motion carried unanimously.

Mr. Hacker discussed the April financials –

- Still a lot of work to do for the audit, hopefully it will be presented at the June meeting.
- Mid-year reviews of Medicare receivables/payables have not been completed – now that the cost report is filed, I have asked Durbin to complete it
- A new payroll system was installed in January, 2022 – initially I was told that all issues have been resolved including the monthly accruals. After further review, I found that the March PTO accrual was not made, and the monthly payroll accrual was incorrect. Both have now been fixed by CPSI. Vice Chairperson Legg asked if this affected the employees and Phil said it did not.
- Consolidated Net Patient Revenue is \$7.5 million with a budget of \$8.7 million.
- Big adjustment on retirement that was overstated
- Working with LTC to true up the QIPP dollars
- Total loss of \$95,000 YTD consolidated – Hospital has a loss of \$868,000 and the clinic has a positive of \$773,000
- Balance Sheet big item is cash at \$9.6 million, we had \$10 million sitting in the bank this morning
- IGT is coming due the middle of June and we're going to pay it off
- Secretary Tinnerman wanted to go over the agenda that the Finance Committee reviewed.
 1. April Finance Report – received and accepted
 2. \$1. Million loan due June 15th – agreed with recommendation to pay it off
 3. FY 2022 Audit update – on track
 4. FY 2023 Audit update – discussed start in July/August timeframe
 5. FY 2024 Budget – discussed doing an entity level budget for July Board meeting
- Budget – I was informed this week that the Board needed the budget at the July Board meeting. There is no way I can get a full budget done in that timeframe. I can do an entity level budget but not departmental. I don't have a budget in the system to work with. Vice Chairperson Legg said that he was curious about where the organization was on the QIPP revenue. He said that the Board had discussed setting several million dollars to the side.

A motion was made by Secretary Tinnerman and seconded by Vice Chairperson Legg to approve the Financial Report as presented. Motion carried unanimously.

6. Bad Debt Collection Program & Policies – Mr. Hacker informed the Board that he received a request from our outside collection agency (PFC) to take legal action to aid in the collection of debts. The agency wants to file liens against the patients property for the higher bills. He said that it is good but it could cause turmoil in the community. Mr. Hacker said that we cannot file a lien on their homestead. After much discussion this was tabled to get more information and bring back next meeting.

7. Information Network Security Software Acquisition – Mr. Hacker told the Board that ECX Systems is recommending that we add two (2) additional software packages to shore up our network. He said what we have now is not good for a network. The cost is \$46,980 but we would be eliminating some products at a cost of \$8,000 so the cost would be 39,000 annually. Mr. Pascasio recommended that this be done now.

A motion was made by Director Turner and seconded by Secretary Tinnerman to approve the Information Network Security Software Acquisition with ECX Systems in the amount of \$46,980 as recommended by Administration. Motion carried unanimously.

8. Clinics Apps Compensation Package – Mr. Pascasio told the Board that this is a follow-up from last months meeting. He said that there is some updated data to share on the compensation package. After much discussion a motion was made by Director Turner and seconded by Director Brown to approve the adjustments to the Clinics APPs Compensation Package as presented. Motion carried unanimously.

9. Hire/Engage Full-Time Grant Writer – Chairperson Emmons said that he wanted to discuss this among the Board but not take any action at this time. After much discussion it was decided to gather some research and report back to the Board at the July meeting.

10. Medical Staff Policies & Procedures – Dr. Capili discussed the policy on Abuse & Neglect.
a. Abuse & Neglect

A motion was made by Vice Chairperson Legg and seconded by Director Brown to approve the Medical Staff Policy & Procedure on Abuse & Neglect as presented. Motion carried unanimously.

11. District Policy & Procedure Statements -
a. Hurricane Plan
b. Organization Chart

A motion was made by Secretary Tinnerman and seconded by Vice Chairperson Legg to approve the District Policy & Procedure Statements on Hurricane Plan and Organization Chart as presented. Motion carried unanimously.

16. IGT Loan – Mr. Hacker recommended to go with Stellar bank for the IGT Loan. He said that they had a slightly better rate than Legends. The loan will be for \$3,837,501.83 that is due June 2nd.

A motion was made by Director Brown and seconded by Secretary Tinnerman to approve the IGT Loan in the amount of \$3,837,501.83 with Stellar Bank. Motion carried unanimously.

12. Copay/Deductible Waiver Program – Executive Session

13. Acquire CT Scan Unit for WCMC – Executive Session

14. Appoint Bayside Healthcare Foundation Board & Leadership – Executive Session

15. Property Acquisition – Executive Session

EXECUTIVE SESSION

A motion was made by Vice Chairperson Legg and seconded by Director Brown to move into Executive Session at 6:59 pm. Motion carried unanimously.

Return to Open Session

A motion was made by Vice Chairperson Legg and seconded by Director Brown to exit Executive Session at 8:48 pm. Motion carried unanimously.

A motion was made by Director Turner and seconded by Director Brown to authorize Administration to direct counsel as discussed on copay/Deductible Waiver Program. Motion carried unanimously.

A motion was made by Secretary Tinnerman and seconded by Director Brown to authorize Administration to execute the Duncan grant agreement for the WCMC CT Scan. Motion carried unanimously.

Appoint Bayside Healthcare Foundation board & Leadership - Tabled

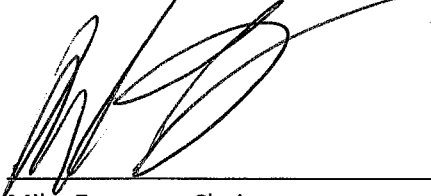
A motion was made by Director Brown and seconded by Director Turner to authorize administration to pursue property acquisition as discussed. Motion carried Legg opposed.

A motion was made by Secretary Tinnerman and seconded by Director Brown to approve the appointments of Tommy Weesner, FNP-C to ER Staff, Lynne Piasik, FNP-C to Courtesy Staff Amir Anvari, MD to Consulting Staff and the re-appointment of Mahfoudh Beouï, PA-C to Courtesy Staff as recommended by the Medical Staff. Motion carried unanimously.

Adjournment:

A motion was made by Vice Chairperson Legg and seconded by Director Brown to adjourn the meeting at 8:55 pm. Motion carried unanimously.

APPROVED the 22nd day of June, 2023.

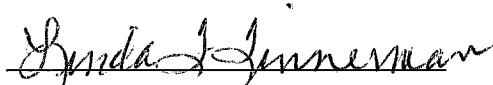


Mike Emmons, Chairperson
Board of Directors

SECRETARY'S CERTIFICATE

I, Linda Tinnerman do hereby certify that: I am the Secretary of Chambers County Public Hospital District No. 1 d/b/a Chambers Health (hereinafter the "District") that these are true and correct minutes reflecting the discussion and actions of the Board of Directors of the District at a regular or special meeting held on the date shown above and entered in the permanent records of the District.

IN WITNESS WHEREOF I have hereunto set my hand this the 22nd day of June, 2023



Linda Tinnerman, Secretary
Board of Directors