



**Board of Directors
Regular Board Meeting
Monday, December 4, 2023**

Attendees:

Morgan Cox, President
Albert Garza, Vice President
John Myrick, Secretary
Terry Franklin, Member
Clay Parker, Member
Frances Hernandez, Member
Brian Jackson, Hospital Attorney
Mark Salcone, DO - Chief of Staff

Nancy Cooke, CEO
Tonya Glisan, CFO
Linda Pierce, CNO
Lisa Bibb, Director Human Resources
Rebecca Brandon, Director of Rural Clinic
Michael Sechrest, Director of Quality - Absent
Tamara Sanford, Administrative Assistant

Other Guests:

Aaron Milligan, Durbin & Company
Bill Parsons, Vandergriff Architects

- I. **Call to order:** Mr. Cox called the meeting to order at 11:30am.
- II. **Approval of Minutes:**
 - **October 30, 2023:** Minutes were reviewed. Motion was made by Mr. Myrick, seconded by Mr. Franklin to approve the minutes as presented. Motion carries unanimously.
- III. **Public Comment:** None present.
- IV. **2023 Audit Results Presentation – Aaron Milligan, CPA:** Mr. Milligan presented the audit findings. Mr. Milligan discussed current year results with unmodified opinion, compared to previous years and the cost report settlement. He reviewed the balance sheet, income statement and statements of cash flows. Mr. Milligan presented a statistical comparison to previous years. Mr. Milligan stated this a clean audit that is why there is not a management letter included.

Motion was made by Mr. Franklin, seconded by Mr. Parker to approve the 2023 Audit Results as presented by Durbin and Company. Motion carried unanimously.
- V. **Medical Staff Report – Mark Salcone, DO - Chief of Staff:** Dr. Salcone gave a report from the monthly Medical Staff meeting. Dr. Salcone reported on departmental statistics and reporting. Emergency room visits decreased to 485 in the month of October.

Motion was made by Mr. Myrick, seconded by Mr. Franklin to approve the Medical Staff Report. Motion carried unanimously.

- a. **Approve revised Delineation of Privileges Forms – Linda Pierce:** Ms. Pierce stated these forms were approved by Medical Staff in April and should have been approved by the Board as well. Ms. Pierce presented the revised forms for Allied Health Professionals, Ophthalmology, Urgent Care, Diagnostic Radiology, Emergency Medicine, General Surgery, Hospital Dentistry, Urology, Hospitalist, Telemedicine, Plastic Surgery and Podiatry for approval.

Motion was made by Mr. Franklin, seconded by Ms. Hernandez to approve the Medical Staff Delineation of Privileges. Motion carried unanimously.

- VI. **Medical Staff Privileges, Resignations and Terminations – Linda Pierce:** Ms. Pierce presented the following providers for approval:

Appointments

- Katy Bagwill, CRNA – Surgery – MCHD - Active
- Jillian Tate, FNP-C – Alvarado Alliance - Active

Re-Appointments

- None

Expired Providers

- None

Motion was made by Mr. Parker, seconded by Mr. Myrick to approve the Medical Staff Privileges, Resignations and Terminations as presented. Motion carried unanimously.

- VII. **Strategic Initiatives – Nancy Cooke:**

- a. **Update on Plans to Construct New Clinic and Other Space as needed for Hospital District growth –**

- **Award Construction Bid** - Ms. Cooke presented the bid results for the Medical Office Building and the Nursing Unit Windows.
 1. **Medical Office Building** – One bid was received – MW Builders in the amount of \$33,977,000 plus \$38,000 add alternate amount.

Motion was made by Mr. Franklin, seconded by Mr. Garza to accept proposal from MW Builders in the amount of \$34,015,000 with 520 construction days. Motion carried unanimously.

2. **Nursing Unit Window Replacement** – Two Bids received – First - MW Builders in the amount of \$492,000 subtract \$120,000 deductive alternate and Second - Pharr & Company in the amount of \$357,000.

Motion was made by Mr. Myrick, seconded by Ms. Hernandez to accept proposal from MW Builders in the amount of \$357,000 with 120 construction days. Motion carried unanimously.

- b. **Updated Cash Flow Prediction – Ms. Glisan:** Ms. Glisan presented the updated projected cash flow for 2024 – 2027 for review. This report will be presented monthly going forward.
- c. **Foundation Update – Ms. Glisan:** We received our 501(c)(3) designation. We are requesting each Board member to submit 2 names of potential board members at the January meeting.
- d. **Updates on other initiatives** – None to report.

VIII. Quality Assurance Report – No Report

IX. Departmental Reports –

- a. Quarterly CNO Report – Linda Pierce:** Ms. Pierce gave a report on staffing, education, emergency room statistics and patient satisfaction scores.

Motion was made by Ms. Hernandez, seconded by Mr. Garza to approve the Quarterly CNO Report, as presented. Motion carried unanimously.

- b. Quarterly Patient Safety Report – Linda Pierce:** Ms. Pierce presented the quarterly report for review and discussed progress on goals.

Motion was made by Mr. Myrick, seconded by Mr. Franklin to approve the Quarterly Patient safety Report, as presented. Motion carried unanimously.

VI. Policies and Procedures – None

VII. Contracts – None

VIII. Equipment – None.

- IX. Staff Retention Payment – Nancy Cooke:** Ms. Cooke requested approval to pay full-time employees \$500 and part-time employees \$250 as a retention benefit.

Motion was made by Mr. Myrick, seconded by Mr. Parker to approve Retention Payments to employees as presented. Motion carried unanimously.

- X. Quarterly Management Plan Update – Nancy Cooke:** Ms. Cooke presented the Quarterly Management Plan for approval. Ms. Cooke reviewed all the progress and stated we have been very busy.

Motion was made by Mr. Parker, seconded by Mr. Garza to approve the Quarterly Management Plan Update, as presented. Motion carried unanimously.

- XI. Annual Statement on Martin County Hospital District 457(b) Plan Administration – Nancy Cooke:** Ms. Cooke stated, Martin County Hospital District will match employee contributions into the Martin County Hospital District 457(b) Plan for 2024 at the following rates: First Year 5% Second Year 6% Third Year and Beyond 7% All matching contributions will be based on length of service, as calculated from date of hire. For 2024, a true-up of matching contributions will be made. A true-up matching contribution ensures that those who contribute more than the set percentage of pay during some payroll periods during the Plan Year, and less in other payroll periods, still receive the entire match amount for the Plan Year. MCHD will compare the employee's year-to-date Employee Salary Deferral Contributions to the amount of Employer Matching Contributions allocated to the employee's account and then, if necessary, allocate an additional Employer Matching Contribution so that the employee receives the total target Employer Matching Contribution to which the employee is entitled under the matching formula.

Motion was made by Mr. Myrick, seconded by Ms. Hernandez to approve the Annual Statement on Martin County Hospital District 457(b) Plan Administration, as presented. Motion carried unanimously.

- XII. Approve Organizational Chart – Nancy Cooke:** Ms. Cooke presented the updated Organizational Chart with the addition of Controller Alicia Springer for approval.

Motion was made by Mr. Garza, seconded by Mr. Myrick to approve the Approve Organizational Chart, as presented. Motion carried unanimously.

XIII. CFO Report – Tonya Glisan:

- **Financial Report** - Ms. Glisan presented the Financial Statements for the month ended October 31, 2023 for review. She stated cash on hand for October was 589 days. Total patient revenue was \$3,715,034 in October.
- **October Cash Disbursement** – Ms. Glisan stated the cash disbursements totaled \$1,438,476.95, and credit card charges \$21,742.92.
- **Report on Cataract and Urology Business Lines** – Ms. Glisan presented a report on these new business lines. Urology we are almost break even and Cataracts we are positive \$162,491.

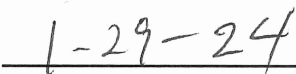
Motion was made by Mr. Parker, seconded by Mr. Garza to approve the CFO Report as presented. Motion carried unanimously.

XIV. Administrative Report – Nancy Cooke:

- Portable Buildings installed and furnished, few more details to complete before moving providers. Welcome to tour after the meeting.
 - Patient Text reminders capabilities are functional now. Let us know if you receive messages and have any feedback.
 - Next week we will celebrate 5 days of Christmas, thanks to Lisa and her team for all their hard work.
 - I will be out of the office Thursday afternoon and Friday at THA Retirement Meeting.
 - We will be focusing on the Texas A&M program with Stanton and Grady schools
 - Home Health Open House was well attended.
 - TAPAs meeting – Thank you to all that participated, great information.
- **Adjourn Meeting:** Motion was made by Mr. Garza, seconded by Ms. Hernandez to adjourn meeting at 1:24pm. Motion carried unanimously.



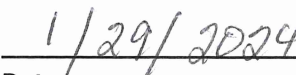
Morgan Cox, Board President



Date



John Myrick, Board Secretary



Date