

**Notice of Regular Meeting of the Board of Directors
Chambers County Public Hospital District No. 1
5:30 P.M. October 27, 2022
OmniPoint Health Community Wellness Center
Agenda**

1. **Call to Order**
 - a. Confirmation of a quorum.
 - b. Invocation.
 - c. Pledge.
 - d. Introduction of Guests.
 - e. Review and Approve Minutes of Previous Meeting –September 6, 2022, September 22, 2022 (3), and September 29, 2022.

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.

3. Appreciation of August (Noe Mejia) and September (Stefanie Haynes) recognized employees.

4. **Administrative Reports**
 - a. Leone Swing Bed (7/13/22)
 - b. WCCC Ambassador – J. Jircik
 - c. DON Replacement

5. **Board Committee Reports**
 - a. Finance Committee
 - b. CEO Search Committee

6. **Hospital Committee Reports**
 - a. Compliance Report
 - b. Safety Committee Report
 - c. Marketing Report

7. **Operational Reports**
 - a. FQHC Executive Director's Report

Executive Session

The Board will meet in closed session pursuant to Section 161.032 of the TEXAS HEALTH AND SAFETY CODE to discuss and consider Medical Staff Reports, Rules, and Regulations, and Hospital Quality Assurance/Process Improvement Reports, Credentialing and Statistics.

Return to Open Session

8. Discuss, Consider, and Take Action on, if necessary, Hospital Quality Assurance/Process Improvement Reports; Credentialing; and Statistics August and September 2022

Old Business

9. Update on A/C units for Wellness Center and installation of CT Machine, storage units.
10. Discuss, Consider, and Take Action on, if necessary, offer to CFO Candidate.
11. Discuss, Consider, and Take Action on, if necessary, Physical Therapy Staffing Agreement and Management Agreement with Physio, Inc.

New Business

12. Discuss, Consider, and Take Action on, if necessary, CEO search
13. Discuss, Consider, and Take Action on, if necessary, Financial Statements, Statistical Reports, and staffing issues in the accounting department.
14. Discuss, Consider, and Take Action on, if necessary, Date for November/December Board Meeting.
15. Discuss, Consider, and Take Action on, if necessary, Review Roofing Proposals.
16. Discuss, Consider, and Take Action on, if necessary, the Addition of Ann Newton to Bank Accounts as signatory.
17. Discuss Consider and Take Action on, if necessary, to review and approve expenses in excess of the spending policy.
18. Discuss, Consider and Take Action on, if necessary, management of the \$1.6 million grant for IT infrastructure.
19. Discuss, Consider and Take Action on, if necessary, the IRS Payroll Tax issue
20. Discuss, Consider and Take Action on, if necessary, the Trubridge refund issue
21. Discuss, Consider and Take Action on, if necessary, the December IGT payment
22. Discuss, Consider and Take Action on, if necessary, on D&O insurance policy renewal

Executive Session

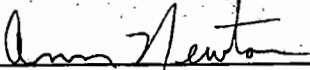
The Board will meet in closed session pursuant to Sec. 551.074 of the TEXAS GOVERNMENT CODE to discuss personnel matters, and pursuant to Sec. 551.071 of the TEXAS GOVERNMENT CODE to discuss with its attorney, either in person or by telephone, matters which require confidentiality pursuant to the attorney client privilege and, if applicable, under to Sec. 551.085 of the TEXAS GOVERNMENT CODE to discuss a proposed new service or product line.

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 Section 161.032 of the TEXAS HEALTH AND SAFETY CODE and/or Sections 551.0771, 551.072, 551.074 and 551.085 of the TEXAS GOVERNMENT CODE.

Return to Open Session

23. Adjournment:

The next Regular Board Meeting is scheduled for Thursday, November 27, 2022, at 5:30 pm in the OmniPoint Hospital Conference Room.



Submitted by: Ann Newton, HR Generalist

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Heather H. Hawthorne, County Clerk

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MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS FOR CHAMBERS COUNTY PUBLIC HOSPITAL DISTRICT NO. 1 HELD AT OMNIPOINT HEALTH WELLNESS/COMMUNITY CENTER ON OCTOBER 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 Health Wellness/Community Center in Anahuac, Texas on Thursday, October 27, 2022, 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 Paul Aslin, Interim CEO; Ann Newton, HR Generalist; Karin Bradford, Interim CFO; Janice Jircik, Marketing and Community Center, and husband Chris Jircik; Nellie Lunsford, Business Development, and husband, John Lunsford; Anthony Capili, MD, Chief of Staff; Britney Strickland, Medical Records; Pat Fuller; Stefanie Haynes, Materials Management; Malinda Albritton, Social Worker; Noe Mejia, Plant Operations; Misty DeHoyos, Radiology; Aleta Bettis, Pharmacy; Gloria Roemer, Sue Hawthorne; Kevin Reed, Reed, Claymon.

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.

Public Comment – None

Appreciation of August (Noe Mejia) and September (Stefanie Haynes) recognized employees –
Paul Aslin, read the write up for Noe Mejia and Karin Bradford read the write up for Stefanie Haynes.

Minutes of Previous Meetings – September 6, 2022, September 22, 2022 (3), and September 29, 2022.
A motion was made by Director Turner and seconded by Director Legg to table the minutes until next meeting. Motion carried unanimously.

Administrative Reports -

Leone Swing Bed – We have more Swing Bed days and I recommend we continue the program.

WCCC Ambassador – J. Jircik – Janice was selected as Ambassador for the month of September for the West Chambers Chamber of Commerce.

Local Funds Tracking System (LOFTS) – Ann Newton and I are now registered.

Life Safety Survey –

My attention has been focused on this the last couple weeks.

Report was extensive. Heard we were grandfathered in on some things

Been working with Trent with Kevin Reeds office and going back and forth, we only have 10 days to respond. At first we were told we had 60 days and now it is back to 10. Ask for some type of extension.

Trent gave him some information on a feasibility study on the findings and give us a cost.

May be able to take to the State for some type of waiver. We will respond tomorrow.

Ducts for all but we don't have room.

Electrical engineering system want 3 systems instead of 1.

Some smaller items.

Self-closing device on patient doors. Extra lighting for egress to building.

A lot of these things will be very costly.

Kevin Reed said we will probably be grandfathered in on some of these things.

QIPP – Because of how the program works this year, the dollars are being diluted.

The impact is that hospitals will have a short fall.

Our management company is taking away some of the dollars from the nursing homes to give to the hospital which is contractual safe.

Some nursing homes may want to pull out since they will not be getting the anticipated amount of money for now.

Director Brown said that I think we need to recognize Janice for all her hard work.

Board Committee Reports -

Finance Committee -Minutes are on page 22

CEO Search Committee – Chairperson Emmons said that the committee ended today and will be discussed in Executive Session.

Hospital Committee Reports -

Compliance Report

Safety Committee Report

Marketing Report

Operational Reports -

FQHC Executive Director's Report – Mr. Aslin said that Elissa couldn't be here this evening.

He said that the construction at West Chambers is almost complete.

Secretary Tinnerman asked if we have the COVID Booster and Mr. Aslin said yes.

Executive Session:

A motion was made by Director Brown and seconded by Director Turner to move into Executive Session at 5:54 pm. Motion carried unanimously.

A motion was made by Director Turner and seconded by Vice Chair Legg to exit Executive Session at 6:02 pm. Motion carried unanimously.

Return to Open Session

A motion was made by Director Brown and seconded by Director Turner to approve the Medical Staff Reports, Rules, and Regulations, and Hospital Quality Assurance/Process Improvement Reports, Credentialing and Statistics as presented. Motion carried unanimously.

Old Business

Update on A/C units for Wellness Center and Installation of CT Machine, storage units.

A/C units for Wellness Center - Noe Mejia informed the Board that Lennox said that we needed to purchase now. He said if we didn't purchase now the price would be going up.

Chairperson Emmons thanked Noe for all his hard work.

CT Machine – Misty said that it is complete and is being used. Mobile unit is gone. Misty said that the new CT is very user friendly. She said there has been a couple of hiccups but all is good.

Chairperson Emmons asked if the Radiologists were good with the new CT. Misty said yes they were

Chairperson Emmons said that the Board appreciates the update.

Storage Units – Noe informed the Board that we still have 3. Britney said that we will have some shredded in December and by December 2023 all Medical Records will be completely done. She said that all medical records need to be double locked. She said there's still HR, Quality, etc. still in that storage unit.

CFO Candidate –

A motion was made by Secretary Tinnerman and seconded by Director Turner to approve the CFO contract with Phil Hacker to begin work November 21, 2022. Motion carried unanimously.

Physical Therapy Staffing Agreement and Management Agreement with Physio, Inc.

After much discussion a motion was made by Director Brown and seconded by Secretary Tinnerman to approve the Physical Therapy Staffing Agreement and Management Agreement with Physio, Inc. with the understanding that the organization has a 60 day out clause. Motion carried unanimously.

New Business

CEO Search – Will discuss in Executive Session.

Financial Statements, Statistical Reports, and staffing issues in the accounting department.

Karin Bradford informed the board:

Cash on hand is at 129.9 days

FTE tracking August to September dropped to 7.3 FTE's

Legends Bank loan payment of \$1,126,847.98 will be paid on November 1, 2022

Received more correspondence from the IRS in yesterdays mail

Vice Chair Legg asked what the outstanding balance was to the IRS. Karin stated at this time it is \$7,613.07.

Director Brown asked if this takes care of Item #19 on the agenda.

Consolidated Income Statement – Secretary Tinnerman had asked to see this report. These numbers are preliminary and subject to change.

Secretary Tinnerman asked if the new PO system was working ok? Karin said yes that the PO system was working but it doesn't post to the FL yet.

Date for November/December Board Meeting -

After discussion a motion was made by Director Brown and seconded by Director Turner to cancel the regularly scheduled board meeting in November and re-schedule for December 8, 2022 at 5:00 pm at the Community Center. Motion carried unanimously.

Review Roofing Proposals – Noe informed the Board that he had two proposals but with the expense it was decided to wait until January 2023. It was decided that Noe receive one more bid and bring back to the Board in December.

Addition of Ann Newton to Bank Accounts as signatory -

A motion was made by Secretary Tinnerman and seconded by Vice Chair Legg to add Ann Newton, HR Generalist to account numbers 0719, 0727, 0743, 0750, 0768, 8531, 8575, 8689, and 9539 and remove Christy McAdams from account numbers 0719, 0727, 0743, 0750, 0768, 8531, 8575, 8689 and 9539. Motion carried unanimously.

Review and approve expenses in excess of the spending policy – Noe Mejia informed the Board that we already have a credit with Jace A/C & Heating. The cost of the two A/C units for the Community Center will cost approximately \$11,000.

A motion was made by Director Turner and seconded by Director Brown to approve the purchase of the two A/C units for the Community Center. Motion carried unanimously.

Management of the \$1.6 million grant for IT infrastructure – The grant amount is \$1,192,000.

After much discussion a motion was made by Secretary Tinnerman and seconded by Director Brown to have the CEO secure three bids to oversee the IT Grant. Motion carried unanimously.

IRS Payroll Tax issue- was discussed during financial reports.

Trubridge refund issue – Karin Bradford told the Board that Trubridge was instructed by Peggy Hamilton a prior CFO to not refund any insurance companies. The amount of insurance refunds was around \$243,000 but it is not that much now. Trubridge is re-working the claims before any monies is refunded.

December IGT Payment – Paul told the Board that he and Karin has a meeting with Allegiance bank on November 1st to discuss a possible loan for the IGT payment. Karin stated that we are unsure of the amount needed at this time.

D&O Insurance Policy Renewal – Paul informed the Board that he had received an update from Patti Johnston at HealthSure. Patti said that she had received one quote from IronShore for \$35,000 with no prior acts covered so we will have to purchase tail coverage as well. Kevin Reed discussed the insurance terms. Paul told the Board that the D&O in place now will expire December 5th.

Executive Session:

A motion was made by Director Brown and seconded by Director Turner to move into Executive Session at 7:21 pm. Motion carried unanimously.

A motion was made by Director Turner and seconded by Vice Chair Legg to exit Executive Session at 8:15 pm. Motion carried unanimously.

Return to Open Session

Adjournment:

A motion was made by Director Turner and seconded by Director Brown to adjourn the meeting at 8:16 pm. Motion carried unanimously.

Approved the 17th day of November, 2022.

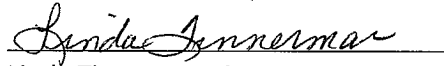


Mike Emmons, Chairperson
Board of Directors

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 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 the 17th day of November, 2022.



Linda Tinnerman, Secretary