

**Notice of Regular Meeting of the Board of Directors
Chambers County Public Hospital District No. 1
5:30 P.M. January 27, 2022
OmniPoint Hospital Conference Room
Agenda**

1. **Call to Order**
 - a. Confirmation of a quorum.
 - b. Invocation by Pastor Hubert Breaux.
 - c. Introduction of Guests.
 - d. Review and Approve Minutes of Previous Meeting(s) – December 9, 2021

2. **Public Comment**-Speakers must sign in to speak. There is a three (3) minute time limit. At this time, any person with business before the Board of Directors not scheduled on the agenda may speak to the Board. This is a time for the Board to receive comments from the public, but not a discussion. No response by the Board is necessary and no formal action can be taken on these items at this meeting.

Consent Agenda

3. Review and Approve Committee Reports
 - a. Compliance Report
 - b. Safety Committee

4. Review and Approve Operational Reports
 - a. Executive Director's Report
 - i. Update to Change of Scope
 - b. Chambers Community Health Center, Inc. (FQHC) Operations

5. Administrative Reports
CEO's Monthly Update Report
 - a. Introduction of Elissa Lofgren
 - b. Trends that will Add to Financial Distress at Many Hospitals in 2022
 - c. Employee Comments
 - d. Community Outreach – December 2021
 - e. WCMC Renovation Timeline
 - f. Feasibility Firm
 - g. Nursing Updates

Old Business:

6. Yazdani Building Update

New Business

7. Discuss, Consider and Take Action on, if necessary, October 2021 Financials and Statistical Reports.

8. Discuss, Consider and Take Action on, if necessary, Opening of Checking Account for QIPP Funds and Appoint Signers for Account.

9. Discuss, Consider and Take Action on, if necessary, Engagement Letter for the FY2021 Audit by Durbin & Company.



10. Discuss, Consider and Take Action on, if necessary, Castle Development Group – Letter of Intent.
11. Discuss, Consider and Take Action on, if necessary, Order the Election for 2022.
12. Discuss, Consider and Take Action on, if necessary, Anahuac Education Foundation Sponsorship.
13. Discuss, Consider and Take Action on, if necessary, CCPHD invoices over \$5,000.
14. Discuss, Consider and Take Action on, if necessary, Bayside Healthcare Foundation.
 - a. Bylaws
 - b. Change of Name
 - c. Meeting Date (February 2022)
 - d. Members of Board
15. Discuss, Consider and Take Action on, if necessary, Studer/Huron Proposal.
16. Discuss, Consider and Take Action on, if necessary, Community Center Proposal for Reduced Membership.
17. Discuss, Consider and Take Action on, if necessary, Community Health Needs Assessment (CHNA).
18. Discuss, Consider and Take Action on, if necessary, Cedar Port and Baytown Area Retail Space.
19. Discuss, Consider and Take Action on, if necessary, IT Infrastructure Upgrade Cost and EHR Discussion.
20. Discuss, Consider and Take Action on, if necessary, CMS COVID Mandate.
21. Discuss, Consider and Take Action on, if necessary, Sleep Medicine.

Executive Session, if necessary –

Section 551.78: Discuss and Consider Medical Staff Reports and Quality Assurance/Process Improvement Reports.

- a. Hospital QAPI Report
- b. Credentials
- c. Statistics

Section 551.071: Consultation with Attorney.

Section 551.072: Deliberations about Real Property.

Section 551.074: Personnel Matters.

Section 551.085: Certain Deliberations by the Governing Board of a Public Hospital.

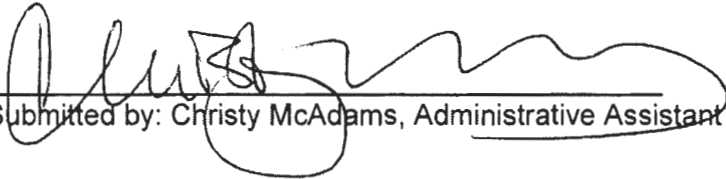
Pursuant to Subchapter D of the Texas Open Meetings Act, this Board reserves the right to discuss in Executive (Closed) Session, such matters, and subjects as are allowed under law.

22. Consider and Take Action, if necessary, regarding Executive Session items.

23. Other.

24. Adjournment.

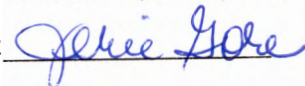
The next Board Meeting is Thursday, February 24, 2022.


Submitted by: Christy McAdams, Administrative Assistant

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Heather H. Hawthorne, County Clerk

Recorded: 

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS FOR CHAMBERS COUNTY PUBLIC HOSPITAL DISTRICT NO. 1 HELD AT THE OMNIPOINT HOSPITAL CONFERENCE ROOM ON JANUARY 27, 2022, 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 OmniPoint Hospital - Conference Room in Anahuac, Texas on Thursday, January 27, 2022, beginning at 5:31 pm with the following Directors present:

Theresa Greco, Chairperson
Marcia Smith, Vice-Chairperson (joined at 6:12pm)
Leslie Turner, Secretary
Mike Emmons, Director
Geraldine Brown, Director

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

Also Present were William Kiefer, CEO, Jay Hodges, CFO, Paul Aslin, COO, Nellie Lunsford, Director of Business Development, Natalie Vasquez Clarke, Director of Human Resources, David Odom, Director of IT, Christy McAdams, Administrative Assistant, Sarina Nickel, CNO, Elissa Lofgren, Interim Executive Director of Clinics, Kevin Reed, with Reed & Claymon, Pastor Hubert Breaux and wife Alice, Ben Beaoui, Dr. Capili, Dr. Redman, Gil Bouillion, Andy Legg, Linda Tinnerman, Gloria Roemer, The Seabreeze Beacon, and Sue Hawthorne, The Progress.

The meeting was called to order by Chairperson Greco, and it was determined that a quorum was present. Pastor Hubert Breaux gave the invocation.

Greco asked about Public Comments –Andy Legg spoke and stated that he intends to run for Board of Directors. Ben Beaoui spoke about his faith and trust in the OPH staff.

The board reviewed the December 9, 2021, board minutes. The time of exiting the Executive Session is missing from said minutes. McAdams to revise and return to board for review. Minutes will be brought to next meeting for approval.

Consent Agenda:

Compliance Report and Safety Report were reviewed by the board members. No questions.

Operational Reports – Introduction of Elissa Lofgren by Kiefer. Lofgren is the new Interim Executive Director of Clinics. Lofgren spoke about the change of scope to allow Dr. Andres to provide services at Mont Belvieu Rehab. No questions or comments.

CEO's Monthly Update Report given by William Kiefer.

Introduction of Lofgren. Kiefer stated that the document titled 'Trends that will Add to Financial Distress at Many Hospitals in 2022' was placed in everyone's packet for review.

Employee Comments were reviewed by board. Director Emmons wants to remind the staff that the bonus received around Christmas was actually a COVID Retention Bonus and not a Christmas Bonus. He

wants the staff to know so that they will not be expecting the board to approve that payment every year. Kiefer assured the group that it was announced to the staff correctly at the time of distribution.

Community Outreach – Lunsford has scheduled a multitude of events where our staff is out in the community. Board saw photos of providers and staff all volunteering for multiple community events.

WCMC Renovation - happening in 3 phases. This is a \$1.3 million dollar renovation paid through HRSA funds. We are moving from 12 to 23 exam rooms. Board reviewed a timetable for the construction.

Feasibility Firm – Kiefer spoke about the feasibility firm the board agreed to hire so that we can better understand the healthcare needs of the region. Emmons wants the study to focus inside the boundaries of the hospital district. Reed and Hodges confirmed that the survey will give information to show us which services and where would be the best place to pursue strategic growth for our organization.

Nursing Updates – Kiefer has been working as a nurse recently and the systems are very antiquated. The registration clerks do not have access to sign someone into the ER. We want to move toward updating our systems so that we are able to take some of the tasks off of our nurses and streamline the process to make an emergency room visit length quicker. HCA has a grant that will cover a TeleStroke cart that would usually cost \$30-\$35 thousand dollars. With the grant it would be free. This would greatly improve our services to the community. Kiefer recommended that we look into rotating out board members to the Med staff meetings in the future.

A motion was made to approve the Consent Agenda by Secretary Turner and Director Brown seconded the motion. The motion carried unanimously.

Old Business:

Dr. Yazdani's Building Update – local realtor to work with Dr. Yazdani's son to get a price and will report back as soon as they have something.

New Business:

Hodges reviewed the Financial Statements for October 2021. Director Emmons requested that the guests be given a copy of the financials and copies were handed out to Bouillion, Roemer, Tinnerman, and Legg. Turner asked about the 14 million dollar increase over the prior year and Hodges explained that it was due primarily to three areas 1) \$10.6M line of credit with Legend Bank to fund the June 2021 Pre-paid ICT of \$4.3M and \$5.3M in Nursing Home Working Capital Draws 2) \$2.2M in increased Accounts payable and 3) \$1.7M in Deferred Property Tax Revenues. Emmons asked for clarification on the salary increase. Hodges confirmed that the increase was due to two separate reasons 1) market analysis increase approved at the August workshop and 2) the merit increases due to performance that was approved at the December meeting.

A motion was made to approve the financials as presented by Director Brown and seconded by Secretary Turner. Motion carried unanimously.

Hodges requested the opening of a separate banking account for the QIPP Program funds. It was requested that Kiefer, Hodges, and Aslin be appointed signers on the account and that Secretary Turner and Director Brown be given viewing access to this account.

A motion was made by Director Brown to approve the opening of a banking account for the QIPP funds and that Kiefer, Hodges, and Aslin by appointed signers of the account, while granting viewing access to herself and Secretary Turner. Director Emmons seconded the motion. Motion carried unanimously.

Hodges stated that he suggests using Durbin and Company for FY2021 Audit. This company has been used by the organization for the last 7-8 years. Next year Hodges would like to get 2 bids – from Durbin and Company and BKD.

A motion was made by Director Emmons to approve the Engagement Letter for FY 2021 Audit by Durbin and Company. The motion was seconded by Secretary Turner. Motion carried unanimously.

Castle Development Group – Letter of Intent – Aslin spoke of his experience with Castle Group and the PT program. The board agreed to table this discussion until the LOI was reviewed by legal counsel.

Order of Election for 2022 was approved and signed by board members.

Anahuac Education Foundation Sponsorship – Recommendation was made to donate \$2,500 toward the Foundation which funds AISD teacher grants for innovative programs, projects, and products for students. The Foundation also provides a Student/Teacher recognition program.

A motion was made to donate \$2,500 to the Foundation as a Silver Sponsor by Director Brown and seconded by Vice Chair Smith. Motion carried unanimously.

A motion was made by Director Emmons that there be a drawing to determine who received the tickets given with the Silver Sponsorship. Secretary Turner seconded the motion. Three votes no by Greco, Smith and Brown – motion failed.

Hodges spoke about CCPHD invoices over \$5,000 and the long-standing policy of getting approval that has not been followed through the years. During the January 25th board meeting the policy was preliminarily changed to increase this amount to \$25,000 and will be voted on at the board meeting in February. Hodges confirmed that the majority of expenses were already approved through the budget.

A motion was made to approve the CCPHD invoices over \$5,000 shown by Director Emmons and seconded by Director Brown. Motion carried unanimously.

Bayside Healthcare Foundation discussion was tabled. Board agreed that a workshop to discuss may be needed.

Studer Huron Proposal – employee training and education is tabled for now and will move forward with more once the IT infrastructure problems are corrected.

Community Center Proposal for Reduced Membership reviewed by board members.

A motion was made to offer the \$10 discounted rate to taxpayers that live here in Mid-County effective February 1st by Director Brown and seconded by Secretary Turner. Motion carried unanimously.

Community Health Needs Assessment (CHNA) is a federal requirement and Chambers County approached our organization offering to split the cost for the program. The total cost would be \$42,000 but now we will be paying \$24,000 and Chambers County will be paying the other half.

A motion to approve the Community Health Needs Assessment contract with Chambers County was made by Vice Chair Smith and seconded by Director Brown. Motion carried unanimously.

Cedar Port and Baytown Area Retail Spaces were reviewed by board. 4 options of locations were given for evaluation. This matter was tabled until the feasibility survey is returned.

IT Infrastructure Upgrade Cost and EHR Discussion – Odom stated the quote for the upgrade is \$42,000.

A motion was made to approve the IT upgrade for \$42,000 by Vice Chair Smith and seconded by Secretary Turner. Motion carried unanimously.

CMS COVID Mandate – CCPHD must enforce the vaccine mandate given to all states. Reed states that the mandate applies to volunteers, staff, other boards that are not appointed by election, and vendors. The staff is being offered the chance to complete religious and medical exemptions before February 21st.

Sleep Med Contract - Pro-forma given to board for review. Program has no initial startup costs - the monthly cost is for a management fee. This program may start slowly but it is suggested that it should be given one year trial and revisit profitability.

A motion to approve the Sleep Med Contract was given by Vice Chair Smith and seconded by Director Brown. The motion carried unanimously.

Request made by Roemer for her and Hawthorne to receive entire board packet. Greco stated that they would speak with legal counsel and let her know if allowed.

A motion to go into Executive Session was made at 7:30 pm by Director Brown and seconded by Vice Chair Smith. All parties were in favor and the motion carried unanimously.

A motion was made by Vice Chair Smith to approve the Hospital QAPI Report and Statistics as reviewed. Director Brown seconded the motion. The motion carried unanimously.

- **NEW-APPOINTMENT:**

- **Ewan Johnson, MD, ER Dept. Staff:** Credentials for Ewan Johnson, MD, ER Dept. Staff were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Ewan Johnson, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Justina Taube, MD, ER Dept. Staff:** Credentials for Justina Taube, MD, ER Dept. Staff were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Justina Taube, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Brandon Aldrick, PTA, Allied Health Professional:** Credentials for Brandon Aldrick, PTA, Allied Health Professional were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Brandon Aldrick, PTA, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.

- **RE-APPOINTMENT:**

- **Jeffrey Zatorski, MD, Consulting Radiologist:** Credentials for Jeffrey Zatorski, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Jeffrey Zatorski, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Mudassir Shafi, MD, Consulting Radiologist:** Credentials for Mudassir Shafi, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Mudassir Shafi, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Kee Wee, MD, Consulting Radiologist:** Credentials for Kee Wee, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Kee Wee, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Madelyn Vuong, MD, Consulting Radiologist:** Credentials for Madelyn Vuong, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Madelyn Vuong, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Hai Nguyen, MD, Consulting Radiologist:** Credentials for Hai Nguyen, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Hai Nguyen, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Larry Grissom, MD, Consulting Radiologist:** Credentials for Larry Grissom, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Larry Grissom, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Ralph Norton, MD, Consulting Radiologist:** Credentials for Ralph Norton, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Ralph Norton, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Maryanne Tran, MD, Consulting Radiologist:** Credentials for Maryanne Tran, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Maryanne Tran, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Robert Scholl, III, MD, Consulting Radiologist:** Credentials for Robert Scholl, III, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Robert Scholl, III, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **David Olifant, MD, Consulting Radiologist:** Credentials for David Olifant, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff

Coordinator advised the members of Credentials Committee that David Olifant, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.

- **Chandra Katragadda, MD, Consulting Radiologist:** Credentials for Chandra Katragadda, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Chandra Katragadda, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Vijay Mittal, MD, Consulting Radiologist:** Credentials for Vijay Mittal, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Vijay Mittal, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Andrew Martin, MD, Consulting Radiologist:** Credentials for Andrew Martin, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Andrew Martin, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Jose Spencer, MD, Consulting Radiologist:** Credentials for Jose Spencer, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Jose Spencer, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Nguyen, MD, Consulting Radiologist:** Credentials for Nguyen, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Nguyen Nguyen, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Muzammil Shafi, MD, Consulting Radiologist:** Credentials for Muzammil Shafi, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Muzammil Shafi, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Ravi Bikkina, MD, Consulting Radiologist:** Credentials for Ravi Bikkina, MD, Consulting Radiologist were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Ravi Bikkina, MD, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.
- **Nicholas Fontenot, RPH, Allied Health Professional:** Credentials for Nicholas Fontenot, RPH, Allied Health Professional were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Nicholas Fontenot, RPH, is up to date on all certifications/license, has been queried in the National Practitioners Data Bank, Texas Board of Nursing and Office of Inspector General with no reports.

After a review of the above credentialing files, a motion was made by Vice Chair Smith and seconded by Director Brown to approve the above listed appointments. The motion carried unanimously.

A motion was made by Vice Chair Smith to adjourn Executive Session and seconded by Director Emmons at 8:37 pm. Motion carried.

Adjournment:

A motion was made by Secretary Turner to adjourn, and Director Emmons seconded the motion. All parties were in favor and the motion carried unanimously. Meeting adjourned at 8:39 pm.

Approved this 28th the day of February 2021.

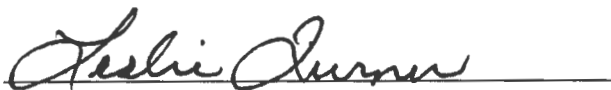


THERESA GRECO, CHAIRPERSON
BOARD OF DIRECTORS

SECRETARY'S CERTIFICATE

I, Leslie Turner do hereby certify that: I am the Secretary of Chambers County Public Hospital District No. 1 DBA OmniPoint 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; that the meeting was duly and regularly called and held in accordance with the bylaws of the District.

IN WITNESS WHEREOF I have hereunto set my hand this 28th day of February, 2022.



Leslie Turner, Secretary