

**Notice of Regular Meeting of the Board of Directors
Chambers County Public Hospital District No. 1
5:30 P.M. December 9, 2021
Bayside Community Hospital Wellness Center
Agenda**

1. **Call to Order**
 - a. Confirmation of a quorum.
 - b. Invocation by Pastor Ronald Smith.
 - c. Introduction of Guests.
 - d. Review and Approve Minutes of Previous Meeting(s) – October 28, 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
 - b. Chambers Community Health Center, Inc. (FQHC) Operations

5. Administrative Reports
CEO's Monthly Update Report
 - a. Employee Retention Engagement Facts
 - b. Article for 5 Solutions to Resignation in Healthcare
 - c. Proposal for Free Membership 2022 - Wellness Center
 - d. IGT
 - e. Employee Comments
 - f. Community Outreach – November 2021
 - g. Huron/Studer Presentation
 - h. Occupational Health Services

Old Business:

6. FY 2020 Hospital Auditors Review by Tommy Davis.
7. 360 Smartercare Update
8. Urgent Care for Mid-County Update
9. GEM Partners Update
10. Sleep Medicine

New Business

11. Discuss, Consider and Take Action on, if necessary, October 2021 Financials and Statistical Reports.
 - a. HRSA Release of \$734,518 in American Rescue Plan (ARP) Funds.



12. Discuss, Consider and Take Action on, if necessary, Employee COVID Retention Bonus.
13. Discuss, Consider and Take Action on, if necessary, Adding 3 New Nursing Homes to the QIPP Program.
 - a. Legacies Nursing and Rehabilitation effective 12/1/21
 - b. Focused Care at Pasadena effective 12/31/21
 - c. Focused Care at Burnet Bay effective 12/31/21
14. Discuss, Consider and Take Action on, if necessary, Transfer of Management and Name Change for Regency Village to become Brighton Senior Living at Regency Village.
15. Discuss, Consider and Take Action on, if necessary, Mont Belvieu Property Purchase.
16. Discuss, Consider and Take Action on, if necessary, Occupational Health Services.
17. Discuss, Consider and Take Action on, if necessary, Bayside Healthcare Foundation.
 - a. Bylaws
 - b. Change of Name
 - c. Meeting Date (January 2022)
 - d. Members of Board
18. Discuss, Consider and Take Action on, if necessary, Policies for Board of Directors.
 - a. Preparation of Agenda for Meeting of Board of Directors
 - b. Management of Spending, Purchasing, and Contracting by District
 - c. Preparation of Minutes of Meetings of Board of Directors
 - d. Employee Travel
19. Discuss, Consider and Take Action on, if necessary, IT Infrastructure Proposal.
20. Discuss, Consider and Take Action on, if necessary, iPad and BoardEffect Software Purchase.
21. Discuss, Consider and Take Action on, if necessary, Studer/Huron Proposal.
22. Discuss, Consider and Take Action on, if necessary, Feasibility Firm Data.

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
- d. New Litigation

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.

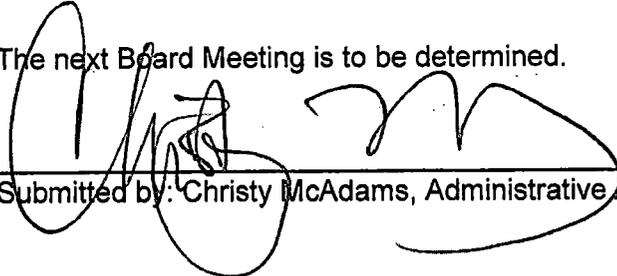
Pursuant to Subchapter D of the Texas Open Meetings Act, this Board reserves the right to discuss in Executive (Closed) Session, such matters, and subjects as are allowed under law.

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

24. Other.

25. Adjournment.

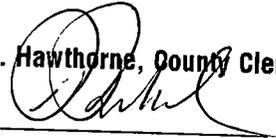
The next Board Meeting is to be determined.


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 BAYSIDE COMMUNITY HOSPITAL - WELLNESS CENTER CONFERENCE ROOM ON DECEMBER 9, 2021, 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 - Wellness Center Conference Room in Anahuac, Texas on Thursday, December 9, 2021, beginning at 5:43 PM. with the following Directors present:

Theresa Greco, Chairperson
Marcia Smith, Vice-Chairperson
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/CNO, 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, Kevin Reed, with Reed & Claymon, Pastor Ronald Smith, Dr. Redman, and Tommy Davis.

The meeting was called to order by Chairperson Greco, and it was determined that a quorum was present. Pastor Ronald Smith gave the invocation. William Kiefer introduced David Odom and Tommy Davis.

The board members agreed to allow Odom and Davis present so that they would be able to leave immediately following their segment. David Odom presented the IT Infrastructure Proposal first.

An audit of the Chambers Health IT system was done by Mandry. The CH IT department is still back in the 90's and has no way to grow with that as a foundation. There should be 5 firewalls and we currently have 11. We can possibly get grant funds to help with the cost – but it is something that needs to be researched. Vice-Chair Smith asked what we should start with to remedy the problem. Odom said correcting the firewall issue should be first and then the core build out should come second. Rick Groves, the previous IT Director's contract terminates December 31, 2021. Odom stated that his team may be able to recycle some things, but the firewalls are around \$10k, Core switches are \$80k and it would take about 18 weeks to install. Everything will be under a warranty and there will be a layer of security afterwards that we can tell where everything is. The biggest risk for now is that hackers could gain access to the system and hold our information for ransom. The HIPPA violations on top of the cost of a ransom payment would wipe CH out. Greco asked if there is room in the budget or can we move things around to find the money to pay for this proposal.

A motion was made to see if we can move things around in the budget and find the money to pay for this proposal – Odom is to come back in January with more information for the board to review by Vice—Chair Smith and Director Brown seconded the motion. The motion carried unanimously.

Tommy Davis quickly reviewed the 2020 audit and told the board that there were only 2 changes since the last reports they reviewed.

A motion was made to approve the 2020 Audit as given by Director Brown and seconded by Secretary Turner. The motion carried unanimously.

The board reviewed the October 28, 2021, board minutes.

A motion was made to approve the minutes as given by Vice-Chair Smith and Director Brown seconded the motion. The motion carried unanimously.

Consent Agenda:

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

CEO's Monthly Update Report given by William Kiefer.

In an attempt to "give back" to the taxpayers here in Mid-county Janice Jircik prepared a proposal for free membership to taxpayers in 2022. Turner and Emmons were concerned that anyone off the street would have access to the facilities including the pool and shower. Brown was curious about the financial stability of the center if we took away membership fees. Kiefer explained that the center is making about \$2500 a month and as of now the center offers a multitude of things, such as bingo, movie days on Fridays, group classes, etc. Lunsford mentioned the center was busier before COVID and people are just starting to come back out. The proposal was tabled, and board asked that Jircik bring back more ideas after the first of the year.

IGT – Jay stated that the IGT transfers happen twice a year – in June and December.

Employee Comments were reviewed by board.

Community Outreach – Lunsford keeps us all extremely busy. Board saw photos of providers and staff all volunteering for multiple community events.

Huron/Studer Presentation – This group helps hardwire excellence and develop leadership skills. Huron would push achieving the OmniPoint experience across the organization. This group holds you accountable and trains staff on best practices. It would be a 3-year commitment and there are 3 price options. Brown believed the program sounded beneficial and wondered about the time the staff might be pulled away from other duties. Aslin explained that the program would focus on leadership first and they would have to prioritize the training to make sure the OmniPoint experience is part of the culture. Smith expressed that she would rather use funds to pay for the IT proposal. Reed stated that Studer is highly used and of high quality. Aslin mentioned that he feels like the employees are craving this sort of investment into them as staff members. It will help with retention and value and will pay off in the end. Dr. Redman said Studer has a very good reputation and investment in our people. It will not be cheap, but it will be very beneficial. Brown asked that if we started with the lowest option #1 – could we later move up to options 2 or 3. Kiefer said they would. Hodges was asked his opinion and stated that we should look at the budget and see if things could move around. We do have a \$3.4 million bottom line, but we do not want to whittle it down to nothing. Kiefer agreed that it is something we can come back

and look at later. An informal vote was taken, and Turner, Emmons, and Smith voted to table the motion while Brown voted for Option 1. No vote from Greco.

Occupational Health Services – Physio is on Decker Drive across the street from Exxon. Methodist has one provider to handle their Occ Health Services and rumor is that he is not well thought of. Emmons stated that he would be more supportive of opening in the Cedar Bayou area. Greco agreed that the need is in the Cedar Bayou area, and we should look at all opportunities. Lunsford stated that we can look at the area for a standing building or an area to build. Kiefer agreed to continue to work and bring back more information in the future. Lunsford mentioned to the board that Physio on Decker Road was seeing more than just Baytown patients. That area could open us up to more possibilities.

A motion was made to approve the Consent Agenda by Vice-Chair Smith and Director Brown seconded the motion. The motion carried unanimously.

Old Business:

360 Smartercare and Urgent Care for Mid-County are still being evaluated. More to come later.

GEM Partners – Dr. Andres is wanting to do visits in Mont Belvieu's Nursing Home. Will update with more as soon as we have more information.

Sleep Medicine – meeting is scheduled for next week to re-evaluate. Will have more information in the future.

New Business:

Hodges reviewed the issues keeping him from producing the Financial Statements for October 2021. The PRF Report was due 2 weeks ago, and since then they have been fighting with the CPSI software. The system is archaic and will only hold data 18 months out. He is hoping to have the financial statement ready to email out by early next week. The board understood that it was beyond Hodge's control. PRF that was received by the hospital, and we may be able to allocate some of those funds to the IT Infrastructure Proposal. Turner asked if any QIPP money comes in – does it go towards the line of credit. Hodges that funds come into the hospital before going to the nursing homes. Reed confirmed that monthly Medicaid payments and supplements payments go straight to the nursing home. The board requested a workshop so that they will be able to answer questions about the QIPP program. Reed said that the federal government has been holding up the answers – but in the next 90 days we should know if the QIPP program will be extended for 5 years. The nursing homes are getting supplemental revenue and it is helping to keep open rural hospitals. Financials were tabled until January meeting.

Feasibility Firm – Kiefer spoke about hiring a feasibility firm to better understand the healthcare needs of the region. Stroudwater is supposed to be sending over a proposal and he will share its information once received. They will look at our service area for growth. The cost is estimated at around \$25-\$35 thousand dollars. Reed stated that this survey will help with decisions on where we should build/reconstruct. Vice-Chair Smith stated that the community wants a new hospital here in Mid-County. Reed confirmed that the survey will give information to show us if that is the best decision or not.

A motion was made to approve up to \$40k towards hiring the feasibility firm by Director Brown and seconded by Vice-Chair Smith. Emmons and Turner voted against the motion. Greco voted for the motion. Motion carried.

Employee COVID Retention Bonus reviewed by board.

A motion was made to approve the Employee COVID Retention Bonus with the employee paying their own taxes (not grossed up) by Secretary Turner and seconded by Vice-Chair Smith. Motion carried unanimously.

Group recessed for a quick break from 8:34pm to 8:43pm.

A motion was made to approve adding 3 new nursing homes to the QIPP Program – Legacies Nursing and Rehabilitation, Focused Care at Pasadena, and Focused Care at Burnet Bay – by Secretary Turner and seconded by Director Emmons. Motion carried unanimously.

A motion was made to approve transferring management and a name change for Regency Village to become Brighton Senior Living at Regency Village by Vice-Chair Smith and seconded by Secretary Turner. Motion carried unanimously.

Mont Belvieu Property Purchase – There is a market for CT, MRI, surgical imaging services, sleep med, and rehab in the Mont Belvieu area. We have an option to sell this land with us as the first option to partner with the company building. Dr. Yazdani's building is also for sale. Board asked Kiefer to reach out to Dr. Yazdani to get a price for his building for now. Subject tabled – Aslin and Kiefer asked to bring back more information to the board.

Bayside Healthcare Foundation – board decided to table subject for now and add to the January agenda for more discussion.

Policies for Board of Directors – tabled – board to discuss at January 25th Workshop if time allows.

A motion to approve the purchase of iPads and Board Effect Software was made by Vice-Chair Smith and seconded by Director Brown. Motion carried unanimously.

A motion to go into Executive Session was made by Vice-Chair Smith and seconded by Director Brown. All parties were in favor and the motion carried unanimously. Board moved to come out of Executive Session at 9:08 PM.

A motion was made by Vice-Chairperson Smith to approve the Hospital QAPI Report, Statistics and reviewed new litigation. Director Brown seconded the motion. The motion carried unanimously.

- **NEW-APPOINTMENT:**

- **GENE ELDER, FNP-C, ER STAFF:** Credentials for Gene Elder, FNP-C, ER Staff were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Gene Elder, FNP-C 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:**

- **Kimberly Rawlinson, LPC, Allied Health Professional:** Credentials for Kimberly Rawlinson, LPC, Allied Health Professional were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Kimberly Rawlinson, LPC, 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.
- **Connie Ruiz, LD, Allied Health Professional:** Credentials for Connie Ruiz, LD, Allied Health Professional were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Connie Ruiz, LD, 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.
- **Donald Harper, FNP-C, Courtesy Staff:** Credentials for Donald Harper, FNP-C, Courtesy Staff were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Donald Harper, FNP-C, 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.
- **Vivian Valdes, FNP-C, Active Staff:** Credentials for Vivian Valdes, FNP-C, Active Staff were presented for review to the Credentials Committee. The Medical Staff Coordinator advised the members of Credentials Committee that Vivian Valdes, FNP-C, 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-Chairperson 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 9:55 pm. Motion carried.

Adjournment:

A motion was made by Secretary Turner to adjourn, and Vice Chair Smith seconded the motion. All parties were in favor and the motion carried unanimously. Meeting adjourned at 9:56 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.

A handwritten signature in black ink, appearing to read "Leslie Turner", is written over a solid horizontal line.

Leslie Turner, Secretary