



**ECTOR COUNTY HOSPITAL DISTRICT
BOARD OF DIRECTORS
REGULAR BOARD MEETING
SEPTEMBER 7, 2023 – 5:30 p.m.**

MINUTES OF THE MEETING

MEMBERS PRESENT:

Wallace Dunn, President
Don Hallmark, Vice President
Bryn Dodd
Will Kappauf
Richard Herrera
David Dunn

MEMBERS ABSENT:

Kathy Rhodes

OTHERS PRESENT:

Russell Tippin, Chief Executive Officer
Matt Collins, Chief Operating Officer
Steve Steen, Chief Legal Counsel
Kim Leftwich, Chief Nursing Officer
Dr. Meredith Hulsey, Chief Medical Officer
Dr. Fernando Boccalandro, Chief of Staff
Dr. Jeffrey Pinnow, Vice Chief of Staff
Grant Trollope, Assistant Chief Financial Officer
Kerstin Connolly, Paralegal
Lisa Russell, Executive Assistant to the CEO
Various other interested members of the
Medical Staff, employees, and citizens

I. CALL TO ORDER

Wallace Dunn, President, called the meeting to order at 5:30 p.m. in the Ector County Hospital District Board Room at Medical Center Hospital. Notice of the meeting was properly posted as required by the Open Meetings Act.

II. INVOCATION

Chaplain Doug Herget offered the invocation.

III. PLEDGE OF ALLEGIANCE

Wallace Dunn led the Pledge of Allegiance to the United States and Texas flags.

IV. MISSION/VISION OF MEDICAL CENTER HEALTH SYSTEM

David Dunn presented the Mission, Vision and Values of Medical Center Health System.

V. AWARDS AND RECOGNITION

A. September 2023 Associates of the Month

Russell Tippin, President/Chief Executive Officer, introduced the September 2023 Associates of the Month as follows:

- Clinical – Imelda Cobbs
- Non-Clinical – Doug Herget
- Nurse – Magda Venegas

B. Net Promoter Score Recognition

Russell Tippin, President/Chief Executive Officer, introduced the Net Promoter Score High Performer(s).

- Larissa Navarro
- Radiology
- 9 Central

VI. CONFLICT OF INTEREST DISCLOSURE BY ANY BOARD MEMBER

No conflicts were disclosed.

VII. PUBLIC COMMENTS ON AGENDA ITEMS

No comments from the public were received.

VIII. CONSENT AGENDA

- A. Consider Approval of Regular Meeting Minutes, August 1, 2023**
- B. Consider Approval of Joint Conference Committee, August 29, 2023**
- C. Consider Approval of Federally Qualified Health Center Monthly Report, July 2023**

Don Hallmark moved, and Richard Herrera seconded the motion to approve the items listed on the Consent Agenda as presented. The motion carried unanimously.

IX. COMMITTEE REPORTS

A. Finance Committee

1. Financial Report for Month Ended July 31, 2023.
2. Consent Agenda
 - a. Consider Approval of Merge iCould Service Agreement Renewal
 - b. Consider Approval of Addendum to DNV Agreement
 - c. Consider Approval of Vocera Communications Devices Software Support Renewal
3. Consider Approval of VerityStream Credentialing Software System Agreement

Don Hallmark moved, and David Dunn seconded the motion to approve the Finance Committee report as presented. The motion carried.

B. Audit Committee

1. Update of Internal Audit Work Performed

Don Hallmark moved, and David Dunn seconded the motion to approve the Audit Committee report as presented. The motion carried.

X. TTUHSC AT THE PERMIAN BASIN REPORT

Dr. Timothy Benton, Regional Dean of TTUHSC, provided the TTUHSC at the Permian Basin report. This report was for information only, and no action was taken.

XI. UTILIZATION REVIEW PLAN

Kim Leftwich, Chief Nursing Officer, presented the Utilization Review Plan for approval.

David Dunn moved, and Richard Herrera seconded the motion to approval the UR Plan as presented. The motion carried.

XII. ECHD BOARD COMMITTEES

A. Executive Compensation Committee

B. Community Giving Committee

Steve Steen, Chief Legal Counsel, recommended the Board establish these committees. The Executive Compensation Committee would be to review the Chief Executive Officer's compensation and the Community Giving Committee is to have input on what community activities the Hospital is involved in.

Bryn Dodd moved, and David Dunn seconded the motion to approve the establishment of the two committees. Richard Herrera stated he does not want to be involved in the decision making of the community events. The creation of the Executive Compensation Committee was approved by all. Richard Herrera voted no on the creation of the Community Giving Committee, the motion passed.

XIII. PRESIDENT/CHIEF EXECUTIVE OFFICER'S REPORT AND ACTIONS

A. Dr. Hulseley – Update

Dr. Hulseley reported that the ICU will transition from an Open unit to a Closed Unit on November 1, 2023. This will help with the Culture of Safety requirement from LeapFrog.

This report was informational only. No action was taken.

B. Vaccine Update

Russell Tippin, Chief Executive Officer, reported that the Covid Policy would need to be retired.

Richard Herrera moved, and Bryn Dodd seconded the motion to retire the Covid Policy subject to the approval by the Executive Policy Committee. The motion carried.

C. Flu Shot Update

Flu Shot policy will be updated. Flu Shot Clinics have been started. This report was informational only. No action was taken.

D. Dr. Nathan Galloway

Information regarding Dr. Nathan Galloway was in the packet. There has been a request received for a naming opportunity in honor of Dr. Galloway. This was informational only. No action was taken.

E. Budget and Ad Valorem Tax Rate Meeting

The Special Meeting for the Budget and Ad Valorem Tax Rate is set for September 19, 2023 at 3:00 p.m. This report was informational only. No action was taken.

F. Women's Clinic Update

Adiel Alvarado, President MCH ProCare, reported to the Board that the effective September 13, 2023 the OB/GYN service line is transitioning from ProCare to the FQHC. Patient will not see any change in operations. This report was informational only. No action was taken.

G. Ad hoc Reports

The Regional Services report was provided in the packet.

These reports were informational only. No action was taken.

XIV. EXECUTIVE SESSION

Wallace Dunn stated that the Board would go into Executive Session for the meeting held in closed session involving any of the following: (1) Consultation with attorney regarding legal matters and legal issues pursuant to Section 551.071 of the Texas Government Code; (2) Deliberation regarding negotiations for health care services, pursuant to Section 551.085 of the Texas Government Code; (3) Deliberation regarding Economic Development Negotiations pursuant to Section 551.087 of the Texas Government Code; and (4) Deliberation and evaluation of officers and employees of Ector County Hospital District pursuant to Section 551.074 of the Texas Government Code..

ATTENDEES for the entire Executive Session: ECHD Board members, Bryn Dodd, Will Kappauf, Richard Herrera, David Dunn, Don Hallmark, Wallace Dunn, Russell Tippin, Chief Executive Officer, Steve Steen, Chief Legal Counsel, and Kerstin Connolly, Paralegal.

Adiel Alvarado, President MCH ProCare, presented the provider agreements, an update on urology, and an update on the CRNA situation to the ECHD Board of Directors during Executive Session.

Russell Tippin, Chief Executive Officer, was informed that all ambulances are being sent to MCH.

Adiel Alvarado was excused from the remainder of Executive Session.

Matt Collins, Chief Operating Officer, presented the lease agreements to the ECHD Board of Directors during Executive Session.

Russell Tippin, CEO, reported that diversion at MCH is improving.

Steve Steen, Chief Legal Counsel, led the board in discussions about the new board attendance law. There will be a new section on the agenda for board attendance. Five unexcused absents in a 12-month period will result in removal from the board. In order for an absence to be considered excused a written notice must be sent prior to the start of the meeting.

Steve Steen, Chief Legal Counsel, provided an update on the cardiology audit.

Russell Tippin, Chief Executive Officer and Steve Steen, Chief Legal Counsel, led the board in discussions about an OIG notice that was received. This notice was sent to all hospitals. There is a group call with an Assistant Attorney General to discuss options. THA is also aware of the situation.

Wallace Dunn, Board President, discussed that Brian Jackson has been retained to help with the Executive Compensation Committee.

Wallace Dunn, Board President, led the discussion about the Bylaws Committee. He would like the members, Bryn Dodd, Don Hallmark, and Richard Herrera to start the process of reviewing the bylaws. There was discussion about engaging Horthy Springer for the review.

Matt Collins, Chief Operating Officer, was excused from the remainder of Executive Session.

Russell Tippin, Chief Executive Officer and Steve Steen, Chief Legal Counsel, led the board in discussions of LEM.

Executive Session began at 6:14 p.m.

Executive Session ended at 7:29 p.m.

No action was taken during Executive Session

XV. ITEMS FOR CONSIDERATION FROM EXECUTIVE SESSION

A. Consider Approval of MCH ProCare Provider Agreement(s).

Wallace Dunn presented the following new agreements:

- Morgan Tennis, N.P. – This a three (3) year Retail Contract.
- Angela Green, N.P.– This is a three (3) year ENT Contract.
- Caitlin Estes, N.P. – This is a three (3) year OB/GYN Contract.
- Janie Lopez, P.A. – This is one (1) year Cardiology Contract.

Wallace Dunn presented the following amendment:

- Chittur Ramanathan, M.D. – This is an amendment to a Family Medicine Contract.

Wallace Dunn presented the following renewals:

- Krishan Ayyagari, M.D. – This is a 3-year renewal of a Critical Care Contract.

David Dunn moved, and Don Hallmark seconded the motion to approve the MCH ProCare Provider Agreements as presented. The motion carried.

B. Consider Approval of MCH Lease Agreements

Wallace Dunn presented the following lease agreements:

- MCH ProCare – Dr. Othee – this is a 3-year lease agreement.
- MCH ProCare – OHI – this is a 3-year lease agreement.
- MCH ProCare – Family Medicine & Occupational Medicine – this is 3-year lease agreement.
- MCH ProCare – Urology – This a 3-year lease agreement.

David Dunn moved, and Will Kappauf seconded the motion to approve the lease agreements as presented. The motion carried.

C. Compliance Update and Resolution

No action was taken.

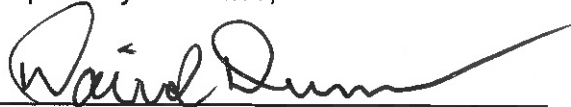
D. ECHD Board Member Attendance

David Dunn moved to excuse Board Member, Kathy Rhodes absence at the September board meeting, and Bryn Dodd seconded the motion. The motion carried.

XVI. ADJOURNMENT

There being no further business to come before the Board, Wallace Dunn adjourned the meeting at 7:30 p.m.

Respectfully submitted,



David Dunn, Secretary
Ector County Hospital District Board of Directors