

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

May 25, 2021

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: Judge Robert Foster
Robert Spurck, RCMH
Enrique Leal, III, M.D.
Atiq Dada, M.D.
Corey Anderson, M.D.
Tom Ronayne
Wes Wolfe, The Facts Newspaper

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

1. **Call to Order** Mr. Nichols called the meeting to order at 1806.

2. The invocation was given by Ms. Foster.

3. **Administer Oath of Office**

The Statement of Elected/Appointed Officer forms were completed by the two incumbents and one new board member.

Judge Foster administered the Statement of Office and the Oath of Office for board of directors Violet Weeks, Lisa Leal and Leeda Wood. The Oath of Office forms were completed by the three directors and notarized.

4. **Record Members Present and Establish A Quorum**

There being 7 members present, a quorum was established. Ms. Wood was welcomed to the board by Mr. Nichols.

5. **Board Education**

Mr. Nichols said Robert Spurck will do a high-level board education webinar. These are things that we need to keep in mind on the yearly basis.

Mr. Spurck introduced himself as legal council of the hospital. The annual board education was given covering the following topics: board orientation, hospital closures, ultimate authority, delegate to committee, duties as individual board member and board as a whole, non-involvement in management issues or daily hospital business, vacancies on the board, avoid conflicts of interest, legal duties, be an advocate for the hospital, good and bad management, stark law involving physicians and anti-kick-back laws involving everyone, cyber training requirements and public funds.

New updates as of 2019 regarding the public meetings act and public relations act was given.

- Walking quorum – meetings with less than a quorum discussing hospital business. Emails and text messages are included.

- Required training for new board members
- IT training – Cyber training required annually

Mr. Nichols inquired about the cyber training. Mr. Spurck will forward information to Ms. Park. The deadline to complete the cyber training is 6/14 annually.

6. **Public Comments**

A. Tom Ronayne, citizen of the hospital district, thanked Mr. Nichols for the productive discussion yesterday and appreciates him taking the time to listen and respond to some of the concerns he had been expressing in the board meetings the last couple of months. He said they agree to disagree on some things, but he believes they are on the same page for the most important ones, mainly what is done from this point forward. He proceeded reading from a document identifying the action items discussed. Mr. Nichols thanked him for his comments.

Dr. Atiq Dada commented it has been a while since he addressed the board. He said he and Dr. Leal have been here since 2008 and proceeded to give a scenario of the time he has been practicing here. He appreciates having a CEO here that has a clinical background. He said it takes a team effort, the board, the CEO and the doctors working together. With the board's decision to build the hospital here, he commented we are getting the best of both worlds. We keep this location and establish the current need. He said it is easier to build more upfront than to backtrack and have to add later. He expressed the need for ICU beds and dialysis capability. He commented this place is going to grow. He said going forward this community has a lot of potential, and we need a new hospital that has the capability of doing what we do now and more.

Corey Anderson, M.D. made a comment he moonlighted here as a resident back in 1997-1998. A lot of good changes have been made since that time. Sweeny has a good reputation as far as city services, chemical plants and the school district. He said we need the hospital to benefit the community and have local healthcare services available. There is so much that the community can benefit from having the hospital here. He is proud to work with the hospital staff and the board.

7. **Appointment of Officers:**

Mr. Swift nominated Mason Nichols as President. Ms. Foster seconded the nomination, unanimous decision, Mr. Nichols will remain President.

Mr. Genella nominated Scott Swift as Vice President. Ms. Wood seconded the nomination, unanimous decision, Mr. Swift will remain as Vice President.

Ms. Leal nominated Patti Foster as Board Secretary. Mr. Genella seconded the nomination, unanimous decision, Ms. Foster will remain Secretary.

8. **Appointment of Board Committees**

The Executive Committee will remain the same as last year since that committee consists of the board officers. Joint Conference Committee is always the same as the Executive Committee members.

Finance Committee: Ms. Foster nominated Scott Swift; Ms. Weeks nominated Mr. Genella. Both accepted the positions on that committee.

Strategic Committee: Mr. Nichols nominated Leeda Wood to take his place on that committee. The other members will remain the same.

After discussion it is noted that the board committees for 2021/2022 will be the following:

Executive Committee:	Mason Nichols, Scott Swift, Patti Foster
Joint Conference Committee:	Mason Nichols, Scott Swift, Patti Foster
Finance Committee:	Mason Nichols, Scott Swift, Charlie Genella
Strategic Planning:	Violet Weeks, Lisa Leal, Leeda Wood

9. **Annual Conflict of Interest Disclosure**

The annual acknowledgement form is signed in May that the board acknowledges the policy and will follow it. The actual affidavit occurs any time there is an actual conflict of interest. The Conflict-of-Interest statements were completed by the board members. Three members completed the affidavit, (Mason Nichols, Lisa Leal and Scott Swift).

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

A. April 27, 2021 General Meeting

Mr. Swift made a motion to approve the minutes from April 27, 2021. Ms. Foster seconded the motion. Unanimous decision, motion carried.

B. May 11, 2021 Canvass of Votes

Ms. Weeks made a motion to approve the amended minutes from May 11, 2021.

Mr. Swift seconded the motion. Ms. Wood, Ms. Foster and Mr. Genella abstained; motion carried.

11. **Finance Committee Report**

Noralene Corder gave overview of April, 2021 financials.

After discussion, Mr. Genella motioned to approve the April 2021 financials. Ms. Wood seconded the motion. Unanimous decision, motion carried.

12. **Old Business**

A. Hospital Replacement Update:

- Architect meeting Friday for first rounds with managers: Went well moving forward. Next meetings are scheduled on June 9 & 10.
- Contact with Reese will continue, City in favor of building on site
- Architect talking with Texas New Mexico Power
- Surveyors came today to inspect the property today including property lines, underground etc.
- Property across street from The Fountains – waiting to hear back from Tory Hill. Mr. Nichols said real property to be discussed in Executive Session.
- New hospital to be located in front along McKinney Street, 3 story with helipad on ground and parking lot toward Ross Street, not to exceed budget of 45 million.

13. **New Business**

A. Miscellaneous Capital Requests

List of capital equipment items totaling \$804,000 were reviewed including an ambulance, emergency vehicle (squad car), storage trailer for emergency management, 6 blood pressure machines, 88 computers, 15 life pak, radios, lucus, 2 clinic EKG machines, portable Xray machine, Senior Horizons van and a maintenance truck. Payment for the equipment will be made with Covid Funds. Ms. Wood motioned to approve the capital equipment list as presented. Ms. Weeks seconded the motion, unanimous decision, motion carried.

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

A. CEO/CNO Report

- Project manager position has been posted.
- USDA would still need a construction loan, Frost does it all. Scope of Service is still the same.
- Sent Frost Bank campaign information, time line of Architect still waiting for construction budget timeline, survey, geo-tech.
- MOB flood: the estimate amount \$55,790.04, less \$25,000 advance, less \$5,000 deductible for balance payable of \$25,790.04
- Respiratory therapy in building 24/7 due to Trauma level 4. Starting fiscal year 2022
- The Fountains will be up to 18-19 residents by end of June.
- Wellness Center to open gym back up, mask mandates to be relaxed. Temperature checks will still be required.

14. **Board Committee Reports:**

A. Sweeny Community Hospital Foundation Board Update:

Foundation board is waiting on the architects then the capital campaign will start back up.

B. Joint Conference Committee Report

Sarah Hebert gave update on Press Gancy Scores for January – March 2021.

C. Board Executive Committee

Report was included with CEO report.

13. **New Business**

B. Human Resources Report – Dana Quintanilla

Currently we are at 204 head count. October 2020 to May 2021, the term rate is 17.8. Goal was to keep it under 18%. We took out the PRN employees and we currently have 148 fulltime and part-time employees with 14 termed at 9%. We do have a couple of open positions, one nurse position and ED at night then the bonus will be over. Once filled, this will eliminate the agency nurse once training is complete.

C. Emergency Medical Services Report: Stuart Butler

- ESD 6- Yearly Budget update
- Consideration of building EMS Stations in Brazoria
- We pay Brazoria for dispatch for Sweeny calls.

16. **CLOSED EXECUTIVE SESSION:**

Mr. Nichols announced the Board would go into closed, Executive Session at 2117 to review the following:

A. Deliberations concerning real property

End of Executive Session

Went out of Executive Session at 2207.

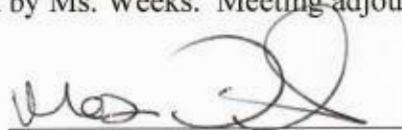
Action regarding Executive Session:

None.

June board meeting set for fourth Tuesday, June 22nd.

17. **Adjournment**

Mr. Swift moved for adjournment, seconded by Ms. Weeks. Meeting adjourned at 2208.



Mason Nichols, President

Recorder: Cindy Burge