

CUERO REGIONAL HOSPITAL
BOARD OF DIRECTORS MEETING

May 28, 2020

The Board of Directors of Cuero Regional Hospital held their regular monthly meeting, via conference call, on Thursday, May 28, 2020, Cuero Regional Hospital, DeWitt County, Texas, at 5:38 P.M. The agenda was posted in compliance with the Open Meetings Act. A board packet was posted online at cuerohospital.org, along with a dial in Toll-Free number and access code.

Board members present via conference call were:

Mr. Richard Wheeler, Chairman
Mrs. Faye Sheppard, Vice Chairman
Mr. Charles Papacek, Secretary
Dr. John Frels, DDS, Member
Mrs. Cindy Sheppard, Member

Leadership members present were:

Mrs. Lynn Falcone, Chief Executive Officer
Mrs. Alma Alexander, Chief Financial Officer
Mrs. Judy Krupala, Chief Nursing Officer
Mrs. Denise McMahan, Assistant Administrator
Dr. Paul Willers, II, Chief of Staff, arrived during the Chief Nursing Officer report
Dr. David Hill, Chief Medical Officer
Mrs. Kathy Simon, Administrative Assistant

Guests via conference call: Mr. Geoff Crabtree, Methodist Healthcare System, Ms. Allison Flores, Cuero Record

The Board Chairman called the meeting to order at 5:38 p.m.

Community Input: None

Mr. Charles Papacek moved, Mrs. Faye Sheppard seconded, to approve the minutes of the regular called meeting on April 23, 2020 and the emergency called meeting on May 7, 2020 as presented with one typographical change to the May 7, 2020 minutes (Payroll to Paycheck); the motion carried unanimously.

The Chief Financial Officer's Financial Statement and Statistical Report were provided. The Chief Financial Officer spoke on hospital financials and on clinic financials. The reports were accepted as presented. The Quarterly Investment Report was for information only.

There were no appointments or reappointments for the Chief of Staff to report this month.

The Marketing and Development Director report was provided and consisted of a list of

CALL TO
ORDER

COMMUNITY
INPUT

MINUTES

FINANCIAL/
STATISTICAL

MEDICAL
STAFF

MARKETING

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advertising and current events. Mrs. Faye Sheppard noted the generous support of the community towards the hospital. Mr. Wheeler noted the Best of the Best Awards that were listed in the report.

The Clinic Administrator's report regarding operations and KPI was provided.

CLINIC
LEADERSHIP

The Assistant Administrator's report on Quality/Safety, Finance, and Community was provided.

ASST. ADMIN.
REPORT

The Chief Nursing Officer's report on Quality/Safety, People, Growth and Community was provided. Mrs. Krupala noted that we had our first dialysis patient and everything went well.

CNO REPORT

The Chief Executive Officer's report on Quality/Safety, People, Growth and Community was provided.

CEO REPORT

The Quality report was reviewed.

QUALITY

There was no new compliance information noted.

COMPLIANCE

Committee Reports: None

COMMITTEE
REPORT

Old Business: None

New Business:

The Chairman of the Board reviewed the results of the board's self-evaluation and discussed with the other board members.

BOARD EVA

The Chairman of the Board reviewed the results of the Board's evaluation of the Chief Executive Officer.

CEO EVAL
BY BOARD

The Chief Nursing Officer presented the Semi-annual Review of the Nurse Staffing Plan for October 2019 through March 2020. Highlights of the plan included, (1) average daily census for each nursing unit; (2) patient falls; (3) work related injuries/illnesses; (4) staffing utilization; (5) validated patient complaints; (6) readmission rates; (7) skin breakdown; and (8) patient satisfaction tool. Dr. Frels moved, Mrs. Faye Sheppard seconded, to accept the Semi-annual Review of the Nurse Staffing Plan for October 2019 through March 2020 as presented with one correction of transposed numbers; motion carried unanimously.

NURSE
STAFFING
PLAN

The Assistant Administrator reviewed the 1st Quarter QA/Risk Management/Safety Report. Mr. Papacek moved, Dr. Frels seconded, to approve the 1st Quarter QA/Risk Management Safety Report; the motion carried unanimously.

QUARTERLY
QA/RM/SAFI

The Chief Financial Officer presented the Investment Policy with no changes noted, a

INVESTMEN

resolution to Adopt Investment Strategies of DeWitt Medical District with no changes noted, and the List of Approved Investment Brokers with no changes noted. Some minor typos had been corrected prior to the meeting and the items resent to the board for review. Dr. Frels moved, Mrs. Cindy Sheppard seconded, to accept the Investment Policy, Strategies and Approved Investment Brokers List with minor typo changes; the motion carried unanimously.

POLICY/
STRATEGIES
APPROVED
BROKER

The Board Chairman requested the board to table the Annual Audit Report and board education by BKD, LLC until the board is able to meet in person. Dr. Frels moved, Mr. Papacek seconded, to table the BKD, LLC Annual Audit Report and board training until the board meets in person; motion carried unanimously.

ANNUAL
AUDIT - BKD

The Chief of Staff reviewed revisions made to the Medical Staff By-Laws. Mrs. Faye Sheppard moved, Mr. Papacek seconded, to approve the revisions made to the Medical Staff By-Laws as presented; motion carried unanimously.

MED STAFF
BYLAW
REVISIONS

The Chief Executive Officer and Senior Leaders gave an informational overview and answered questions regarding current Capital Risks.

CURRENT
CAPITAL
RISKS

The Chief Financial Officer presented a resolution to be approved by the Board to authorize Lynn Falcone, CEO, Alma Alexander, CFO and Denise McMahan, Assistant Administrator to sign checks for all accounts with Prosperity Bank. The resolution also removed Greg Pritchett, Clinic Administrator, from all accounts. The resolution gives authority for Laura Tiffin and Samantha Sutton to discuss banking accounts with Prosperity Bank. It was further resolved that a check would require two signatures and that these signatures will be valid until such time as the Board would pass a new resolution and that such a resolution with the most current date shall have precedence over and other resolutions. Dr. Frels moved, Mr. Papacek seconded, to sign in support of the resolution regarding Prosperity Bank as presented.

RESOLUTION
PROSPERITY
BANK
AUTHORIZED
USERS

The Assistant Administrator requested the capital expenditure purchase to replace two Radiometer ABL80 Flex Blood Gas Analyzers. A quote from IL GEM 4000 for \$17,700.00 was recommended. Mrs. Cindy Sheppard moved, Mrs. Faye Sheppard seconded, to approve the capital expenditure purchase up to \$17,700.00 from IL GEM 4000 to replace two Radiometer ABL80 Flex Blood Gas Analyzers; motion carried unanimously.

2 RADIOMETER
ABL80 FLEX
BLOOD GAS
ANALYZERS

The Chief Financial Officer is requesting authorization from the Board for the CEO or CFO to be able to sign a Surgical Equipment Service Agreement that will have a longer term than that of the Methodist Healthcare Agreement. Mrs. Faye Sheppard moved, Mrs. Cindy Sheppard seconded, to approve the authorization of the CEO and/or the CFO to sign a Surgical Equipment Agreement that will have a longer effective term than the current Methodist Healthcare Agreement subject to resolution of some contractual findings; motion carried unanimously.

AUTHORIZATI
TO SIGN
SURGICAL EQU
SERVICE AGRM

The Chief Executive Officer and Chief Financial Officer discussed COVID-19 Pay. This was discussion with the board only.

COVID-19 PAY

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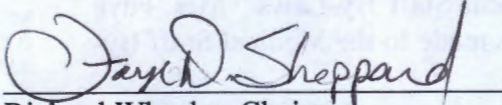
EXECUTIVE
SESSION

The Board entered Executive Session at 7:09 p.m. under Texas Government Code Section 551.074. Personnel matters relating to the appointment, employment, evaluation, discipline or dismissal of an officer or employee.

The Board exited Executive Session at 7:30 p.m. At 7:32 p.m., Dr. Frels moved, Mrs. Cindy Sheppard seconded to approve the performance excellence plan summary and bonus for the CEO and CFO as presented; the motion carried unanimously.

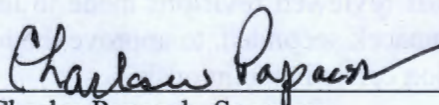
There was no further business; Mrs. Faye Sheppard moved, Dr. Frels seconded, to adjourn; the motion carried unanimously. The meeting adjourned at 7:34 p.m.

ADJOURN



Richard Wheeler, Chairman

Faye D. Sheppard, Vice Chairman



Charles Papacek, Secretary