

**Board of Directors
Muenster Hospital District
December 18, 2019
MMH Board Room**

The Board of Directors of the Muenster Hospital District met at 7 p.m., Wednesday, December 18, 2019, in regular session in the Board Room of Muenster Memorial Hospital. Present were board members Beverly Fuhrmann, Aaron Hess, Jon Reed and Ronnie Weinzapfel. Also present: Brian Roland, Chief Executive Officer, and Marion Willimon, Chief Financial Officer. Board members Lisa Schilling and T.J. Walterscheid were absent. Board member Don Richardson was detained and joined the meeting just prior to Executive Session.

President Ronnie Weinzapfel announced quorum and called the meeting to order at 7:07 p.m. Invocation was led by Fuhrmann.

There were **no public comments**.

Minutes: A motion was made by Fuhrmann and seconded by Reed to approve the minutes from the November 2019 board meeting as presented. Hess abstained due to his absence from that meeting. Approved 3-0-1.

The **financial report** for the District (Hospital, Family Health Clinic and Retail Pharmacy combined), November 2019 was presented by CFO Willimon as follows: Total Gross Revenue of \$960,915.71, which was down from October. Net patient revenues for the month were \$561,064.20. Total operating revenue for November was \$859,834.75. Total expenses for the month were \$1,061,812.11, which gave November an operating loss of \$201,977.36. The loss without taxes is \$313,852.42. Year-to-date operating revenues are at \$5,017,237.12 with expenses of \$4,778,709.46, resulting in a YTD income of \$238,527.66. Minus tax revenue of \$559,375.12, the District shows a YTD loss of \$320,847.46.

Board members also reviewed individual financials for entities of the District. Hospital revenue was down; net revenue for the clinic is up; retail pharmacy is down, with increased expenses voiding increased revenues. Willimon reported that the retail pharmacy is still monitoring mark-ups.

Other financial indicators including patient type and financial class, revenue by payer source, collections, bad debt, AR days and cash on hand were also reviewed and questions answered. No tax money was used in November.

CFO Willimon presented statistics from November 2019 that showed total patient days at 282 for the month and 1507 for the year, which is 17% lower than last year. Clinic visits are up 14.9% over last year at a total of 2495 visits for the year. Other ancillary stats were also reviewed. Medicare utilization in the hospital was reported at 63%.

Hess made a motion to approve November 2019 financials as presented. Fuhrmann seconded. Approved 4-0.

CEO Roland presented one physician and two CRNAs to the board for **appointment/reappointment** to the Medical Staff. All are Provisional – 1 year.

- New Appointment: Marie Shaw, M.D., Courtesy Staff, ER
- New Appointment: Richard Bradley Grace, Allied Staff, CRNA
- New Appointment: Sean Van Ronk, Allied Staff, CRNA

Weinzapfel made the motion to approve the credentialing as presented. Fuhrmann seconded. Approved 4-0.

Roland presented four **Policies or Procedures** for review:

- a) **Public Comments Policy:** New regulations outlined in HB 2840 (9/1/19) forced some changes in policy, including allowing extra time for non-English speakers, the public introduction of new agenda items; and no restriction on public criticism of the board in open meetings.

Discussion included the law as it relates to limiting speakers (time or number) when there are large groups in attendance.

- b) **Code of Conduct Policy:** Wording changes required for compliance.
- c) **Conflict of Interest Policy:** This policy is very complicated and involves board, employees and vendors. Conflicts of interest are outlined specifically in Texas Government Code, which sets requirements of disclosure.
- d) **Fair Market Valuation Policy:** Used in physician contracts, office leases, training, etc.

Fuhrmann made a motion to approve the Code of Conduct, Conflict of Interest and Fair Market Valuation policies as presented, and to table the Public Comments policy for further information. Reed seconded and the motion was approved.

There was no **Hospital QA** report.

CEO Roland gave the following information items:

- 1) CMS has announced its requirement for all hospitals to publish insurance contract rates by January 2021. There is a lot of pushback from hospitals on this issue, so we will continue to monitor the situation.
- 2) The Notice to File Application for Place on the Ballot was posted 12/13/19 at the hospital. The filing period is January 15-February 14. The election will be officially called at the January meeting.

Roland reminded members of the board meeting schedule: 1/29/2020, at which time the audit will be presented; February 26 and March 25, 2020.

At 7:48 p.m., Weinzapfel made the motion that the board move into closed session pursuant to Section 551.085 of the Texas Government Code. Fuhrmann seconded. Approved 4-0.

Board member Don Richardson arrived.

The Board of Directors of the Muenster Hospital District adjourned its closed session and returned to open session at 8:50 p.m., on a motion by Reed, seconded by Hess, and approved unanimously.

During Executive Session, it was discovered that no limit can be put on the number of speakers allowed to speak in public session. Roland will make sure the Public Comments policy reflects that and bring it back to the board for final approval at the next meeting.

At 8:55 p.m., a final motion was made by Hess to adjourn the meeting. Motion was seconded by Reed. Motion carried and the meeting was adjourned.

Ronnie Weinzapfel - Board Chairman

Aaron Hess - Board VP/Secretary

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