

**ELECTRA HOSPITAL DISTRICT
ELECTRA MEMORIAL HOSPITAL
BOARD OF DIRECTORS MEETING
AUGUST 24, 2020**

Chairman Johnny Miller called the regular meeting of the Board of Directors to order at 6:04 p.m. in the Education Center at Electra Memorial Hospital, 1207 S. Bailey St, Electra, Texas. Board members present were Mr. Miller, Billy Don Clark, John Prickett, Roger Sanford, Stuart Smith, Paula Rodgers, and Carol Bourland. Others present were Rebecca McCain, CEO/Administrator and Ginnie Holmes, CFO.

Mr. Prickett gave the invocation.

PUBLIC COMMENT

None

BOARD EDUCATION – ACRONYMS & BOARD FAQs

Mrs. McCain presented information from TORCH's legal counsel regarding circumstances where a board member might be personally liable. Generally, a board hospital member is not personally liable for the hospital's debts, liabilities, or obligations. However, a board member could be personally liable if he or she fails to act: (i) in good faith, (ii) with the care an ordinarily prudent person would exercise, and (iii) in a manner that it reasonably believes to be in the best interests of the hospital. If harm results from one or more of such actions, a board member could be sued individually and found to be personally liable. Board members of non-profit hospital's owe an additional duty of obedience to the organization's mission and purpose and could potentially be liable for breaching this duty.

Board members for hospital districts and hospital authorities could be personally liable in other circumstances. For example, individuals sitting on public hospital boards are liable for damages (and can be criminally charged) for knowingly disclosing a closed meeting's certified information to a member of the public. Failure to disclose a substantial financial interest could also make a member personally liable.

Mrs. McCain concluded the education by reviewing a list of healthcare acronyms.

CONSIDER CONSENT AGENDA ITEMS

Mr. Sanford moved to approve the consent agenda items as presented. The consent agenda is attached to and made a part of these minutes. Mr. Clark seconded, and the motion carried unanimously.

MEDICAL STAFF REPORT

The Medical Staff did not meet this month.

APPROVAL OF EMPLOYMENT CONTRACT BETWEEN DISCOVERY MEDICAL NETWORK AND THOMAS S DELIZIO, MD

This item was tabled.

APPROVAL OF ELECTRA MEMORIAL HOSPITAL HOME HEALTH SERVICES ANNUAL REPORT

Mrs. McCain presented the Home Health Annual Report for 2020. In 2020, Electra Home Health delivered care to 261 patients by providing 9,812 home visits, an increase from 255 patients and a decrease in visits of 10,371 in 2019. The staff includes 9 full-time employees and contracted services for physical, occupational, and speech therapy. The report covered the utilization of services including the trend of patients and visits by fiscal year.

The agency has improved patient education, which has reduced the need for patient visits during the admission periods. The average payment has decreased from \$2,726 to \$2,153.

Mr. Clark made a motion to approve the Electra Memorial Hospital Home Health Services Annual Report. Mr. Prickett seconded the motion, which was approved unanimously.

APPROVAL OF PURSUING CONSTRUCTION OF A WAREHOUSE FOR STORAGE OF ADDITIONAL SUPPLIES AND EQUIPMENT FOR COVID-19

Mrs. McCain requested approval of pursuing construction of a warehouse for storage of additional supplies and equipment for COVID-19. Mr. Clark made a motion to approve, Mrs. Rodgers seconded, and the motion carried unanimously.

APPROVAL OF CONVERSION OF SEMI-PRIVATE ROOMS

Mrs. McCain requested approval of pursuing conversion of semi-private rooms to reverse isolation rooms for housing COVID-19 patients. Mr. Sanford made a motion, seconded by Mr. Smith, for approval of pursuing the conversion. The motion carried unanimously.

APPROVAL OF COVID-19 EXPENDITURES

Mrs. McCain discussed the Stimulus Funds received from the Centers from Medicare and Medicaid Services (CMS) and requested approval of COVID-19 expenditures using the funds received. The Stimulus Funds amount to \$4,113,941.79, with \$112,009.69 spent to date on supplies, \$67,500 on lab instruments for COVID-19 testing, and \$76,050.36 on additional telemetry equipment to be hard-wired into patients rooms that will house COVID-19 patients. \$3,250,000 is included in the 2020-2021 Capital Budget, leaving the remaining \$608,414.74 to be used on supplies such as items for drive-through testing and rapid testing machines. Any purchases will be included on the Consent Agenda. Mr. Clark made a motion to approve COVID-19 expenditures. Mr. Prickett seconded the motion, which was approved unanimously.

CLOSED MEETING –PERSONNEL MATTERS

The Board of Directors of the Electra Hospital District adjourned to a Closed Meeting, pursuant to Texas Government code, Section 551.074 et seq., Texas Open Meetings Act at 7:04 p.m. to discuss Personnel, with no action being taken in Closed Session. The Board reconvened in Open Session at 7:08 p.m.

APPROVAL OF EMPLOYMENT CONTRACT WITH REBECCA MCCAIN

Mr. Clark moved to approve a 3-year employment contract with Rebecca McCain. Mr. Sanford seconded the motion, which was approved unanimously.

2020-2021 BUDGET WORK SESSION

Mrs. Holmes reviewed the FY 2020-2021 Proposed Budget with the Board. The new budget is based on a daily average census of 6.4 patients – 1.7 acute and 4.7 swing bed days, the actual patient days for the current fiscal year. The proposed budget reflects an increase in net operating revenue of 18.13% and an increase in expenses of 12.96%. The Proposed Budget is based on setting a 2020 tax rate of \$.36/\$100 valuation. The certified tax roll is down \$7,285,203 from last year's appraised value. Home Health, DME, Goldsmith's, Day Care, Iowa Park Clinic, Iowa Park Pharmacy, Park Clinic, and Ambulance services were also discussed. Discussion was held regarding DSRIP funds for the upcoming year. The 3-year capital expenditure budget was reviewed with anticipated capital expenditures for equipment, COVID-19 supplies and storage, Park Clinic upgrades, and purchase of an ambulance.

PROPOSAL OF 2020 TAX RATE

The FY 2020-2021 Proposed Budget is based on tax rate of \$.36/\$100 of valuation, an increase of \$0.01/\$100 of valuation. The tax collections will be approximately \$3000 less than last year, even with the increased rate. Mr. Prickett made a motion to propose a tax rate of \$.36/\$100; Mr. Clark seconded the motion. Mr. Miller asked for a roll call vote, and each member was in favor.

RESIGNATION OF JOHN PRICKETT FROM THE ELECTRA HOSPITAL DISTRICT BOARD OF DIRECTORS

Mr. Prickett announced his resignation from Place 3 on the Electra Hospital District Board of Directors, effective immediately.

ADJOURNMENT

There being no further business to come before the Board, Mr. Smith made a motion to adjourn. Mr. Prickett seconded, and the Board voted unanimously to adjourn at 7:32 p.m.

Johnny Miller, Chairman

Stuart Smith, Secretary