

GRAHAM HOSPITAL DISTRICT
BOARD OF DIRECTORS MINUTES
November 18, 2021

The Board of Directors of Graham Regional Medical Center met in the Education Conference Room Thursday, November 18 at 12:00 P.M.

Board members present: Suzy Graham, Terry Bishop, Dr. Behr, Barrie Strickland, Sylvia Overton, and Jon Garvey

Board member absent: Wyatt Pettus

Members of management present: Shane Kernell, Terri Busey, Jeff Clark, Enoc Espinoza, Shelly Walls, Bobby Hadderton, and Allan Scroggins, Interim CFO

Others present via Zoom: Curtis Rojas

Others present: Mike Williams with the *Graham Leader* and Erin Freeman

Presiding Secretary: Tammy Whittenburg

1. Call to Order and Record of Attendance

Vice President Behr called the meeting to order at 12:01 P.M. Invocation was given by Jon Garvey.

2. Public Comment

No public comment.

3. Meeting Minutes

The Directors were asked to review the minutes of the regular meeting on October 28, 2021, for any revisions or corrections.

Action

Motion by Sylvia Overton, second by Jon Garvey to approve the regular board minutes of October 28, 2021, as presented. Suzy Graham was not present to vote. Motion carried with a quorum of votes.

4. Finance Committee Report

October 2021 Financials – Allan Scroggins

- Presented and reviewed were the Financial Highlights for October; Income and Expense Statements for the Month Ended October 31, 2021; Balance Sheet as of October 31, 2021; Statement of Sources and Uses of Cash Flow for October 2021; Scorecards for October 2021 showing Admissions, Patient Days, Observation, Surgery Procedures, Radiology Procedures, Laboratory Procedures, Visits Statistics, DCOH, EBIDA Margin, Debt Service Ratio, Average Payment Period, SWB/Net Patient Revenue, Salary % Net Patient Revenue, Days of Cash on Hand, EBIDA, Net Patient Revenue vs Cash Collections, FTEs/AOB Exclude Clinics, and Total POS Cash. Also presented were the Statistics Trended for FY 2017, 2018, 2019, 2020, and 2021; Net Revenue to Cash Analysis; GRMC POS Cash Analysis; and FTE/AOB Analysis.
- Curtis Rojas reviewed the Revenue Cycle charts.

Action

Motion by Terry Bishop, second by Sylvia Overton to approve the financial statements as presented. Suzy Graham was not present to vote. Motion carried with a quorum of votes.

5. Action Items

a. Emergency Plan

Bobby Hadderton, EMS Director, presented the Emergency Operations Plan. This plan provides an organized process to initiate, manage, and recover from a variety of emergencies, both external and internal, which could confront Graham Regional Medical Center and surrounding areas. The goal for 2022 is to plan for and drill over-the-top concerns from our Hazards and Vulnerabilities Assessment. The top three priorities are Severe Weather, HVAC Failure, and Civil Disturbance.

Action

Motion by Sylvia Overton, second by Barrie Strickland to approve the Emergency Plan as presented. Suzy Graham was not present to vote. Motion carried with a quorum of votes.

b. Stryker Ambulance Cot System

The Stryker Ambulance Cot System has a lift system to keep from straining your back, and once you get the gurney in it, it also latches in and helps pull the patient into the ambulance. It also helps to slide the patient out. The weight limit is 700 pounds. We want to purchase three, one for each ambulance. It is the end of the year, so Stryker is cutting deals. After the first of the year, the price will increase 10%. There is a recommended four-year maintenance agreement for the cots which is on top of the one-year warranty. The warranty includes the batteries, which cost over \$400.00 when needed to be replaced. One cot is in our capital budget, but not the other two. We will rearrange the funds in our capital budget.

Action

Motion by Terry Bishop, second by Sylvia Overton to approve the purchase of three Stryker Ambulance Cot Systems, and there will be a capital budget substitution for the two not in our capital budget. Suzy Graham was not present to vote. Motion carried with a quorum of votes.

c. Ambulance Remount

We have three ambulances, and we have them on a good rotation for the next ten years. This means we will be recommending remounts instead of brand-new ambulances. A remount is buying a new chassis, removing the old box, refurbishing it, and then putting it on a new chassis and getting it to new standards. Frazer is where we get our ambulances. They will build the box and all the electronics in it, then mount it on the chassis. The 10-year plan will replace the truck that we have now that is seven years old with over 200,000 miles on it. In two years, we will move our 2016 model to the third out, and in two years, we plan to remount it. We will remount every two years until our boxes become where they can't be reused. After two or three remounts, it is recommended not to remount after that. We are not as hard on our boxes here because of our volume. Our boxes can last many years. Our Interlocal Agreement with the county and city does not provide for sharing of any capital expenses. We do get a small subsidy from each. Olney has the same agreement of no sharing of capital expenses and a small subsidy from the county. Mr. Kernell and the Olney Hamilton Administrator did present to the county judge a request for some funds from the ARPA monies the county received to have some of that allocated to both of our EMS services for expenditures related to ambulances.

Action

Motion by Jon Garvey, second by Sylvia Overton to approve the purchase of the ambulance remount as presented. Suzy Graham was not present to vote. Motion carried with a quorum of votes.

6. Reports

a. Medical Chief of Staff Report

- i. Dr. John Lucas was not in attendance.

b. CEO Report – Shane Kernell

- i. We did go with an individual to redo our parking lot. We are just waiting on the weather to cooperate so it can be done. The weather must be above 45 degrees for a week. It could be spring or it could be December.
- ii. The EMS building is in and complete. The next thing we need to do is talk to someone about building a metal porch, portico, and walk-in door entrance to the ambulance bay. Then we need to do some refurb work to the existing dorm which most will be done in-house.
- iii. It has been two-plus weeks without COVID inpatients. The ER is seeing 20% of its volume is COVID-related. That is down from 50% of patients. We are glad the numbers are coming down.
- iv. There have been two mandates issued by the Biden Administration. One is through OSHA which covers private employers with 100 plus employees. That has been challenged at the Fifth Court of Appeals, and they said to put a halt to it. It is now at the Sixth Court of Appeals in Ohio. We will see where it goes. It does not pertain to us. We are healthcare which is under a separate mandate through CMS. That rule is through the Centers of Medicare and Medicaid Services and is tied to the Conditions of Participation in that service. We elect to be a Medicare participation facility like all hospitals pretty much in the United States do. Ambulatory surgical centers, hospice, home health, nursing homes – anyone who takes Medicare and is a participant in Medicare is under that rule. They are not under the OSHA rule. That one has recently been challenged by a couple of states including Texas. They filed that appeal out of the Fifth Circuit of Appeals out of New Orleans. We will see where it goes. It is a rule we have to abide by as a participant in the Medicare program. If we do not abide by the Conditions of Participation, there are penalties upon a survey. Under the OSHA rule, testing is allowed under certain circumstances. Under the CMS mandate, testing is not a provision. So, it is either get vaccinated, get a medical exemption, get a religious exemption, or you are not employed. We have a policy developed and has been reviewed by legal. Reed Claymon did a conference call with about 250 hospitals in Texas last Wednesday to decipher the mandate. It was very informational. They gave out frequently asked questions and so did CMS. We did a directors' meeting to go over the mandate. The exemptions have been given out to employees if they wish to apply for them. The application for exemptions is not an automatic yes. It will go before a committee. That committee consists of Mr. Kernell, HR, CNO, and Infection Control. We will review those in about ten days. After Thanksgiving, we will make the decision and go from there. We do not make medical exemption determinations. That must go before a physician to make the determination. Both forms are from the EEOC. They are not our forms. That was recommended by our attorney to stay consistent on the format. We are not requesting a letter from their clergy on the religious exemption. This mandate pertains to our employees, our medical staff, the physicians, and providers who work here. It pertains to the board members if meetings are in the hospital, and it pertains to the auxiliary. It pertains to our trainers that work in the Fitness Center because they are around patients. Who it does not pertain to are people in and out of the hospital quickly. Effective December 5, employees must have their first shot or exemption. If not, on December 6, they will be placed on a 30-day suspension.

January 4, 2022, an employee cannot be working in the hospital if not vaccinated or an exemption is in place.

7. Executive Session

Vice President Behr convened into Executive Session at 1:39 P.M.

Executive Session: The Board will meet in closed session pursuant to:

- a. Texas Health and Safety Code §161.032, deliberation of information from the Medical Staff regarding applications for appointment and/or reappointment to the Medical Staff and information from the Compliance Officer to consider quality assurance/performance improvement reports
- b. Texas Government Code §551.074, personnel matters

Executive Session adjourned at 2:24 P.M.

8. Open Session

The Board reconvened in open session at 2:24 P.M.

Action

Motion by Suzy Graham, second by Jon Garvey to approve the reappointment of:

- A. Hospital Based
 - Radiology
 - i. Mark Whitley, MD

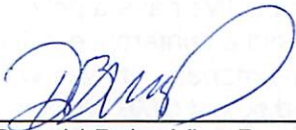
Motion passed.

Action

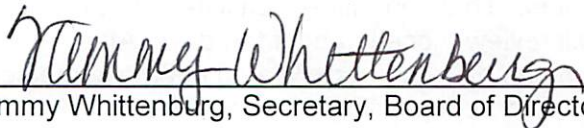
Motion by Barrie Strickland, second by Suzy Graham to approve the Quality Report as presented.

Motion passed.

There being no further business, the meeting adjourned at 2:25 P.M.



Dr. Donald Behr, Vice President, Board of Directors



Tammy Whittenburg, Secretary, Board of Directors