

HUNT MEMORIAL HOSPITAL DISTRICT
BOARD OF DIRECTORS

May 26, 2020

The Office of the Governor temporarily suspended certain Open Meeting Act Laws due to the COVID-19 pandemic, thus the Board of Directors of Hunt Memorial Hospital District conducted a meeting on Tuesday, April 28, 2020 at 5:00 p.m. at Hunt Regional Medical Center, 4215 Joe Ramsey Boulevard, Greenville, Texas via a dial-in teleconference with the following members:

Mr. Joe C. Johnson, Chairman
Dr. James Barr
Mrs. Sarah Alderman
Mr. John Cecil Nelson, Jr.
Mrs. Janet Peek
Dr. Scott Pierce
Mr. William Rutherford, via telephone
Mr. Michael Taylor
Mrs. Julia Wensel

comprising a quorum of the Board; also,

Mr. Richard Carter, President/CEO
Ms. Leah Curtis, Hospital Counsel
Mr. Lee Boles, Vice President/CFO
Mr. Reese Hurley, MSN-Adm., RN, Vice President/CNO
Mr. John Heatherly, Vice President Operations/Support Services
Ms. Emily Sundeen, DNP, FNP-BC, VP Quality & Clinical Integration
Mr. Jeffrey Constantino, Facilities Management Director
Ms. Lisa Hill, Foundation Development Marketing Communications Director
Ms. Stacey Lane, Human Resources Director
Mr. Chad Martin, Hunt Regional Medical Partners Director
Ms. Kim Mulder, Emergency Department Director
Ms. Nadine Ferrier, Assistant Cardiopulmonary Director
Ms. Lynsi Bowles, HREMC-Commerce, Cardiopulmonary
Mr. Lance Stout, HREMC-Commerce, Radiology

**Adoption
Of Order
Certifying
Election**

Ms. Curtis presented Order Number 327, an order certifying the election for members of the Board of Directors of Hunt Memorial Hospital District; and declaring the results of the election; and declaring certain individuals elected to the office of Hospital District Director. There were only two persons that filed for candidacy in Precinct One, only two persons that filed for candidacy in Precinct Three, and only one person filed for candidacy for the one position on the Board of Directors of Directors for Hunt Memorial Hospital District, thus there was no election held.

For the term beginning May 26, 2020 and ending with the uniform election date in May 2024 to wit:

Precinct One: James Barr
Julia Wensel

Precinct Three: Michael E. Taylor
William P. Rutherford

At-Large: John Cecil Nelson, Jr.

Mrs. Peek moved, seconded by Dr. Pierce, to adopt Order Number 327 as presented. The motion carried unanimously.

Pre-Oath Statements

Pre-Oath Statements were administered to Dr. Barr, Mrs. Wensel, Mr. Taylor, Mr. Rutherford and Mr. Nelson.

Administer Oaths of Office

Oaths of office were administered to Dr. Barr, Mrs. Wensel, Mr. Taylor, Mr. Rutherford and Mr. Nelson.

Election of Officers

By general consent, Ms. Curtis served as temporary Chair during the election of officers. Officer elected will serve a two (2) year term.

Chairman Dr. Barr moved, seconded by Mrs. Peek, to nominate Joe C. Johnson to serve as Chairman. Dr. Pierce moved, seconded by Mr. Nelson, to close the nominations and the motion carried. The motion carried unanimously.

Vice Chairman Dr. Barr moved, seconded by Mrs. Wensel, to nominate John Cecil Nelson, Jr. to serve as Vice Chairman. There being no further nominations, the motion carried unanimously.

Secretary Mr. Nelson moved, seconded by Mrs. Peek, to nominate James Barr to serve as Secretary. Dr. Pierce moved to nominate Sarah Alderman and the motion failed due to the lack of a second. Mrs. Wensel moved, seconded by Mr. Nelson to close the nominations and the motion carried. The motion carried unanimously.

Executive
Committee
Member

Mr. Rutherford moved, seconded by Dr. Pierce, to nominate Sarah Alderman to serve as Executive Committee member. Dr. Pierce moved to close the nominations and the nominations ceased. The motion carried unanimously.

**HRMC Medical
Staff Report**

There was no medical staff report.

**Citizens To
Be Heard**

The following citizens voiced their opposition to any changes being considered to the service lines at Hunt Regional Emergency Medical Center-Commerce: Mr. Sean Reese, 2009 Pecan Street, Commerce; Sherry Price, 813 Edgewood, Wolfe City; Jennifer Van Drexol, 2923 Melmar Park Street, Commerce; Mark Haslett of KETR, Commerce; Randy Starks, 202 Creekview Drive, Commerce; and Lynsi Bowles, 500 Brooke Street, Greenville.

**Unfinished
Business**

The agenda item, "Consider plans to address changes to service lines currently offered in light of the disaster declaration and take all necessary action" may be considered following the Executive Session.

**New
Business**

Mr. Rutherford moved, seconded by Mrs. Peek, to approve the following consent agenda items as recommended. The motion carried unanimously.

**Consent
Agenda**

To approve the recommendations for appointments, a request to change staff status, reappointments and resignations for the Hunt Regional Medical Center Medical Staff and the Allied Health Professional Staff upon recommendation of the Credentials Review.

To approve the purchase of a Luminex ARIES PCR Analyzer in the amount of \$49,500 for the Laboratory at Hunt Regional Medical Center upon recommendation of the Facilities Planning Committee and the Finance/Budget Committee.

To approve the purchase of an ECHO PACS system in the amount of \$354,896.34 through a capital lease for the Cardiopulmonary Department upon recommendation of the Facilities Planning Committee and the Finance/Budget Committee.

To approve the purchase of Omnicell cabinets in the amount of \$1,402,142 for the Hunt Regional Medical Center Pharmacy Department upon recommendation of the Facilities Planning Committee and the Finance/Budget Committee.

To approve the MRI remodel change orders: 1) \$1,440.00 for repair leaks in copper lines for sprinkler system; 2) \$4,664 for floating the flooring to a slightly lower angle and installing new LVT flooring and cove base in the control room and restroom; and 3) \$8,323 for extra chilled water piping, manifolds, and pressure regulators to tie into the new MRI equipment upon recommendation of the Facilities Planning Committee and the Finance/Budget Committee.

To approve Hunt Regional Medical Partner physician agreement upon recommendation of the Finance/Budget Committee.

To approve the match to the Hunt Memorial Retirement Savings Plan and Trust Plan upon recommendation of the Retirement Savings Plan & Trust Committee.

**Approval of
Minutes**

Mr. Nelson moved, seconded by Mrs. Peek, to approve the April 14 and April 28, 2020 minutes. The motion carried unanimously.

**Renewal
of D&O,
Crime
And
Privacy
Liability**

Mr. Carter presented quotes to renew the Directors & Officers Liability, Fiduciary Crime and Privacy Liability insurance for the period June 10, 2020 through June 20, 2021 as follows: Directors & Officers Liability with Beazley Insurance is \$32,474, a \$4,000 increase (14%) from last year noting the retention increased from \$35,000 to \$75,000; Fiduciary Crime with Great American Insurance is \$4,962 a 5% increase from last year with coverage and retentions the same; and Privacy Liability underwritten by Lloyds of London (new company) is \$52,048.51 with \$3million coverage with a retention of \$50,000. Following the presentation and discussion, Dr. Barr moved, seconded by Mrs. Wensel, to approve the insurance quotes as presented. The motion carried unanimously.

**Merit
Adjustments**

Mr. Carter reported employee merit adjustments were postponed in March/April due to COVID-19 and requested as volumes return to normal the hospital for retention and recruitment purposes allow the staff

their merit raises effective with the June 21 - July 4, 2020 pay period. He noted the directors received their raises earlier this year but the hourly employed staff did not. He reported the monthly expense attributed to the employee adjustments is approximately \$140,000 per month and \$200,000 per month with the adjustments for the directors. He reported in April the hospital was at 67% of the budget, is approximately 85% of the budget in May and June is expected to be at 90% or higher. Following review, Mr. Taylor moved, seconded by Dr. Pierce, to move forward with the employee merit adjustments as presented. The motion carried unanimously.

**President/CEO
Report**

Mr. Carter reported the following:

Two cranes will be onsite at Hunt Regional Medical Center tomorrow, one to install the new MRI unit and the other to place some compressors on the Medical Office Building roof to perform air conditioner repairs.

The annual Texas Healthcare Trustee conference is canceled and will not be rescheduled for this year due to COVID-19.

The MRI installation will take approximately two weeks and is expected to be available for testing in mid-June. The portable MRI will remain on campus until the new one is fully operational.

COVID-19 adjustments continue with no changes to the August 4, 2020 visitor restriction policy outlined by Governor Abbott; the hospital continues to provide temperature monitoring of all hospital staff and visitors; surgical patients are being COVID tested prior to their procedures; the CARES Act has provided funds to the hospital to carry us through the next few months; to date we have tested over 2,000 patients with 40 resulting positive which includes approximately 16 tested a second time.

Quality Report

There was no report.

**Compliance
Report**

There was no report.

**Financial
Statements**

Mr. Boles presented the April 2020 financial statements and provided an overview of the financial and statistical data. Following an overview of monies received due to COVID, Mr. Taylor moved, seconded by Mrs. Peek, to accept the statements, subject to audit. The motion carried unanimously.

**Executive
Session**

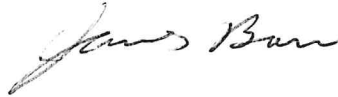
There was an Executive Session held under the provision of Section 551.001 et seq., Texas Government Code, for the purpose of 551.071, 551.074, and 551.085. Following the Executive Session, the following action was taken.

**HREMC-
Commerce**

Mr. Carter reported Hunt Regional Emergency Medical Center-Commerce has been a fiscal concern over the past year with a \$2 million shortfall and that the volume and low acuity of the patients is not supporting an Emergency Room, but the acuity and volume would be better served by an Urgent Care Clinic. Concern was expressed of the impact losing the Emergency Room would have on the Commerce community, the inconvenience of traveling to Greenville for emergency services and the impact on the employed staff. Following the overview, Dr. Barr moved, seconded by Mrs. Peek, to authorize the CEO to create a subcommittee (Task Force) comprising of Board members, hospital administration and community leaders to conduct an analysis, evaluate the needs of the community, and submit proposals for both the Commerce and Quinlan operations with community input in the next 90 days. The motion carried with Dr. Pierce abstaining.

Adjournment

There being no further business, the meeting adjourned at 7:20 p.m.



James Barr, Ph.D.
Secretary