

**MINUTES OF THE BOARD OF DIRECTORS' MEETING
SWEENY HOSPITAL DISTRICT**

January 25, 2022

Time 18:00

Members Present: Mason Nichols, President; Scott Swift, Vice President
Patti Foster, Secretary; Violet Weeks, Lisa Leal,
Charlie Genella, Leeda Wood

Others Present: Enrique Leal, III, M.D.
Agatha Sanchez
Jason Martinez, Monroe Vos (Virtual)

Employees Present: Kelly Park (Virtual), Cindy Burge, Stuart Butler, Dana Quintanilla, Travis Alford, Stephanie Crowder, Doug Smith, Tracy White, April Nichols

1. **Call to Order** Mr. Nichols called the meeting to order at 1801.

2. The invocation was given by Ms. Weeks.

3. **Record Members Present and Establish A Quorum**
There being 7 members present, a quorum was established.

4. **Public Comments**

A. Agatha Sanchez with the Thanksgiving Feast said she has done numerous organizations in Sweeny, re-organized and re-structured them. She said she is very quiet in this town and has done a lot of numerous things behind the scenes and just likes to work like that. She said the Thanksgiving Feast is dear to her heart. She said she is very proud of our community, and she is here to thank the hospital district for being with them for all these years. A lot of people were fed. This is not about poverty, this is about unity. She is proud of our little community for being successful. She also thanked Phillips 66 for assistance this year and Chevron Phillips last year. She said she works for Dr. Britton which is one of the five surviving individuals who worked hard to get the Sweeny Hospital District started. She said she knows the Jaycees did all the main signatures but these men worked hard. She said we are very blessed. She had her first job at the hospital working along beside Violet Weeks. The ER is amazing and to watch what the hospital did. She commented she learned so much in the lab in the ER. She said she knows the hospital can be successful. She said to tell Kelly Park that Dr. Britton is watching every news article. She said Kelly has done an excellent job. She said Dr. Britton is reading and he thinks the hospital has done a great job. She thanked the board for the time to speak and thanked the board for what has been done for this community.

Ms. Weeks thanked Agatha for organizing the Thanksgiving Feast and for all she does for the community. Agatha said she gives God the praise for it. Scott Swift said he has been involved in the fire service since he was 17 years old and he looks at the impact that she has made. He sees that as a model. She said we all have a life and a reason to serve here.

Mason Nichols thanked her for her kind words. He said all the hospital folks that go out and serve, Dana, Kelly, Stuart, everybody and even members of this board, he wanted to thank everyone for that, and it does make an impact, and we clearly see that.

5. **Review/Approve Board of Directors' Meeting Minutes:**

A. December 28, 2021 General Meeting

Ms. Weeks made a motion to approve the minutes from December 28, 2021.

Mr. Swift seconded the motion. Unanimous decision, motion carried.

B. January 11, 2022 Special Called Meeting

Doug Smith mentioned on page 7 of the packet, 16 million should be stated as 13 million dollars in interest compared to 40 year loan. On page 8 he requested to change "Mr. Smith said he will make up the \$451,000" to "Mr. Smith projected we should make up the \$451,000".

Ms. Wood made a motion to approve the amended minutes from January 11, 2022.

Ms. Weeks seconded the motion. Unanimous decision, motion carried.

6. **Finance Committee Report**

Doug Smith gave overview of December 2021 financials.

After discussion, Ms. Foster motioned to approve the December 2021 financials as presented. Mr. Genella seconded the motion. Unanimous decision, motion carried.

7. **Old Business**

A. Replacement hospital update:

Ms. Park said we are in the seconded round of design development meetings this week and hopefully will sign off on the designs.

Ms. Weeks inquired about ultrasounds since we only did 30 and asked if we are short staffed. Ms. Park said we have 2 technicians that are ultrasound techs, and we should be able to do more ultrasounds as we move forward. April Nichols said actually it was a normal month. We did have a tech out for a while going through cancer treatment but confirmed that we have 2 techs in house all the time now.

8. **New Business**

A. Monroe Vos

Jason Martinez joined the meeting virtually. Updates given on the following:

- Retirement Plan Update

Distributed electronically to the board were the quarterly Performance and Risk Measurement Executive Summary for the 401(A) and 457(B) plans. Mr. Martinez gave a summary for the last quarter and no recommended changes were made.

- Investment Account update

Overview was given on the investment account and he commented about four grand was made this past quarter.

B. Frost Bank

(1) Consider and take action, if needed, regarding authorized signers for new bank account for loan for new hospital

Mr. Nichols said a new account has to be set up regarding the loan for the hospital. We need to approve the signers on the account. We propose to have Kelly Park and Travis Alford on that account.

After discussion, Mr. Swift made a motion to adopt the following resolution:

- Allow Frost Bank to hold Sweeny Hospital District deposits (17 million) throughout the project up to 3 years
- Authorize Kelly Park to execute the following (depository, security and tri-party agreements)
- Authorize Kelly Park and Travis Alford as signers on the bank account (s)

Ms. Wood seconded the motion.

Mr. Nichols asked if there were any additional questions. Ms. Foster inquired about the number of signers required to make a draw from the account. Ms. Park said two. Ms. Foster asked if the 17 million has to remain until the loan is paid off without using any of the funds. Ms. Park said we use our funds first but we do have to leave it there. Ms. Foster said basically we are securing our loan. Mr. Smith said the way it is structured is we spend the first 5 million dollars then the construction loan kicks in then we use the rest of that money. Mr. Nichols said the bank will hold the funds up to three years during the project. Mr. Smith said as soon as you convert it to a mortgage it is no longer a construction loan. Mr. Nichols said to Ms. Park, we haven't voted on it yet, but if you don't mind by next meeting if you would get some fine details on it because we are only opening the account for now. Ms. Park responded she will.

Mr. Nichols said we have had a motion and a second. Kelly will get fine details on stipulations of the account and present next meeting. All in favor of opening the account, unanimous decision, motion carried.

C. General Election, May 7, 2022, county-wide joint election organized through Brazoria County

(1) take action if needed, to order an election for Sweeny Hospital District
Information about the upcoming election was given. The four incumbents are Mason Nichols, Scott Swift, Patti Foster and Charlie Genella. If for some reason just four people actually run, then we would pull out of the election.

After discussion, Ms. Leal made a motion for Sweeny Hospital District to participate in a county-wide joint election which is organized through Brazoria County for May 7, 2022 election. Ms. Wood seconded the motion. Unanimous decision, motion passed.

Stepping back to the previous step, Doug Smith brought some information about the bank account. Mr. Nichols said he will pass it around for them to view once he reads the whole section. This section gave clarification regarding the 17 million.

D. Miscellaneous Capital Requests

(1) Consider and take action, if needed to approve capital requests presented

Ms. Park said no capital requests this round.

Ms. Weeks inquired about problems with the intercom system at the nurse's station. Ms. Park said we have someone looking at the nurse call system. Stuart Butler gave clarification on the problems we are experiencing.

9. **Board Committee Reports:**

A. **Sweeny Community Hospital Foundation Board Update:**

Ms. Park said we are back on board with Dini Spheris, and we are having weekly meetings. We have increased the capital campaign target to about 4 to 5 million. At the annual Medical Staff meeting, a presentation was given. We plan to do a physician wall and include them on the capital campaign.

10. **Administrative Information Report – Kelly Park**

A. **CEO Report**

Updates were given on the following:

- Covid 19 mandates regarding vaccines
- No more monoclonals to be issued
- Budget and Productivity Meetings

B. **Human Resources Report – Dana Quintanilla**

Updates given on the following:

- FT/PT/PRN Employee Headcount: 195
- Hired: 2, Terminated: 8 PRN
- FT/PT: 146
- Open Positions given
- Referral Bonus

C. **Emergency Medical Services Report: Stuart Butler**

- SEMS Calls up
- A lot of employees out with covid, been a rough month staffing
- Transfers down
- IT related – more electronics have failed. Fogging the rooms for covid may be affecting the electronics.
- New squad car has arrived

10. **CLOSED EXECUTIVE SESSION:**

Mr. Nichols announced the Board would go into closed, Executive Session at 1935 to review the following:

A. Medical Staff Credentials

End of Executive Session

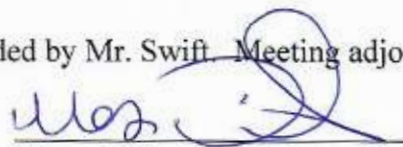
Went out of Executive Session at 2009

11. **Action regarding Executive Session:**

Ms. Wood made a motion to approve Medical Staff credentialing files presented in Executive Session. Ms. Weeks seconded the motion, unanimous decision, motion passed.

12. **Adjournment**

Mr. Genella moved for adjournment, seconded by Mr. Swift. Meeting adjourned at 2010.


Mason Nichols, President
Recorder: Cindy Burge