

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

March 29, 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.
Deborah Whitley – BKD and Advisors
Tom Ronayne
Leeda Thompson Wood
Wes Wolfe, The Facts Newspaper
Bill Chalmers – by phone

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

1. **Call to Order** Mr. Nichols called the meeting to order at 1804.

2. The invocation was given by Ms. Weeks.

3. **Record Members Present and Establish A Quorum**
There being 6 members present, a quorum was established.

4. **Public Comments**

A. Tom Ronayne, citizen of the hospital district, made a public comment by reading from a two-page document regarding the highway 524 site.

He provided written statements to the board of what he read. Mr. Nichols thanked Mr. Ronayne for his public comments and said under the Texas Open Meetings Act, the board can't respond to his comments other than a thank you for sharing with the entire board.

The two page document will remain on file.

5. **Receive Annual Audit and Cost Report from BKD, CPA's and Advisors**

Ms. Whitley gave a presentation of the fiscal year 2020 audit. She provided two reports, one is the true audit report which is considered public information. The other is the letter addressed to the board of a list items of importance.

She gave an update on:

I. What is going on in healthcare:

- Medicaid 1115 Waiver
 - UC Funding
 - Waiver Extension – CHIRP in the new UNRIP
 - DSRIP funds redirected into other programs based on MD volume
- Pricing Transparency
- Provider Relief Funds for Hospitals for Covid

II. A Quick Overview – Cash is up \$1.8 million, overview given in the following:

- Overview of Finances, balance sheet and third-party settlements
 - Statement of Revenue, Expenses and Change in net position
 - Charts – Net Revenue Trends, Liquidity excluding NH, Days Cash on Hand, Net Days in A/R, Patient Days, Discharges, Peer Comparison – Percent Gross Revenue, Percent Net Revenue,
 - Report on internal control
- III. Moving Forward
- Management of Cash, PPP loans, MC Accelerated payments
 - Collections / Billing
 - Covid 10 challenges
 - New RHC Cost per limit caps effective next year

A 5-minute break was taken at 1923. Session resumed at 1928.

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

A. **February 23, 2021 General Meeting**

Ms. Weeks made a motion to approve the minutes from February 23, 2021.

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

7. **Finance Committee Report**

Noralene Corder gave overview of February 2021 financials.

After discussion, Ms. Leal motioned to approve the February 2021 financials. Mr. Swift seconded the motion. Unanimous decision, motion carried.

8. **Old Business**

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

(1) Consider and take action, if needed to select an Architectural firm

- Courtney Harper & Partners Architects
- Heitkamp Swift Architects
- BB & W Architects

Ms. Park said tours of the hospital were given to all three architectural firms. Information from the three firms was reviewed and discussed.

After discussion, Ms. Weeks motioned to pursue making a contract with Courtney, Harper and Partners Architects. Mr. Swift seconded the motion. Unanimous decision, motion carried.

Ms. Leal asked what would be the next step. Ms. Park said she would call them and say we have had this conversation now what can you do for the hospital, can you meet the cost. Now she is able to talk true cost of the project. Briefly discussed was the process to be taken going forward.

After discussion, Mr. Nichols said we have a motion and a second. He requested for a vote. All were in favor, unanimous decision to pursue Courtney Harper Design Architectural Firm.

9. **New Business**
A. Miscellaneous Capital Requests
None

B. Review and discuss letters received from Rudd & Wisdom regarding the THA retirement plans for SCH

Letters included in packet were reviewed and discussed. Mr. Nichols said this is from the old retirement plan. Ms. Weeks departed the room since she is on that plan.

After discussion, Mr. Swift made a motion to keep the asset mix in the current state for the THA retirement plan, until further notice.

Ms. Leal seconded the motion. Unanimous decision, motion passed.

Ms. Weeks returned to the meeting.

Old Business

Mr. Nichols said we need to go back to the renovation/build in place.

We had requested for Ms. Park to reach out for financing for the project. Banks contacted regarding financing is the following:

- Texas Dow Employees Credit Union (TDECU)
- Prosperity Bank
- Frost Bank

Ms. Weeks said we have a loan officer that is running for the board. Would that be a conflict of interest if we really considered that bank. Patti Foster said it would not be because Ms. Morgan is a credit analyst. Ms. Weeks said TDCEU gave a variable rate. Ms. Park said this is only a term sheet. They have not said they would even give us a loan.

Prosperity Bank is not interested and Frost Bank is waiting on receiving the audit information before a decision is made. We should hear back from Frost Bank by the end of the week once they receive the audit and we expect a good term sheets.

For USDA, you have to have three letters from banks that they will not give us a loan. Briefly discussed was what is required to go through USDA at this location if needed.

10. **Board Committee Reports:**

A. Strategic Planning Committee Report

Overview of fiscal year 2021 Strategic Plan (minutes of meeting) was reviewed and discussed. Mr. Nichols requested to correct a typo on his last name when calling the meeting to order in the minutes.

Ms. Foster made a motion to approve the plan as written in the minutes. Mr. Genella seconded the motion. Unanimous decision, motion passed.

B. Sweeny Community Hospital Foundation Board Update:

The golf tournament fundraiser is scheduled April 23rd. Tickets are being sold for a 50/50 also and winning ticket to be drawn at the tournament. Sweeny House will be doing the food for the event.

11. Administrative Information Report – Kelly Park

A. CEO/CNO Report

Updates were given on the following:

- Nursing agency staffing
- The Fountains – two new residents to move in
- STATS update
- Columbus Nursing Facility to be added May 1st.
- Employee Engagement percentiles
- Shelly Water, FNP to be added at West Columbia Health Clinic

B. Human Resources Report

Report given by Dana Quintanilla– 211 employees, 25 hired, 2 resignations, 21 volunteer resignations, 6.67 turnover rate. Open positions were reviewed. Still continuing to fight fraudulent unemployment claims.

C. Emergency Medical Services Report:

Mr. Butler gave update on the following:

- EMS is staying steady but call volume has been down. People being picked up are more critical.
- Example given on patient that was taken direct to Angleton to be flown by helicopter to Hermann Hospital. Patient's life was saved. Bryan Jones has been sworn in as commissioner for ESD 6 and was immediately moved to Vice President position.
- New ambulance to be picked up tomorrow.

Three-minute break taken before going into Executive Session.

12. CLOSED EXECUTIVE SESSION:

Mr. Nichols announced the Board would go into closed, Executive Session at 2142 to review the following:

- A. Medical Executive Committee Report**
- B. Medical Staff Credentials**
- C. Personnel Matters**

End of Executive Session

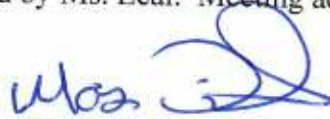
Went out of Executive Session at 2243.

13. Action regarding Executive Session:

Ms. Weeks made a motion to approve Medical Staff Credentials (4 physicians and 1 nurse practitioner) presented in Executive Session. Mr. Genella seconded the motion, unanimous decision, motion passed.

14. **Adjournment**

Mr. Swift moved for adjournment, seconded by Ms. Leal. Meeting adjourned at 2300.



Mason Nichols, President
Recorder: Cindy Burge