

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 JULY 27, 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, July 27, 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; Sue Hawthorne, The Progress; Nellie Lunsford, Director of Marketing; Anthony Capili, MD, Chief of Staff; Elissa Lofgren, Clinics Executive Director

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

Consent Agenda -

2. Review and Approve Minutes of Previous Meeting

a. June 22, 2023 Regular Meeting

A motion was made by Secretary Tinnerman and seconded by Director Brown to approve the minutes of June 22, 2023 as presented. Motion carried unanimously.

3. Board Education

4. Financial Report

Director Turner asked if the YTD numbers went to the end of June? He said that some of these are already a half million dollars over budget and we still have 3 more months.

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

5. Administrators Report

a. Marketing Report – Nellie told the Board that there was a new design of the marketing report in their packet. She said to “let her know if you want to see anything different and I can gather it for you.” She said that September 1st will be the first football game and we will be showcasing a new cart. She asked if a couple board members could attend the game. Nellie said you would need to be there at 6:45 and the showcasing would be around 7:15. She said to please let her or Ann know if you can attend.

b. CCHC Executive Director Report

A motion was made by Vice Chairperson Legg and seconded by Director Turner to approve the Marketing Report and the CCHC Executive Director Reports as presented. Motion carried unanimously.

6. FY2024 Budget

Mr. Hacker informed the Board:

- Initial draft budget is in your packet.
- 1st section is a general overview.
- 2nd section is assumptions to build a budget which has graphs from prior years. Chairman Emmons asked if there was any grant money left over from the re-modeling at WCMC. Mr. Pascasio advised there may be approximately \$50,000 left over.
- Detailed list of where the new positions are – new providers are vacant that needs to be filled
- Supplies – this and contract services are the biggest ticket items besides Salaries & Wages.
- Some expense items have been re-classed, like contract labor moved to labor expense which is defined as paying a contract employee like a nurse.
- Bring Physical Therapy in-house. We looked at two different companies and both were very expensive.

Chairman Emmons asked if we have our own employees for Physical Therapy. Mr. Hacker said that we have hired some employees. Cost savings around \$75,000 - \$100,000.

Chairman Emmons asked if there were any raises in the budget? Mr. Hacker said no. Mr. Pascasio said that we need to add some because over half of our employees have not received a raise since December, 2021.

- Property tax amount was left out because I didn't know what the Board was going to do with that.
- QIPP revenue is going down because we are losing one home.

Vice-Chairperson Legg asked about the half million dollar adjustment on Charity Care. Mr. Hacker said that these are estimates and that a policy was put into place for Charity Care to qualify for more presumptive charity.

Vice Chairperson said I appreciate your effort on this.

No action necessary this is the first presentation.

7. Hire/Engage Full-Time Grant Writer

Mr. Pascasio said that I think we can handle internally for now. He said that The Duncan Foundation Grant to pay for the CT at WCMC was only a 1-2 page grant.

Mr. Pascasio informed the Board that we are having some issues for not having a rural designation anymore so that makes us ineligible for a lot of grants. He said we may need to get with TDA Commissioner Sid Miller to get involved.

A motion was made by Vice Chairperson Legg and seconded by Director Brown to table the Hire/Engage Full-Time Grant Writer for 6-8 months. Motion carried unanimously.

8. District HR Manual, Policies & Procedures

- a. Employee Handbook**
- b. Corporate Citizenship**
- c. Employee Referral Program**
- d. Recruitment & Retention**

Mr. Pascasio said that he has been re-writing these policies & procedures that needed to be addressed and approved.

- Corporate Citizenship – engage/volunteer in activities – we need to recognize them for that.
- Employee referral program – compensate staff that finds someone to work for us.
- Recruitment/retention – this was cited at the OSV for the health clinics.

After discussion a motion was made by Vice Chairperson Legg and seconded by Director Turner to approve the District HR Manual, Policies & Procedures a. Employee Handbook b. Corporate Citizenship c. Employee Referral Program d. Recruitment & Retention as presented. Motion carried unanimously.

9. District Finance/Operations Manuals, Policies & Procedures

- a. Purchasing & Procurement**
- b. Federal Funds Drawdown and Reporting**
- c. Patient Grievance Resolution**
- d. Travel**

Mr. Hacker told the Board that the Purchasing & Procurement and Federal Funds Drawdown and Reporting policies & procedures were to meet HRSA requirements for clinics, and we did one for the hospital as well.

Mr. Pascasio said that the Patient Grievance Resolution needed to be addressed as how we handle patient grievances. Travel policy was discussed at length.

A motion was made by Secretary Tinnerman and seconded by Vice Chairperson Legg to approve the District Finance/Operations Manuals, Policies & Procedures a. Purchasing & Procurement b. Federal Funds Drawdown and Reporting c. Patient Grievance Resolution as presented. Motion carried unanimously.

District Finance/Operations Manuals, Policies & Procedures d. Travel was tabled at this time.

10. Bad Debt Collection Program & Policies

After much discussion a motion was made by Vice Chairperson Legg and seconded by Director Brown to approve the Bad Debt Collection Program & Policies as presented with the stipulation that PFS will make the determination and send to CFO for final approval. Motion passed 4-1. Chairman Emmons opposes due to it being a small community.

11. Disposal/Surplus of Travel Trailer

Mr. Pascasio informed the Board that we had acquired a Travel Trailer sometime in 2006 or 2007 from FEMA. The cost to restore the unit is around \$30,000. He said that Administration respectfully requests permission to post the trailer for sale.

A motion was made by Secretary Tinnerman and seconded by Director Turner to authorize Administration to post the trailer for sale, as is. Motion carried unanimously.

12. Authorize CFO to Open CDS

Mr. Hacker informed the Board of the options with Stellar Bank and TexStar for CD's.

A motion was made by Secretary Tinnerman and seconded by Vice Chairperson Legg to authorize CFO to invest into an instrument as long as it is insured by FDIC. Motion carried unanimously.

13. Organization Employee Benefits Programs

Mr. Pascasio told the Board that there was a quick note in your packet advising the Board that they may want to appoint a representative to attend/participate in the discussions of Employee Benefits. He also advised that apparently there is some confusion in the organization about holiday pay. He said that previous Administration approved holiday pay for all holidays.

A motion was made by Vice Chairperson Legg and seconded by Director Turner to authorize that all holidays be paid at time and half for essential workers only. Motion carried unanimously.

EXECUTIVE SESSION

A motion was made by Director Turner and seconded by Vice Chairperson Legg to move into Executive Session at 6:58 pm. Motion carried unanimously.

Return to Open Session

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

14. Acquire Additional "MedPod" Units for SBHCs

A motion was made by Director Brown and seconded by Vice Chairperson Legg to authorize the purchase of 6 MedPod Units for SBHCs as presented. Motion carried unanimously.

15. Medical Staff Report

a. QA/PI

b. Credentialing

A motion was made by Secretary Tinnerman and seconded by Vice Chairperson Legg to approve the Medical Staff QA/PI report as presented. Motion carried unanimously.

A motion was made by Secretary Tinnerman and seconded by Vice Chairperson Legg to approve the appointments of Randimiel Galvez, PT to Allied Health Professional and Mohammand Ansari, MD to Consulting Radiologist and the re-appointments of Anthony Capili, MD, John Redman, MD to Active Staff and Andrew Mai, MD and Chad Mackay, MD to Consulting Radiologists as recommended by the Medical Staff. Motion carried unanimously.

16. Appoint Bayside Healthcare Foundation Board

A motion was made by Vice Chairperson Legg and seconded by Director Turner to authorize Administration to appoint Bayside Healthcare Foundation Board as discussed. Motion carried unanimously.

17. Organization Strategic Plan

a. Property Acquisition

A motion was made by Secretary Tinnerman and seconded by Director to Turner to authorize Administration for the property acquisition as discussed. Motion carried unanimously.

18. QIPP Program, Consultation with Counsel

A motion was made by Director Turner and seconded by Vice Chairperson Legg to authorize Administration to proceed with the QIPP Program as discussed. Motion carried unanimously.

19. Communication from WSHD; Consultation with Counsel

Communication from WSHD was tabled at this time.

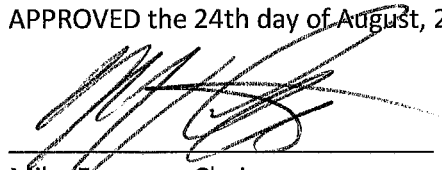
20. CEO Agreement

CEO Agreement was tabled at this time.

Adjournment:

A motion was made by Vice Chairperson Legg and seconded by Chairperson Emmons to adjourn the meeting at 8:53 pm. Motion carried unanimously.

APPROVED the 24th day of August, 2023.

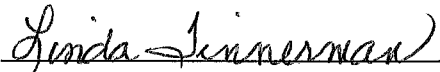


Mike Emmons, Chairperson
Board of Directors

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 24th day of August, 2023

A handwritten signature in cursive script that reads "Linda Tinnerman". The signature is written in black ink and is positioned above a horizontal line.

Linda Tinnerman, Secretary
Board of Directors