

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

April 27, 2021

Time 18:00

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

Others Present: Enrique Leal, III, M.D.  
Kyle Theil – Courtney Harper Partners Architects & CallisonRTKL Inc.  
Beau Herr - Courtney Harper Partners Architects & CallisonRTKL Inc.  
Tom Ronayne  
Leeda Thompson Wood  
Wes Wolfe, The Facts Newspaper

Employees Present: Kelly Park, Cindy Burge, Stuart Butler, Dana Quintanilla, Travis Alford, Sarah  
Hebert, Veronica Scott , Noralene Corder (by phone)

1. **Call to Order** Mr. Nichols called the meeting to order at 1800.
2. The invocation was given by Ms. Weeks.
3. **Record Members Present and Establish A Quorum**  
There being 5 members present, a quorum was established. Lisa Leal arrived at 1804 after quorum was established.
4. **Public Comments**
  - A. Tom Ronayne, citizen of the hospital district, made a public comment by reading from a document regarding the replacement hospital.  
  
He provided written statements to the board of what he read. Mr. Nichols thanked Mr. Ronayne for his public comments. The written document will remain on file.
5. **Review/Approve Board of Directors' Meeting Minutes:**
  - A. **March 29, 2021 General Meeting**  
Mr. Nichols said the next order of business is to review and approve the updated minutes from 3/29/2021 distributed at the meeting.  
  
Mr. Swift made a motion to approve the minutes from 3/29/2021.  
Ms. Weeks requested for a correction regarding the Rudd and Wisdom THA Retirement Plan vote. The vote was recorded that she abstained. Ms. Weeks said she was not present in the room. Ms. Burge said the minutes noted that Ms. Weeks had stepped out of the room, and she had inquired from the board how the vote should be recorded in the minutes. Mr. Swift said it was a conflict of interest for her to remain in the room. Ms. Weeks said she could not abstain since she was not present. Mr. Nichols said who advised. Ms. Burge said she had asked and was instructed to record it as Ms. Weeks abstained.

After discussion, the decision was made to correct as:

Unanimous decision, motion carried. Ms. Weeks returned to the meeting. Per conflict of interest, Ms. Weeks recused herself.

Mr. Swift made a motion to approve the minutes as corrected from March 29, 2021. Ms. Weeks seconded the motion. Unanimous decision, motion carried.

7. **Old Business**

**A. Renovation/build in place hospital update:**

**(1) Consider and take action, if necessary, to approve Compensation Arrangement and Attachment D terms and conditions with CallisonRTKL Inc and Courtney Harper & Partners**

Overview of the opportunity for development of a new hospital on the present site at 305 North McKinney Street was given. Two scenarios were given to replace the building on the site without interfering with current operations during the construction phase.

Ms. Weeks inquired if we would need to do soil sampling here. The response was yes, but the risk is very minimal. She also inquired if anyone had spoken to them regarding the 524 site. She commented soil samples have already been taken there, and we could build a smaller hospital there. Ms. Leal also spoke up and said we also have financing there. Ms. Park responded that we do not have financing there because the scope of services has changed, the floor plan is different. The USDA financing is gone all together.

Mr. Theil asked if there were any additional questions. Mr. Nichols said everything looks good with the agreement.

Ms. Leal asked how confident are they with the bid for 30 million for the construction part. They commented they are architects but this is based on experience and prices are all other the place now. The 30 million is the target price. They will get with their cost estimators, their team and with all partners on their side to aim at that number. Ms. Leal also asked if they would be filling the project manager role. The response was they do their own project manager as far as the design process is concerned. The construction manager is a project manager for the construction process.

Mr. Genella inquired can a better understanding be given as this project kicks off from a design standpoint, walk them through the initial schematic process and engaging a construction manager to help in validating that 30 million. You mentioned a cost estimator. Response was they like to get a cost consultant involved from the beginning so they can actually then start to generate the range of costs to the level of a facility that the hospital staff wants to achieve. This helps get greater cost certainty as they move forward in the design process. In concept design, they will be working toward a 60,000 square foot building, working toward the targeted cost wanted.

Ms. Weeks said what she is concerned about with a building that size, you will have elevators but we want stairways that are wide enough that if the generators go out, we can get patients up and down. She commented that another hospital could not do this when their generators got flooded. The response was they would definitely be mindful of that. The point that Ms. Weeks is raising is a good one. There is minimum required by code and then there is good practice. The code requires absolute minimum but the minimum will not always get the job done.

Mr. Genella also inquired about the optimum timeframe to engage bringing on a construction manager to help in that validation of cost estimation as far as the labor and cost of materials. The response would be when we get to the end of schematic design phase.

Mr. Genella said I am sure you have plenty of experience on the architectural construction administration side of things because when things come up whether it is interpretation of design can you speak to that. Mr. Herr's response was what they want to do is get to the end of design development and there are no design issues. They want the contractor to go to the site, and build the building. They don't have to think about design, just assemble the building.

Ms. Weeks said the previous architect had the LAB set up the way Frank Knezek requested. Ms. Park said we have Laura Massey to design the way the Lab needs to be set up. Ms. Weeks asked do we not have access to the previous architect drawings. Mr. Herr said all those drawings are the hospitals but they will design it for this site.

Mr. Nichols said the board can entertain a motion if they choose. Mr. Swift made a motion to approve for Ms. Park to engage the compensation arrangement per attachment D terms and conditions with CallisonRTKL, Inc. and Courtney Harper and Partners. Ms. Park said the goal will be that she signs the agreement, they start drawing and get us some drawings by May 1<sup>st</sup>. Mr. Nichols said there is a cancellation in the agreement if we need for them to stop. Ms. Foster seconded the motion. Mr. Nichols asked if there is further discussion on the topic.

Ms. Leal said she is a little nervous. She said 2.4 million is not insignificant. She commented she looked back and said we paid John Mills 2 million after making several revisions. She is nervous because we haven't secured favorable terms from the bank. Ms. Park said we are waiting on Frost Bank. Mr. Swift said he feels real comfortable starting this process. Before we can qualify for legitimate financing, we have to take this first step. Ms. Leal said she agrees that something has to be done. She feels we can wait a month or maybe two weeks. She does not feel it is necessary to make a decision today. Mr. Genella said there has been a lot of due diligence to this point, engaging firms to get a better perspective before tonight. He feels we are in a position to move forward with the next step. Ms. Weeks commented if we go with this company, we should work on a USDA loan. Ms. Foster commented we have had significant support from the community that we stay at this location. It has been on Facebook numerous times and has spoken to many people that are very happy that we are not moving to a different location. Ms. Park said the only thing she has to say is we can't stay in this facility the way it is. The team here is an excellent team, we can take care of a trauma but we need an updated facility. Mr. Nichols said he spoke with several people and they want the hospital to remain here. Ms. Leal said she does not think Facebook is representative of the community. She asked if we should talk with leaders in the community. Ms. Weeks said her main concern is operations. She is in favor of a total rebuild of the hospital. Ms. Foster said she already spoke with several leaders in our community in support of the hospital at whatever we decide to do.

Mr. Nichols said we have a motion by Mr. Swift and a seconded by Ms. Foster, vote was three to two, Mr. Swift, Mr. Genella and Ms. Foster in favor, Ms. Leal and Ms. Weeks opposed, motion passed.

6. **A. Finance Committee Report**

Noralene Corder gave overview of March, 2021 financials.

After discussion, Mr. Genella motioned to approve the March 2021 financials as presented. Mr. Swift seconded the motion. Unanimous decision, motion carried.

8. **New Business**

**B. Miscellaneous Capital Requests**

Ms. Park gave an overview of the Sherlock display and sensor for 3CG PICC line equipment. After discussion Mr. Swift made a motion to approve the purchase of the Sherlock 3CG PICC line in the amount of \$8,600.00. Ms. Leal seconded the motion, unanimous decision, motion carried.

9. **Board Committee Reports:**

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

Update was given on funds raised at the golf tournament fundraiser. They netted about \$22,000. Sweeny team came in 2<sup>nd</sup>. Overall, with all the capital campaigns, we have \$924,037.71 in the foundation account.

10. **A. Monroe Vos**

1) Retirement Plan Update

Mr. Martinez gave a summary regarding the 401(A) and 457(B) plans. The retirement plan for the employees is doing well.

2) Investment Account Update

Mr. Martinez said the investment fund made over ½ million dollars. No recommendation was suggested to change managers at this time.

8. **C. Annual Review/Approval Administrative Manual Policies and Procedures**

This is the annual review of the policies that are currently in the Administrative manual. All new and revised policies this past year had already been in the board packets previously for review.

Ms. Weeks made a motion to approve the Administrative Manual Policies and Procedures. Mr. Swift seconded the motion. Unanimous decision, motion carried.

8. **D. Annual Review/Approval Safety Manual Policies and Procedures**

Mr. Genella made a motion to approve the Safety Manual Policies and Procedures as presented. Ms. Weeks seconded the motion. Unanimous decision, motion carried.

9. **Board Committee Reports**

**B. Board Executive Committee**

Information included with the Administrative report. Minutes from meeting included in packet.

10. **Administrative Information Report**

**A. CEO/CNO Report – Kelly Park**

Updates were given on the following:

- Vaccine Clinic – excess vaccines to be returned to Maderna.

- Agency Nursing to be utilized until positions can be filled in the ER and Med Surg floor. Expense to be covered with Covid funds.
- Hired Medical Surgical Manager (Stephanie Crowder), Hired 1 night position and 1 day position. Need to fill 1 night ER and 1 night med surg nurse
- Had management council meeting, we will be looking at productivity and not replacing positions that are not absolutely needed. Making sure spending is decreased as much as possible.
- Update given regarding Dr. Liberoni for lab and physical therapy services.
- Surveys received from LJA and should receive Doyle and Wachtstetter by Friday
- Update regarding NIMS classes for Emergency Management
- Update on Shelly Waters and Lisa Schaubroeck at the West Columbia Clinic
- The Alliance Meeting attended by Tracie Copeland. She did a great job in promotion of the hospital.
- Sarah Hebert gave update on the ER Stats and the Press Ganey HCAP scores.

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

Out of 200 employees, 145 fulltime/part time, 15 termed (3 were term all other volunteer), and 1 death. PRN pools are getting cleaned up reducing the number of employees. Open positions were given. High, Solid and Low (HSL) was done this month for all employees.

#### **C. Emergency Medical Services Report:**

- New ambulance is in but waiting on paperwork from the state for license and supplies before it is put in use.
- There have been a lot of stomach viruses
- Update given on ESD 6, and contract with Brazoria. Their goal is to build a station in Brazoria for the EMS services.

#### **11. CLOSED EXECUTIVE SESSION:**

Mr. Nichols announced the Board would go into closed, Executive Session at 2107 to review the following:

A. Discuss personnel matters

#### **End of Executive Session**

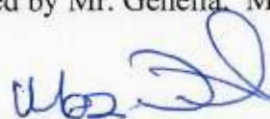
Went out of Executive Session at 2241.

#### **12. Action regarding Executive Session:**

Mr. Swift made a motion to approve a bonus for the CEO. Ms. Foster seconded the motion, unanimous decision, motion passed.

#### **13. Adjournment**

Mr. Swift moved for adjournment, seconded by Mr. Genella. Meeting adjourned at 2242.



Mason Nichols, President  
Recorder: Cindy Burge