

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 DECEMBER 14, 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, December 14, 2023, beginning at 5:30 pm with the following directors present:

Mike Emmons, Chairperson
Andy Legg, Vice Chairperson
Leslie Turner, Director
Geraldine Brown, Director

Absent:

Linda Tinnerman, Secretary

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; Ann Newton, Administrative Assistant; Nellie Lunsford, Director of Development; Sue Hawthorne, The Progress; Gloria Way, SeaBreeze Beacon; Ben Beauoi; Blanca Puga, Director of Quality; Elissa Lofgren, Clinics Executive Director; Jerry Pickett, Interim CFO by ZOOM. Cathy Muscat, DON; Dr. Anthony Capili; Chief of Medical Staff; Brian Jackson, Jackson & Carter Law Firm by ZOOM; Chambers County Lieutenant Webster; Spencer Marks, Processor; Brooklynn Clay at 5:47

Lawsuit was served to Board Members and Robert Pascasio, CEO.
Chairman Emmons welcomed everyone.

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

Introduction of Guests – Everyone introduced themselves.

Public Comment – None

Consent Agenda -

- 2. Review and Approve Minutes of Previous Meetings**
 - a. October 26, 2023 Regular Meeting**
 - b. November 15, 2023 Called Meeting**
 - c. November 27, 2023 Called Meeting**

Chairman Emmons had questions on the minutes. What is district authority #8 the report is in the package? The District Project plans needs more clarification in the minutes.
Chairman Emmons tabled all minutes since Secretary Tinnerman was absent.

3. Administrators Report:

- a. HR Report**
- b. Marketing Report**
- c. CCHC Executive Director Report**

A motion was made by Vice Chairperson Legg and seconded by Director Turner to approve the Administrators Report of the Consent Agenda. Motion carried unanimously.

Action Agenda

4. District Financial Report:

a. FY2023 EOY Financials (September 2023 Financials)

Chairman Emmons introduced Jerry Pickett, Interim CFO. Mr. Pickett discussed the financials in detail.

A motion was made by Director Brown and seconded by Director Turner to approve the District Financial Reports as presented. Motion carried unanimously.

5. Hospital Telemetry System:

Chairman Emmons said that the telemetry system is down/broke and not being used.

Director Brown asked what is the telemetry system? Cathy Muscat said that it is used to monitor the patients heart rate and it sends message to the central station for provider to see. Director Brown asked is it similar to an EKG and Cathy said yes. Cathy said that she had looked at other systems with some of those being more expensive. She said that she is recommending Vios Medical.

Mr. Pascasio informed the Board that it was within his spending authority (16,000) but since it was in next years budget he wanted Board approval.

A motion was made by Director Turner and seconded by Dr. Brown to approve the Hospital Telemetry System as presented. Motion carried unanimously.

Cathy Muscat gave an update on the nurse call system. She said that the contractor has started the installation and are running wires. She said she's not sure how long it will take for completion.

6. Clinics Messaging Software/System:

Elissa Lofgren and Blanca Puga presented the Clinics Mesaging Software/System.

After much discussion a motion was made by Director Brown to approve the Clinics Messaging Software/System pending Counsel's approval of the agreement. The motion died for a lack of a second; no other action.

7. Tax Roll Certification:

A motion was made by Vice Chairperson Legg and seconded by Director Turner to approve the Tax Roll Certification as presented. Motion carried unanimously.

8. Election Filing Notices:

Mr. Pascasio said that there are 3 board members coming up for re-election. These are the forms we need approved for the 12-18-23 posting notice to file deadline.

A motion was made by Director Turner and seconded by Director Brown to approve the Election Filing Notices as presented. Motion carried unanimously.

9. ER Canopy Project: Mr. Pascasio informed the Board that we continue going through the process. He discussed some of the diagrams of what the canopy will look like and may have to cut some of the concrete out to widen the driveway. Mr. Pascasio said that he was recommending approval.

Chairman Emmons asked if the water from the old roof will drain off onto the driveway? Mr. Pascasio said that it would be draining off the new roof. Chairman Emmons asked if we be able to handle all the water that the hospital is fixing to be 75 years old and we're putting more water on the old roof.

Mr. Pascasio said that the architects will be here on Tuesday and I will ask them.

A motion was made by Director Turner and seconded by Director Brown to approve the ER Canopy Project as presented and that Robert Pascasio question the architects about the drainage and report back to the Board. Motion carried unanimously.

10. District Policies & Procedures:

a. Compliance Program

b. Purchasing & Procurement

c. Computer Networks Restrictions

Mr. Pascasio informed the Board that the most important part is the first 4 pages under the memo. This is a legislative mandate. We were asked questions about these during our HRSA virtual site visit and it was determined that these policies need to be updated. Mr. Pascasio said that we are still finalizing a policy that we will not allow any of our information systems to download any pornography.

Chairman Emmons asked if ECX monitors our internet service right? Mr. Pascasio said that they did monitor some of our internet services. Chairman Emmons asked if we should have ECX look and see if any employees are looking at porn? Mr. Pascasio said that it is possible that a staff member might need to do so concerning Human Trafficking. Chairman Emmons requested counsel read over our policy and make sure that it is legally sound. Mr. Pascasio said that that the policies needed to be returned to the Federal Government by the end of next week.

A motion was made by Vice Chairperson Legg and seconded by Director Turner to approve the District Policies & Procedures: Compliance Program, Purchasing & Procurement, and Computer Networks Restrictions as presented pending legal review. Motion carried unanimously.

11. CEO Succession Planning:

Chairman Emmons said that this is basically planning for the future. Bob, Andy, and myself had a training and that we need to put a plan in place. He said that we need to have a workshop one day and that he had asked counsel if we could do some board training.

Director Brown asked if Item 11 & 13 could go together. Chairman Emmons said yes they could.

Chairman Emmons asked Brian Jackson how long would the training take. Mr. Jackson said that it would take about half a day.

Mr. Pascasio said that CMS requires an Administrator in Charge which is Cathy Muscat, DON and that it has been posted.

Mr. Jackson said that he was not surprised that Bob had this and that it is the Board's responsibility to know this.

Chairman Emmons asked Mr. Jackson if he had a date in mind. Mr. Jackson said that he was giving a speech in Houston January 19th and said that he could be available the afternoon of the 17th or 18th of January.

A motion was made by Director Brown and seconded by Vice Chairperson Legg to have the Succession & Board Training beginning at 2:00 pm January 18th with the Regular Board meeting to follow. Motion carried unanimously.

12. Election Interference: Mr. Jackson said that he'd been asked to give clarification on what board members and employees can do and can't do regarding an election. Make sure and comply with State laws in an election. Sometimes they include bond issues. You cannot use company resources to advocate in the election. These are hard and fast rules that apply to board members and employees. When they are representing the district or themselves. You can't do it in your role as an employee on district time, send emails, etc. can't send a personal email on district premises. This is very important because it is so easy to cross over that line which can be a criminal activity, which is illegal. Chairman Emmons wanted this discussed because we had an CEO in the past that did that and they're no longer here.

13. Board Training:

A motion was made by Director Brown and seconded by Vice Chairperson Legg to have the Succession & Board Training beginning at 2:00 pm January 18th with the Regular Board meeting to follow. Motion carried unanimously.

14. Selection of CCPHD#1 Legal Counsel: Chair Emmons said that this has been discussed before. That Jackson & Carter was hired to be our attorney. They participate in our board meetings. Vice Chairperson Legg asked if this was in all matters? Mr. Jackson said that they would attend all board meetings, etc. but you are not bound to use us on everything. A motion was made by Vice Chairperson Legg and seconded by Director Brown to have Jackson & Carter as general counsel and in attendance at meetings either virtual or in person until further notice. Motion carried unanimously.

15. County Indigent/Inmate Care Interlocal Agreement Report:

Mr. Pascasio told the Board that you have this information in your packet as requested.

Chairman Emmons said that you had us pass this contract 2 months ago and now we haven't seen any patients? Mr. Pascasio said that we have been seeing inmates all along and will see more after some protocols are put in place.

Chairman Emmons said he didn't know why it had to be done so fast. He told Mr. Pascasio that you had Lew draw the contract up and we didn't even get to see it.

Vice Chairperson Legg asked what the negative is here?

Director Turner asked how many inmates do you think we see in a month. Mr. Pascasio said you can look at your stats which has now been expanded because the Chair had asked for some more stats. Mr.

Pascasio said on page 4 you can see the counts starting the first of this fiscal year. Mr. Pascasio said that the CCSO inmates/indigent are together we don't separate them out. Chairperson Emmons said that we need to separate them.

Vice Chairperson Legg said that when we discussed this before that there was an out. Mr. Pascasio said yes that there is a 30 day out clause.

Vice Chairperson asked Chairperson Emmons "I understand other than being rushed what concern do you have, do you want to cancel the contract?" Chairperson Emmons said no but we have done 0 in the last 2 months.

Mr. Pascasio said that I don't know that we were rushed but that Commissioners Court was concerned about taking patients across the river.

A motion was made by Vice Chairperson Legg and seconded by Director Turner that moving forward we need to see the actual numbers for the inmates for a few months. Motion carried unanimously.

EXECUTIVE SESSION

A motion was made by Director Brown and seconded by Vice Chairperson Legg to move into Executive Session at 7:40 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 8:54 pm. Motion carried unanimously.

16. Medical Staff Report: A motion was made by Director Brown and seconded by Vice-Chair Legg to accept the appointments of Kaci Blackshear, RD Allied Health Professional; Tracy Strown, FNP-C, Courtesy Staff; Jennifer Prell, LPC, Allied Health Professional; Rebekah Koch, MD, Consulting Staff – HIC; Hermeisha Hopson, LCSW, Allied Health Professional, IHC; Kayla Sheffield, LCSW, Allied Health Professional-IHC and the re-Appointments of Katelynne Gonzalez, LPC, Allied Health Professional; Kimberly Rawlinson, LPC< Allied Health Professional; Donald Harper, FNP-C, Courtesy Staff as recommended by the Medical Staff. Motion carried unanimously.

17. QIPP Program: A motion was made by Director Brown and seconded by Vice-Chairperson Legg to authorize Administration to pay ½ of the monthly DACA account fees for the District's QIPP Partners. Motion carried unanimously.

18. District Real Estate Projects: A motion was made by Vice-Chair Person Legg and seconded by Director Turner to pause development activities at the 1324 Highway 124 lease space and mobile clinic activities in the Winnie-Stowell Hospital District. Motion carried unanimously.

ADJOURNMENT:

A motion was made by Director Brown and seconded by Director Turner to adjourn the meeting at 9:00 pm. Motion carried unanimously.

APPROVED this the 18th day of January, 2024.




Mike Emmons, Chairperson
Board of Directors

SECRETARY'S CERTIFICATE

I, ~~Linda Tinnerman~~^{Andy Legg} 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 18th day of January, 2024.



~~Linda Tinnerman, Secretary~~ Andy Legg, Vice Chairman
Board of Directors