University Medical Center of Southern Nevada
Governing Board
October 31, 2018

UMC ProVidence Suite
Trauma Building, 5th Floor
800 Hope Place
Las Vegas, Clark County, Nevada
Wednesday, October 31, 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 2:06 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
Laura Lopez-Hobbs
Christian Haase
Renee Franklin – Via Phone
Mary Lynn Palenik

Absent:
Jeff Ellis (Excused)

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 September 26, 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)***

FINAL ACTION: A motion was made by Member Palenik that the agenda be approved as recommended. Motion carried by unanimous vote.

SECTION 2. CONSENT ITEMS

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

ITEM NO. 4 Approve the First Amendment to the End User Software License & Solution Purchase Agreement with Bernoulli Enterprise, Inc.; authorize the Chief Executive Officer to approve future Order Forms within his delegation of authority; and take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Bernoulli Purchase Agreement - Redacted

ITEM NO. 5 Approve the Quote for purchase of Olympus microphones and the Professional Services Quote for adoption services with MModal Services, Ltd; authorize the Chief Executive Officer to execute future Order Forms within his delegation of authority; and take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Professional Services Quote
- Quote

ITEM NO. 6 Approve RFP No. 2018-10 Federal and State Advocacy Services to R&R Partners, Inc.; approve the RFP No. 2018-10 Service Agreement; authorize the Chief Executive Officer to exercise any extension options; and take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 7 Approve the License and Service Agreement and Order Form #1 between Craneware, Inc. and University Medical Center of Southern Nevada; authorize the Chief Executive Officer to exercise any extension options and execute future Order Forms within his delegation of authority; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- License and Service Agreement

ITEM NO. 8 Approve the Service Agreement between Implementation Management Assistance, LLC d/b/a Revint Solutions 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**:**
- Service Agreement

ITEM NO. 9 Approve the Governing Board the Amendment Number Two to Participating Provider Agreement with SilverSummit Health Plan, Inc.; and take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 10 Approve the Participating Provider Agreement with MGM Resorts International on behalf of the MGM Resorts Direct Care Health Plan; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- MGM Resorts Int. Direct Care Health Plan Redacted

SECTION 3: BUSINESS ITEMS

ITEM NO. 11 Receive a refresher training on the Open Meeting Law from Tye Masters, Attorney with UMC; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Open Meeting Law

DISCUSSION: Tye Masters presented an overview on the Open Meeting Law.

"All public bodies exist to aid in the conduct of people's business. It is the intent of the law that their actions be taken openly and their deliberations be conducted openly." –NRS241.010

Mr. Masters went over when the Open Meeting Law applies, the definition of a Public Body and the definition of a Meeting.

General Requirements of Open Meeting Law:
-Notices must include time of meeting, place and location of the meeting and must be posted at least three working days prior to the meeting
-Agenda must be clear and concise
-Minutes and Recordings – Available within 30 days after meeting.

Exceptions to "Meeting" were discussed and include; Attorney-Client conference exception and Social Function Exception

Closed Meetings
Authorized by specific statute

Meetings to consider character, misconduct, competence or health were discussed and can be found defined in Nevada Statute NRS 241.033.

Mr. Masters went over when the Board could hold closed meetings and also the consequences of violating the open meeting law.

FINAL ACTION: None taken

ITEM NO. 12 Receive a report from the Governing Board Strategic Planning Committee; and take any action deemed appropriate. ***(For possible action)***

DISCUSSION: Member Hagerty, Chair of the Strategic Committee provided a summary of the last meeting on Thursday October 11, 2018

The committee continued their review of the Strategic Plan and areas of focus.

Cardiology and Orthopedics were chosen as two of the focuses as well as general surgery, ambulatory, and pediatrics.

It was also decided that the committee discuss and focus on cancer care.

There are teams at UMC already set up to help develop these service lines and there will be a committee member on each one as well to help aid in the focus of each one.

The CEO's FY2019 goals were discussed, approved and then forwarded to the HR Committee with final approval from the Governing Board.

The committee asked that the weight of the Strategic Committee be increased from 20% to 30% and that was left at the discretion of the HR Committee.

FINAL ACTION: None

ITEM NO. 13 Receive a report from the Governing Board Audit and Finance Committee; and take any action deemed appropriate. *(For possible action)*

DISCUSSION: Robyn Caspersen, Chair of the Committee provided the following summary from the last meeting on October 17, 2018.

Seven contracts were discussed and approved by the committee and are on today's consent agenda for Board approval.

The monthly financial report was presented including UMC's cash and investments and those that are labeled as, "Internally Designated".

Internal auditors are on site and they will report to the Governing Board in December. We continue to use BDO as our auditors.

A report was received from UMC's Internal Auditor, Nathan Strohl on the Daily Midnight Census.

The CEO's FY2019 goals were discussed, approved and then forwarded to the HR Committee with final approval from the Governing Board.

FINAL ACTION: None

ITEM NO. 14. Receive the monthly financial reports for September FY18; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- FY 2018 September Financials

DISCUSSION: Jennifer Wakem provided a summary of the September 2018 financials.

-Net Patient Revenue fell shy of budget 2.8%
-Salaries were over budget by 4.03%.1%
-Benefits were over budget by .90%
-Supplies are favorable by 6.8%
-Purchased services was favorable by 11.3%
-Total admission were strong, above budget by 4%
-ER Visits below budget by 17%
-OP Surgery Cases below budget by 11.7%
-Quick Care visits were down 10.6%
-Primary Care visits above budget by 5.5%

FY19 Capital Update
- Funds spent in FY19 totaled $2.6 million
- Funds committed in FY19 total $6.5 million
- Service line enhancements include pediatrics, ambulatory, orthopedics, Cardiology and surgery with a budget of $5 million
- Master Plan budget for FY19 totals $16 million

FINAL ACTION: None

ITEM NO. 15 Receive an update on the University of Nevada Las Vegas School of Medicine; and take any action deemed appropriate. *(For possible action)*

DISCUSSION: Dean Atkinson provided the following update

-Interviewing for next medical class; 1,900 applicants, 60 will be selected
-Working on next step of accreditation; site visit in June
-Deadline was yesterday to put in for new residency's and fellowships to Governor's budget; two programs entered
-Clinical Practice; final report of external audit received and they ended up financially positive
-17 clinics, 500 patients a day, average of 160 patients at UMC

FINAL ACTION: None

ITEM NO. 16 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.

-UMC's Quick Care voted "Best of Las Vegas"
-Either November or December's Board meeting will also be a Joint meeting with the Board of Hospital Trustees and UMC Governing Board

FINAL ACTION: None

ITEM NO. 17 Review the standing committee assignments and make any changes necessary for the calendar year 2019; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- 2019 DRAFT Committee Dates and Assignments

DISCUSSION: Any comments or suggestions please direct them to Chair O'Reilly or Ms. Pitz. This agenda item will be on a future agenda for approval.

FINAL ACTION: None taken

SECTION 4: EMERGING ISSUES

ITEM NO. 18 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. *(For possible action)*

Chair O'Reilly mentioned the three members whose terms are up for renewal, Member Franklin, Chair O'Reilly and Member Hagerty. He will reach out to the two members and inquire if they wish to renew.

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 2:56 p.m. adjourned the meeting.

Minutes Prepared by: Terra Lovelin

APPROVED: November 14, 2018