

SOMERVELL COUNTY HOSPITAL DISTRICT
D/B/A GLEN ROSE MEDICAL CENTER
REGULAR BOARD MEETING
THURSDAY, NOVEMBER 17, 2016 AT 7:00 P.M.
HOSPITAL BOARD ROOM

MINUTES

- I. Meeting was called to order at 7:00 pm.
- II. All members were present, with the exception of Margaret Drake.
- III. Executive Closed Session – Credentialing of Providers was called at 7:02 pm.
 - a. The Somervell County Hospital District will convene in Executive Session to receive report by Compliance Officer regarding evaluation of medical and health care services pursuant to Section 161.032 of the Texas Health and Safety Code.
- IV. Reconvene into Open Session at 7:12 pm.
 - a. Discuss and take action on items from Executive Session.
Upon return from Executive Session, a motion was made by Brett Nabors to approve the following Medical Staff appointments, reappointments, additional privileges, and removals. Motion was seconded by Pat Bruce and carried 6-0.
Appointments/Reappointments: John Andrew, MD; Gary Aragon, MD; Branch Archer, MD; Richard Archer, MD; Charles Brooks, MD; Crandon Clark, MD; Stanley Cook, MD; Tully Currie, MD; Aaron Elliott, MD; Stephan Haas, MD; Arouj Hashmi, MD; James Hoffman, MD; Abdul-Rahman Itani, DO; Richard Khu, MD; Rahul Mehta, MD; Paul Pan, MD; Robert Pinkston, MD; Delbert Rudy, MD; Matthew Scalapino, MD; Rakesh Shah, MD; Martin Uszynski, MD; Steven Vacek, MD; Kimberly Waugh, MD; Lawrence Zarian, MD; Crissie Brock, PA .
Removals: Gail Bentley, MD; Gayle Bickers, MD; Trevor Lewis, CRNA.
- V. Discuss and if necessary take action on Amending/Approval of minutes from previous meetings
 - a. October 27, 2016
Motion was made by Dr. Steven Vacek to approve minutes as written and seconded by Brett Nabors. Motion carried 6-0.
- VI. CFO Report – Becky Whitsitt
 - a. **October Financials not complete at this time. October and Year-to-Date 2016 financials to be distributed to Board members upon completion.**
 - b. **Status of 1115 – nothing new to report.**
- VII. CEO Report – Ray Reynolds
 - a. **Report on Luminant/Somervell Central Appraisal District Suit and Settlement– Settlement was reached, and 2015 tax payment was made by Luminant. Overdue bond payment was paid to**

Regions Bank, and many outstanding payments have been made to vendors. 2016 payment is expected from Luminant in early January.

- b. Report on Roger E Marks Foundation activity – Golf Tournament raised \$11,000 to help with the purchase of two Senior Care vans. Golfers seemed to have fun and were very supportive of the Hospital. Goal of \$25,000 will be met through additional support from the Lion’s Club and United Fund.**
- c. Report on Medical Management Professionals – COO/Lab Director Michael Honea discussed the current status of partnership with MMP. More lab tests are being brought in-house to reduce turnaround time. Billing has also been brought in-house.**
- d. Report on establishment of GRMC employee retirement plan – Depending on amount invested, employees have been given the opportunity to cash out, roll over to an IRA of their choice, stay with Fidelity, or roll over into the new GRMC plan. Number of employees choosing to enroll in new plan will help determine which investment plan is the best option.**

VIII. Discuss and if necessary take action on lease of former gym space to expand Rehab services/Physical Therapy department

Rehab Director Tammie Apodaca, Physical Therapist Laquita Riley, and Physical Therapy Assistant Lisa Jones were in attendance to present and discuss lease for Rehab expansion opportunity. Current space is crowded with three therapy patients. Expansion would allow for four additional treatment spaces and provide better opportunity for wellness option at patient discharge. All current gym equipment would remain for GRMC use. A door would need to be added to connect two spaces and is okay with property owner. An average of 100 clients per month would offset the rent of additional space. After some discussion, Dr. Steven Vacek made a motion to submit lease agreement for additional Rehab space to attorney Kevin Reed for review and to approve lease agreement with any necessary legal changes. Pam Parsons seconded the motion, and motion carried 6-0.

IX. Discuss and if necessary take action on establishing an exploratory committee to review GRMC standard operating procedures and get input to improve operational performance


Pat Bruce made a motion to establish an exploratory committee to review GRMC standard operating procedures and get input to improve operational performance. Suggested committee members to include CEO, COO, CNO, CFO, physicians, Pat Bruce, Dwayne Griffin and Pam Parsons. Dwayne Griffin seconded the motion. After much discussion, including the proposed Committee could not have three Board members present in addition to Dr. Vacek as a physician/Board member since that would result in a quorum, having to make major Budget cuts over the last year to survive the Luminant issue, and not having time to put a new strategic plan in place moving forward, the motion carried 4-2, with Ron Hankins and Dr. Steven Vacek voting against.

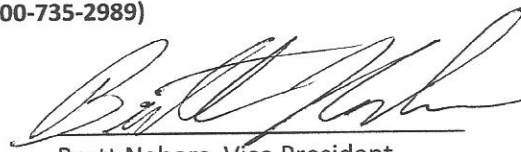
X. Discuss and if necessary take action to review the status of Glen Rose Healthcare, Inc.

After some discussion, item was tabled until attorney Kevin Reed can attend a regular meeting to further explain differences in 501(a) vs. Hospital-employed physicians and the advantages, disadvantages, etc.


- XI. Discuss and if necessary take action on proposal from InterBank for the refinancing of existing loans with InterBank
Received Forbearance Agreement from InterBank attorney yesterday and forwarded to attorney Kevin Reed who still has a few concerns. After some discussion, item was tabled until December meeting so concerns can be addressed and documents finalized.
- XII. Public Comments
Dr. Karen Burroughs – as a former Board member and local physician, she thanked current Board members for their dedication and time and reminded them to not get lost in the minutia, but to always keep looking at the big picture. She added that the Hospital has been through a rough year and just needs overall direction now.
- XIII. Adjourn
Motion was made by Dwayne Griffin and seconded by Pam Parsons to adjourn meeting at 7:43 pm. Motion carried 6-0.

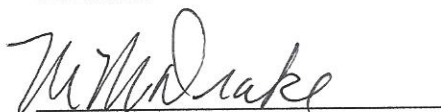
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Ron Hankins, President


Brett Nabors, Vice President


Pat Bruce


Pam Parsons


Margaret Drake


Dr. Steven Vacek


Dwayne Griffin