University Medical Center of Southern Nevada
Governing Board
December 12, 2018

UMC ProVidence Suite
Trauma Building, 5th Floor
800 Hope Place
Las Vegas, Clark County, Nevada
Wednesday, December 12, 2018
2:00 p.m.

The University Medical Center Governing Board met in regular session, at the location and date above, at the hour of 2:00 p.m. The meeting was called to order at the hour of 2:04 p.m. by Chair O'Reilly. The following members were present, which constituted a quorum of the members thereof:

CALL TO ORDER

Board Members:

Present:
John O'Reilly, Chair
Donald Mackay, M.D., Vice-Chair
Robyn Caspersen
Harry Hagerty – Via Phone
Laura Lopez-Hobbs
Christian Haase
Renee Franklin – 3:21 arrived
Mary Lynn Palenik
Jeff Ellis

Absent:

Ex-Officio Members:

Present:
Dr. Frederick Lippmann, Chief of Staff
Barbara Atkinson, M.D., UNLV School of Medicine
Barbara Fraser, Ex-Officio

Absent:

Also Present:
Mason VanHouweling, Chief Executive Officer
Susan Pitz, General Counsel
Terra Lovelin, Board Secretary

SECTION 1. OPENING CEREMONIES

PLEDGE OF ALLEGIANCE

ITEM NO. 1 PUBLIC COMMENT

Chair O'Reilly asked if there were any persons present in the audience wishing to be heard on any item on this agenda.

Speakers: None

ITEM NO. 2 Approval of minutes of the regular meeting of the UMC Governing Board on November 13, 2018. ***(Available at*** **University** ***Medical Center, Administrative Office) (For possible action)***

FINAL ACTION: A motion was made by Dr. Mackay that the minutes be approved as recommended. Motion carried by unanimous vote.

ITEM NO. 3 Approval of Agenda ***(For possible action)***

Member Caspersen would like to remove Item number 23, the Audit report, from today's agenda to allow time for further review. It will be placed on the January agenda.

Item number 20, Teachers Health Trust, and Item number 21, HPN will be removed from the agenda.

Item number 22, Dr. Futoran's Agreement, did not go to the Audit and Finance Committee last week due to timing issues but it is on today's agenda for approval today.

FINAL ACTION: A motion was made by Member Caspersen to remove the above mentioned items from the agenda and Dr. Mackay motioned to approve the amended agenda. Motion carried by unanimous vote.

SECTION 2. CONSENT ITEMS

A motion was made by Member Ellis to approve the items on the Consent agenda listed below as recommended. Motion carried by unanimous vote.

ITEM NO. 4 Approve and recommend for approval by the Board of County Commissioners, sitting as the Board of Hospital Trustees for University Medical Center of Southern Nevada ("UMC"), the Sales Proposal with Hill-

Rom for the purchase of Hill-Rom Smart Beds and the NaviCare® Patient Safety module; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Proposal – Redacted
- Sourcing Letter
- DOO

ITEM NO. 5 **Approve the agreements with Epic Systems Corporation, Philips Healthcare, and CDW Government LLC for the Cupid Lab Phase II project; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Quote Confirmation
- Quote Summary
- Amendment to Quote
- Cupid Install – Redacted

ITEM NO. 6 **Approve the agreements with Epic Systems Corporation, cStor, and Haemonetics Corporation for the Beaker Lab Phase II project; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Haemonetics Master Software Agreement
- Epic Service Request
- Beker Install – Redacted
- Cstor Quote
-

ITEM NO. 7 **Approve the Amendment 9 to Software License and Services Agreement between 3M Health Information Systems, Inc. and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment 9 to Agreement

ITEM NO. 8 **Approve the Second Amendment to Contract for IT Infrastructure Services between Cox Communications Las Vegas, Inc. d/b/a Cox Business and University Medical Center of Southern Nevada for Network Connectivity Services; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Second Amendment
- DOO

ITEM NO. 9 **Approve the Histology/Anatomic Referral Laboratory Services Agreement between Laboratory Medicine Consultants, Ltd. and University Medical Center of Southern Nevada; authorize the Chief Executive Officer to**

exercise any extension options; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Services Agreement

ITEM NO. 10 Approve Amendment One to the Agreement for Physician Professional Services between Cardiovascular Surgical Services, Ltd. d/b/a Cardiovascular Surgery of Southern Nevada and University Medical Center of Southern Nevada; authorize the Chief Executive Officer to exercise future renewal options at his discretion; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Amendment One

ITEM NO. 11 Approve the Agreement for Transplant Services with Nevada Donor Network, Inc.; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Agreement

ITEM NO. 12 Approve the Agreement for Histocompatibility Testing Services with Nevada Donor Network, Inc.; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Agreement

ITEM NO. 13 Approve the addition of Equipment Schedule 008 to Master Lease Agreement No. 21237667 and Service Agreement between Stryker Flex Financial, a division of Stryker Sales Corporation and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Stryker Ortho Drills Vendor Signed
- HPG Sourcing Letter
- DOO

ITEM NO. 14 Approve the Maintenance Invoice with Hyland LLC; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Maintenance Invoice

ITEM NO. 15 **Approve Amendment Six to the Quality Measures Abstraction Agreement between Primaris Holdings, Inc. and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment Six to Agreement

ITEM NO. 16 **Approve the 340B Administrative Services Agreement with Pharmaceutical Strategies Group, LLC; authorize the Chief Executive Officer to exercise any extension options; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Agreement

ITEM NO. 17 **Approve RFP No. 2018-01 Food Services and Clinical Nutrition Management Services (Lot 2) to Compass Group USA, Inc.; approve the Agreement for Food Services and Clinical Nutrition Management Services (Lot 2); authorize the Chief Executive Officer to exercise any extension options; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Morrison Agreement

ITEM NO. 18 **Approve Amendment 003 to the Hospital Agreement between Aetna Health, Inc. and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment

ITEM NO. 19 **Approve the Hospital Participation Agreement with Laughlin Healthcare Coalition; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Agreement

ITEM NO. 20 **Approve the Sixth Amendment to the Hospital Services Agreement between Teachers Health Trust and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- None submitted

ITEM NO. 21 Approve and recommend for approval by the Board of County Commissioners, also sitting as the Board of Hospital Trustees for University Medical Center of Southern Nevada ("UMC"), the Group Enrollment Amendment No. 2 between Health Plan of Nevada, Inc. and Clark County Group to provide health care coverage to UMCSN employees, retirees and dependents through a Health Maintenance Organization; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- None submitted

ITEM NO. 22 Approve the Professional Services Agreement (Group Physician On-Call Coverage) with Dr. Robert J. Futoran, P.C.; and authorize the Chief Executive Officer to execute the Agreement and any future extensions take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Agreement

ITEM NO. 23 Receive and accept the Fiscal Year 2018 Audit Report from BDO USA, LLP, Certified Public Accountants for University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- BDO Audit Wrap Up 2018

SECTION 3: BUSINESS ITEMS

ITEM NO. 24 Receive a presentation from the new Hospital Commander of Michael O'Callahan Federal Hospital-Nellis AFB; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- PowerPoint

DISCUSSION: Colonel Alfred Flowers was introduced by CEO Mason VanHouweling.

The Colonel introduced the Leadership team of the 99th Medical Group; Col. Courtney D. Finkbeiner, Deputy Commander, and Chief Master Sgt. Nicole C. Owens, Superintendent.

This 99th Medical Groups mission, vision and priorities were explained.

Mission: Ensure Ready Medics, Fit Forces, while Improving the Health of All We Serve

Vision: Providing Trusted Care….Every patient, Every Time

The 99th Medical Group is comprised of approximately 1,400 personnel who are dedicated to providing services for approximately 22,000 active-duty members and their dependents.

A day at the 99th Medical Group was explained and statistics were shown.

Daily Outpatient Visits - 1,147

ER Visits – 95

Same Day Surgeries – 15

Radiology Procedures - 237

Inpatient Admissions – 12

Ancillary Services – 193

There are currently 53 medics deployed and 47 tasked to deploy. There are 76 deployment packages to support eight areas of responsibility and NATO nations. A deployment package can include surveillance or hospital work.

Colonel Flowers explained the multitude of services that are offered at the Mike O'Callaghan Military Medical Center. They offer in-patient and out-patient services, a critical care unit, labor and delivery unit and Emergency Department. Some of their offered services include, acupuncture, aerospace medicine, audiology, physical therapy, plastic surgery, sports medicine, neurology, and many more.

The 99th Medical Group has a strong relationship with the VA and has provided care to 5,500 veterans as they share training and resources through their joint operations.

Colonel Flowers touched on the SMART Program (Sustained Medical and Readiness Trained Program). This program was established in 2015 and provides nurses, providers and technicians to exposure to clinical/combat trauma incidences that not available at Air Force medical training facilities. A total of 457 personnel have already been trained with this program.

Major Initiatives currently being focused on: Vet clinic, robots, pain clinic, VA, Level III Trauma Center, and Community Based Clinic.

FINAL ACTION: None taken

ITEM NO. 25 Recognize the service of Chris Giunchigliani and Susan Brager, the former UMC Board of Trustees Vice-Chairs; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- None

DISCUSSION: Mr. VanHoweling thanked Ms. Brager and Ms. Giunchigliani for their service and presented each of them with an engraved commemorative vase for their service to UMC.

FINAL ACTION: None taken

ITEM NO. 26 Receive an update on upcoming legislative initiatives for the 2019 session pertinent to UMC and the Governing Board; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- None

DISCUSSION: Marcia Turner provided an overview of the 2019 session.

Federal Update:

Senate:
Senator – Catherine Cortez Masto and Jacky Rosen

House:
Representatives - Dina Titus, Mark Amodei, Susie Lee, Steven Horsford

Key Expected Healthcare-Related Legislation
- Reductions due to CMS Outpatient Prospective Payment System
- Targeted cuts in payments to 340B hospitals
- Reductions to Medicaid DSH
- 3-Year Expansion of ACA – exempt “short-term” plans
- Increase in uncompensated care due changes in immigration regulations relating to “Public Charge” determination

The 80th Session of Nevada Legislature begins Feb 4, 2019 and ends June 3, 2019

Nevada election results and key expected healthcare-related legislation was discussed.

UMC Bill SB77: Proposal to revise provisions governing purchasing by a county hospital and hospitals in a county hospital district.

FINAL ACTION: None taken

ITEM NO. 27 Receive the monthly financial reports for October FY19; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- FY 2019 October Financials

DISCUSSION: Jennifer Wakem provided a summary of the October 2019 financials.

- Salaries, wages and benefits were slightly over budget by 1.75%
- Supplies were above budget by 16%
- Total admissions were up 8.41%
- In-Patient surgery cases totaled 834, above prior month
- Quick Care visits totaled 13,904, down 10.76%
- Primary care visits totaled 5,970, above budget by 22.69%
- ER visits for the month were below budget

Ms. Wakem went over the Capital Plan; what is budget for FY19, what is spent and what is committed.

FINAL ACTION: None

ITEM NO. 28 Receive a report from the Governing Board Human Resources and Executive Compensation Committee; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- None submitted

DISCUSSION: Jeff Ellis, Chair of the Committee provided the following summary from the last meeting on December 3, 2018.

Business items were centered on the CEO goals and objectives and after a lengthy discussion the committee approved the 2019 CEO goals.

The committee also approved the other committee's goals for the CEO. The percentages were decided as follows:
Finance – 25%
Clinical Quality – 30%
HR – 20%
Strategy – 25%

The committee also heard an update on the ICARE program.

FINAL ACTION: None

ITEM NO. 29 Approve the final set of performance objectives for the CEO as recommended by the Human Resources and Executive Compensation Committee, for Fiscal Year 2019. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- 2019 CEO Objectives

DISCUSSION: Jeff Ellis, Chair of the Committee discussed this item in the HR report.

FINAL ACTION: A motion was made by Member Ellis to adopt the performance objectives and approve as recommended. Motion carried by unanimous vote.

ITEM NO. 30 Receive a report from the Governing Board Audit and Finance Committee; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- None submitted

DISCUSSION: Robyn Caspersen, Chair of the Committee provided the following summary from the last meeting on December 5, 2018.

21 business items were heard and 18 contracts/agreements were approved. The committee also heard October financials which this board just heard.

Ms. Wakem showed an organizational chart of all the departments that report to her and what their roles are.

BDO presented the financial audit for 2018 and there were no significant findings.

FINAL ACTION: None

ITEM NO. 31 Receive a report from the Governing Board Strategic Planning Committee; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- None submitted

DISCUSSION: Member Hagerty, Chair of the Strategic Committee provided a summary of the last meeting on Thursday, December 6, 2018.

The committee assigned each committee member to each of the six service lines that are going to be focused on.

Member Palenik- Pediatrics
Member Haase- Ambulatory
Dr. Mackay – Orthopedics
Member Franklin - General Surgery
Member Caspersen – Oncology
Member Hagerty –Cardiology

A discussion ensued regarding joint goals with UMC and UNLV.

FINAL ACTION: None

ITEM NO. 32 Receive an update on the University of Nevada Las Vegas School of Medicine; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- None submitted

DISCUSSION: Dean Atkinson provided the following updates:

- Changes in the pediatric department – The Chair of the department retired and there are 12 candidates with hopes that by July 1, they will have someone appointed.
- Documents ready for accreditation site visit which is coming in February
- Master Affiliation Agreement – Made some progress but work is continuing
    - Marketing
    - Financial terms
    - Terms and terminations

FINAL ACTION: None

ITEM NO. 33 Receive an update from the Hospital CEO; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- None submitted

DISCUSSION: Mr. VanHouweling provided the following operational updates:

- Physician Satisfier - Dictation system MModal is being utilized
- Smart beds have been ordered and the approval of the purchase of these will go to the BCC
- Cardiology – Increased surgeries
- Medical Staff Meeting – Dr. Quinn Feikes retained her seat and Dr. Tariq retained his seat
- Board invited to the UMC Holiday party on January 4, at Texas Station
- Dr. Cade was recently showcased for his work at the Wellness Center

ITEM NO. 34 Review and accept the standing committee assignments for the calendar year 2019; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- 2019 Committee Assignment List

DISCUSSION: None

FINAL ACTION: A motion was made by Dr. Mackay to approve the 2019 Governing Board Committee Assignment list. Motion carried by unanimous vote.

SECTION 4: EMERGING ISSUES

ITEM NO. 35 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. *(For possible action)*

Chairman O'Reilly introduced David Struve who is here today to observe the meeting. Dave would like to sit on one or more of the committees as an Ex-Officio and this will be discussed at a future meeting.

COMMENTS BY THE GENERAL PUBLIC:

No comments

FINAL ACTION: None

There being no further business to come before the Board at this time, at the hour of 3:23 p.m. Chair O'Reilly adjourned the meeting.

Minutes Prepared by: Terra Lovelin

APPROVED: January 30, 2019