

**MINUTES FOR THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE WINNIE-STOWELL HOSPITAL DISTRICT**

The meeting of the Board of Directors of the Winnie-Stowell Hospital District (“District”) was noticed and filed pursuant to the Texas Open Meetings Act a full 72 hours prior to the opening of said meeting for 6:00 p.m., August 19, 2020 at the District’s Offices located at 520 Broadway, Winnie, Texas 77665, Winnie Tx 77665 (a copy of said Notice being placed amongst the files of the District).

This meeting was held via videoconference to mitigate the spread of COVID-19. The meeting was duly posted pursuant Texas Government Code 551.127 as modified by the May 12, 2020 Proclamation of Governor Abbott in which the Governor acted to maintain government transparency and continued government operations while reducing face-to-face contact for government open meetings. In addition, members of the public were able to participate and address the Board during the videoconference meeting and a recording of the meeting was made and is available to the public.

At approximately 6:10 p.m., the meeting was convened, and the roll was called of the members of the Board, to wit:

Mr. Ed Murrell	President
Mr. Anthony Stramecki	Vice-President
Robert “Bobby” Way	Treasurer
Jeff Rollo	Secretary
Raul Espinosa	Director

All said Board members were present, thus constituting a quorum. In addition, to the above-named Board members, also present at the meeting were:

Mrs. Sherrie Norris	District Administrator	In person
Mrs. Patricia Ojeda	Indigent Care Director	In person
Mr. David Sticker	District CPA	In person
Mr. Hubert Oxford, IV	General Counsel for the District	In person
Mr. Mo Danishmund	Chief Financial Officer, Hospital	In person

Mrs. Chris Portner	Counsel for Hospital	Conference Call
Mr. Saad Javed	Co-Chief Operating Officer	In person
Mr. Wade Thibodeaux	Hometown Press	In person
Mrs. Gloria Roemer	Seabreeze Beacon	Conference Call

## **2. Pledge of Allegiance**

After the introduction of the guest, President Murrell called on those present to recite the Pledge of Allegiance and the Pledge of Allegiance to the State Flag of Texas.

## **3. Public Comment**

President Murrell then asked for Public Comment but there was none.

## **4. Review and Approve Minutes of Previous Meeting(s): July 15, 2020 Regular Meeting.**

President Murrell called on the Board to address Agenda Item No. 4, to review and approve the minutes of the July 15, 2020 Regular Meeting. The minutes were examined by the Board and no changes were recommended.

Upon motion by Director Stramecki, which was seconded by Director Way, the Board unanimous approval of all the Board members present, the Board approved the minutes of the July 15, 2020 Regular Meeting.

## **5. Review and approve financials report; payment of invoices; receive Accountants report, and amend budget, if necessary.**

President Murrell then called on Mr. David Sticker to present the District's year Financial statements for July 2020. (*See Exhibit "A-1"*). Mr. Sticker informed the Board that there were no significant changes in the balance sheet. As for the profit and loss statement, he highlighted the changes made following the last meeting when the Board amended the budget. Lastly, David suggested amending the Budget so that name of Line Item 571 changed to "Office Supplies and Expenses" from "Office Supplies and Postage". The reason being is by changing the name, Mr.

Sticker felt the District would be include smaller item such as IT Support in this line item. If approved, this would be the third amendment to the Budget for the year.

Upon the conclusion of Mr. Sticker's presentation of the financial statement and budget amendments, Attorney Oxford was called on to discuss the Treasurer's Report, check register, and outstanding invoices to be considered. (See **Exhibit "A-2"**). First, Attorney Oxford asked the Board to review the invoices to be paid. After the Board completed their review of the invoices, Attorney Oxford referred the Board to the funds available section of the report and explained that that the District had \$5,436,704.71 in funds available after the payment of invoices and taking into account the restricted funds in the District's Interbank Account.

From there, he updated the Board on changes to the Cash Availability Report for August 2020 until January 2021. Mr. Oxford informed the Board that he and staff updated the report to account for: 1) decisions made during the July 15, 2020 Regular meeting; and 2) the agreed revised payment dates with the LTC and Salt Creek. By doing this, the District is estimated to have \$7,610,577.37 at the end November 2020. Therefore, after: 1) making an intergovernmental transfer ("IGT") of \$6,000,000.00 for QIPP Year 4, IGT 2; and 2) after accounting for routine income and expenses throughout the month, the District's estimated balance at the end of the year, not including the Prosperity CD and the Texstar account, should be approximately \$1,502,031.58.

Upon the completion of the review of the Treasurer's Report and Cash Flow, Director Stramecki made a motion, that was seconded by Director Way, with the unanimous approval of all the Board members present, to: 1) approve the financials for July 2020; 2) adopt the Treasurer's Reports; 3) pay the invoices presented; and 4) adopt the budget amendment recommended by Mr. Sticker that changes the name of Line Item 571 to Office Supplies and Expenses. (See **Exhibits "A-1" and "A-2"**).

## **6. Discuss and take-action on Committee Reports:**

**Personnel Committee:** Director Stramecki informed the Board that he was going to hold a Personnel Committee meeting to establish a Covid-19 sick policy. In addition, he reminded the Board Mrs. Ojeda's one (1) year anniversary was

approaching, and the Committee would be meeting with her on August 26, 2020 to discuss any raises.

**7. Discuss staff reports, if necessary, by:**

**Administrator's Report**

Mrs. Norris had nothing to report during this portion of the meeting.

**District Indigent Care Director Report**

Mrs. Ojeda started her indigent care report by happily announcing to the Board that since the last meeting, she received fifteen (15) applications for the Indigent Care program. Mrs. Ojeda explained that she felt the increased number of applications filed was due to the non-renewal by the federal government of the \$600.00 per week unemployment payment. She also advised that during the first month of the Pharmacy program, the program saved the District \$3,975.28, or nearly half of the prior cost.

Lastly, she gave the Board notice that two of the District's existing program participants needed spinal surgery at UTMB and the estimated cost for the surgeries were between \$35,000.00 to \$37,000.00. Furthermore, she explained that one of the patients was already over the maximum payment amount in the District's ICAP program. On the other hand, she conveyed to the Board that if both patients were allowed to get the surgeries, they would be qualified to go back to work and would no longer need to be on the District's ICAP program. The Board agreed and thanked Mrs. Ojeda for bring this to their attention.

Otherwise, Mrs. Ojeda referred the Board to her monthly reports. (*See Exhibit "B"*). A summary of the reports is set forth below:

**{INTENTIONALLY LEFT BLANK}**

	July				Year to Date			
<b>Indigent Clients:</b>	Indigent Clients: 44				Clients Enrolled: 88      Average Clients: 64			
<b>Youth Counseling:</b>	Youth Counseling: 12				YC Enrolled: 14      Average Clients: 10			
<b>SUMMARY BY FACILITY</b>	<b>Billed Amount</b>	<b>Medicaid Rate</b>	<b>% of Services</b>	<b>Actually Paid</b>	<b>Billed Amount</b>	<b>Medicaid Rate*</b>	<b>% of Services</b>	<b>Actually Paid</b>
Winnie Community Hospital	\$16,629.00	\$6,817.89	26.64%	\$6,817.89	\$337,536.57	\$138,157.86	47.36%	\$138,157.86
Pharmacy Total	\$3,397.68	\$3,397.68	13.27%	\$3,397.68	\$58,881.14	\$48,389.19	16.59%	\$48,389.19
UTMB Total	\$65,921.44	\$14,869.14	58.09%	\$14,869.14	\$431,782.68	\$100,627.34	34.50%	\$100,627.34
Non-Contract Emergency Services	\$2,374.00	\$0.00	0.00%	\$0.00	\$5,421.05	\$118.78	0.04%	\$118.78
Contract C-Pap Provider	\$0.00	\$0.00	0.00%	\$0.00	\$400.00	\$400.00	0.14%	\$400.00
Youth Counseling	\$510.00	\$510.00	1.99%	\$510.00	\$3,995.00	\$3,995.00	1.37%	\$3,995.00
<b>Grand Totals</b>	<b>\$88,832.12</b>	<b>\$25,594.71</b>		<b>\$25,594.71</b>	<b>\$838,016.44</b>	<b>\$291,688.17</b>	<b>100%</b>	<b>\$291,688.17</b>

	WCH LUMP SUM Balance Tracking			
	LUMP SUM = \$196,699.35      -YTD MCD Rate = \$58,541.49			
	\$337,536.57	\$138,157.86	47.36%	\$138,157.86
	\$58,881.14	\$48,389.19	16.59%	\$48,389.19
	\$431,782.68	\$100,627.34	34.50%	\$100,627.34
	\$5,421.05	\$118.78	0.04%	\$118.78
	\$400.00	\$400.00	0.14%	\$400.00
	\$3,995.00	\$3,995.00	1.37%	\$3,995.00

	SUMMARY BY PROVIDER				SUMMARY BY PROVIDER			
<b>Pharmacy</b>	<b>\$3,397.68</b>	<b>\$3,397.68</b>	<b>8.40%</b>	<b>\$3,397.68</b>	<b>\$58,881.14</b>	<b>\$48,389.19</b>	<b>16.59%</b>	<b>\$48,389.19</b>
Brookshire Brothers Pharmacy Corp	\$2,440.12	\$2,440.12	9.53%	\$2,440.12	\$43,037.35	\$38,601.34	13.23%	\$38,601.34
Wilcox Pharmacy	\$957.56	\$957.56	3.74%	\$957.56	\$15,843.79	\$9,787.85	3.36%	\$9,787.85
<b>WCH</b>	<b>\$16,629.00</b>	<b>\$6,817.89</b>	<b>16.85%</b>	<b>\$6,817.89</b>	<b>\$337,536.57</b>	<b>\$138,157.86</b>	<b>47.36%</b>	<b>\$138,157.86</b>
WCH Clinic	\$3,123.00	\$1,280.43	3.16%	\$1,280.43	\$38,074.17	\$15,459.46	5.30%	\$15,459.46
WCH Observation	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00	0.00%	\$0.00
WCH ER	\$3,111.00	\$1,275.51	3.15%	\$1,275.51	\$113,352.00	\$46,474.32	15.93%	\$46,474.32
WCH Lab/Xray	\$2,227.00	\$913.07	2.26%	\$913.07	\$20,020.40	\$8,208.36	2.81%	\$8,208.36
WCH CT Scan	\$0.00	\$0.00	0.00%	\$0.00	\$27,611.00	\$11,320.51	3.88%	\$11,320.51
WCH Labs	\$0.00	\$0.00	0.00%	\$0.00	\$59,098.00	\$24,230.18	8.31%	\$24,230.18
WCH Xray	\$6,840.00	\$2,804.40	6.93%	\$2,804.40	\$53,747.00	\$22,036.27	7.55%	\$22,036.27
WCH Lab/Xray Reading	\$1,328.00	\$544.48	1.35%	\$544.48	\$10,220.00	\$4,109.02	1.41%	\$4,109.02
WCH Inpatient	\$0.00	\$0.00	0.00%	\$0.00	\$11,080.00	\$4,542.80	1.56%	\$4,542.80
WCH Physical Therapy	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00	0.00%	\$0.00
WCH Ultrasound	\$0.00	\$0.00	0.00%	\$0.00	\$4,334.00	\$1,776.94	0.61%	\$1,776.94
<b>UTMB</b>	<b>\$65,921.44</b>	<b>\$14,869.14</b>	<b>36.75%</b>	<b>\$14,869.14</b>	<b>\$431,782.68</b>	<b>\$100,627.34</b>	<b>34.50%</b>	<b>\$100,627.34</b>
UTMB Physician Services	\$13,246.00	\$2,703.96	6.68%	\$2,703.96	\$55,414.00	\$10,661.88	3.66%	\$10,661.88
UTMB Anesthesia	\$2,530.00	\$812.09	2.01%	\$812.09	\$14,060.00	\$7,430.17	2.55%	\$7,430.17
UTMB In-Patient	\$1,265.00	\$380.60	0.94%	\$380.60	\$136,507.42	\$35,794.21	12.27%	\$35,794.21
UTMB Outpatient	\$48,581.44	\$10,903.49	26.95%	\$10,903.49	\$219,589.26	\$46,421.26	15.91%	\$46,421.26
UTMB Lab&Xray	\$299.00	\$69.00	0.17%	\$69.00	\$6,212.00	\$319.82	0.11%	\$319.82
<b>Non-Contract Emergency Services</b>	<b>\$2,374.00</b>	<b>\$14,869.14</b>	<b>36.75%</b>	<b>\$0.00</b>	<b>\$5,421.05</b>	<b>\$118.78</b>	<b>0.04%</b>	<b>\$118.78</b>
UTMB ER Physician-Barrier Reef	\$2,374.00	\$0.00	0.00%	\$0.00	\$4,748.00	\$118.78	0.04%	\$118.78
Chambers Co Public Hosp Distr ER	\$0.00	\$0.00	0.00%	\$0.00	\$673.05	\$0.00	0.00%	\$0.00
Winnie-Stowell EMS	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00	0.00%	\$0.00
<b>Youth Counseling</b>	<b>\$510.00</b>	<b>\$510.00</b>	<b>1.26%</b>	<b>\$510.00</b>	<b>\$3,995.00</b>	<b>\$3,995.00</b>	<b>1.37%</b>	<b>\$3,995.00</b>
Grace Nichols	\$170.00	\$170.00	0.42%	\$170.00	\$2,125.00	\$2,125.00	0.73%	\$2,125.00
Penelope Butler	\$340.00	\$340.00	0.84%	\$340.00	\$1,870.00	\$1,870.00	0.64%	\$1,870.00
<b>Alliance Medical Supply (C-PAP)</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>0.00%</b>	<b>\$0.00</b>	<b>\$400.00</b>	<b>\$400.00</b>	<b>0.14%</b>	<b>\$400.00</b>
<b>Grand Totals</b>	<b>\$88,832.12</b>	<b>\$40,463.85</b>		<b>\$25,594.71</b>	<b>\$838,016.44</b>	<b>\$291,688.17</b>		<b>\$291,688.17</b>

## District General Counsel Report

Attorney Oxford did not have anything to report. But he did refer the Board members to a report submitted by the East Chambers Independent School District (“ECISD”) providing a summary of the ECISD’s annual expenditures of the District’s funds. (See Exhibit “C”). Attorney Oxford reminded the Board that the Interlocal Agreement between the District and the ECISD expired at the end of the month and he would reach out to the Superintendent to ask that he attend the next month’s meeting.

## LTC Report

Staff provided the Board members with the LTC Report for July 2020 and asked that they review it and if there were any questions. (See Exhibit “D”). There were none.

## Hospital Report

Mr. Saad Javid gave the Hospital’s report for July 2020 and started the report by highlighting the monthly statistics. A copy of the report is set forth below and attached as Exhibit “E”.

2020								
Census	Jan	Feb	Mar	Apr	May	June	July	Average
ER Visits	187	178	193	147	162	166	141	168
Conversion to Inpatient/observation	9	14	17	14	10	7	6	11
Percentage	5%	8%	9%	10%	6%	4%	4%	7%
Transferred out	8	14	7	13	16	11	11	11
Percentage	4%	8%	4%	9%	10%	7%	8%	7%
ER shifts covered by doctors	80%	82%	87%	72%	57%	67%	61%	72%
Number Inpatient days	83	95	69	64	75	74	60	74
Number Hospice days	1	17	27	7	1	0	0	8
Number Swingbed days	2	7	16	20	99	57	53	36
Number Observation days	36	47	21	5	8	11	5	19
Total All Inpt. Days	122	166	133	96	183	142	118	137
Average Inpatient days per day	3.94	5.72	4.29	3.20	5.90	4.73	3.81	4.51
CTs	56	71	59	39	56	48	46	54
Xrays	270	268	185	160	200	169	151	200
Ultrasounds	20	20	14	8	5	1	3	10
Encounters - Adult Clinic	638	598	592	349	360	453	384	482
Encounters - Pediatric Clinic	274	306	221	69	95	169	178	187
Behavioral Health patients	45	44	39	0	0	0	0	18
Physical Therapy	0	1	2	0	1	0	0	1

### Additional Items:

- \*Continuing to follow through with protocol set by Chambers County.
- \*Doing best we can to keep patients safe and confident while they receive care from our providers
- \*Continuing to provide Adult and Pediatric clinic services
- \*Onboarding new Internal Medicine Physician in place of Dr. James Slayton, DO
- \*PHP/IOP

After the report was presented, Mr. Danishmund recognized that some of the numbers were down but was happy to announce to the Board that the Hospital currently had fifteen (15) inpatient clients. According to Mr. Danishmund, the

patients were at the hospital because of the lack of beds at other hospitals in the area. On the other hand, he also reported that the hospital was in the process of having to repay their Medicare advance payments and CMS kept all the Medicare payments owed until the advance payment was repaid.

Before finishing their report, Mr. Javid informed the Board that the Hospital received the Covid-19 testing machine on July 28, 2020 and anticipated that it would be operational by September 1, 2020. Per Mr. Javid, unfortunately there has been a delay in utilizing the machine because the supplies necessary to operate it have not been available.

**8. Discuss and take-action, if necessary, on cancelling the November 3, 2020 election.**

Staff informed the Board members that the only residents that applied for the three (3) open positions for an at-large seats were the existing members. However, the deadline for write-in candidates was August 21, 2020. Consequently, staff and Attorney Oxford recommended making a motion to cancel the election contingent on the receipt of any write-in candidates. Attorney Oxford explained that if a resident filed as a write-in, the District would have to have an election.

After considering this recommendation, a motion was made by Director Stramecki to enter cancel the election subject to the receipt of any write-in candidates by the end of the day on September 21, 2020. Director Stramecki' s motion was seconded by Director Way and unanimously approved by all the Board members present.

Since the election was cancelled, subject to the filing by a write-in candidate, President Murrell announced that no action would be taken on Agenda Items No. 9-12 as set forth below:

- 11. Discuss and take-action, if necessary, on performing ballet drawings.**
- 12. Discuss and take-action, if necessary, on approving election contract with Chambers County.**

- 13. Discuss and take-action, if necessary, on approving, the written certification for placement on the list of write-in candidates the name of each candidate who files with the authority a declaration that complies with Section 146.023 of the Texas Election Code.**
- 14. Discuss and take-action, if necessary, on approving any necessary election orders, notices of publication, or certificate(s) of unopposed candidate(s).**
  
- 15. Discuss and take-action, if necessary, on appointing vacant Board position.**

Regarding the vacant Board position, President Murrell informed the Board that as of the meeting, one (1) person has expressed an interest in serving on former Director's Raul Espinosa's vacant position. Director Way expressed his support for this potential candidate and stated that he felt she was very qualified given her experience as a nurse. In response, President Murrell said that candidate sounded qualified but expressed some concern about the lack of knowledge by the public of the open position. Therefore, after some discussion, President Murrell asked the Personnel Committee to interview the candidate and then decide if they felt like it would be in the best of interest to publish notice of the vacancy.

No action was taken.

- 16. Discuss and take-action, if necessary, on approving the Uncompensated Care DY3 Withheld Funds Intergovernmental Transfer.**

Staff informed the Board that the District recently received notice of an upcoming IGT for the DY 3 Uncompensated Care year to pay withheld funds. (*See Exhibit "F"*) According to Staff, the amount of the IGT on behalf of the hospital, was very small, \$397.06, and the return was equally small, \$961.16. If the Board agreed to make the IGT, the last day to submit the funds for payment was September 3, 2020. Because of the unexpected increased in the IGT during the last Uncompensated Care payment cycle, Attorney Oxford suggested authorizing staff to make an IGT of up to \$600.00.

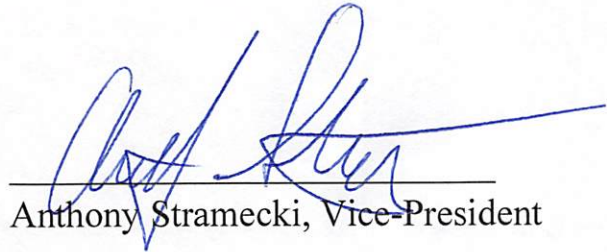


The Board agreed. Thereafter, Director Stramecki made a motion to authorize staff to make an IGT for up to \$600.00 IGT so that the Hospital may receive DY 3 Withheld Funds. This motion was seconded by Director Way and approved with the unanimous vote of all the Board members present.

President Murrell then called for any other such matters before the Board. There being none, the Board discussed the date for the upcoming meeting, and it was agreed to hold the meeting on September 16, 2020 at 6:00 p.m. Thereafter, at 8:11 p.m., a motion was made by Director Stramecki to adjourn the meeting. This motion was seconded by Director Rollo and unanimously approved by all the Board members present.



Edward Murrell, President



Anthony Stramecki, Vice-President