University Medical Center of Southern Nevada
Governing Board
January 30, 2019

UMC Emerald Room
901 Rancho Lane, Suite 180
Las Vegas, Clark County, Nevada
Wednesday, January 30, 2019
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 2:01p.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
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 (called in 2:12)

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 December 12, 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.

Member Franklin abstained from voting on the minutes as she arrived late to the December meeting.

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

Chair O'Reilly made a change on Item 15, it should read "Accept" the Fiscal Year 2018 Audited Financial Statements, and not "Approve".

FINAL ACTION: A motion was made by Member Lopez-Hobbs that the agenda be approved as amended. 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 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 First Amendment to Lease Agreement between University Medical Center of Southern Nevada and Dr. Daniel Orr, D.D.S., M.S., LTD.; and take action as deemed appropriate. ***(For possible action)***

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

ITEM NO. 5 **Approve the Agreement for Professional Services between Meena P. Vohra, M.D., P.C. d/b/a Las Vegas Pediatric Critical Care Associates and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Professional Services Agreement – Clinical Services

ITEM NO. 6 **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 UMC to provide health care coverage to UMC employees, retirees and dependents through a Health Maintenance Organization; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment No. 2 Group Enrollment Agreement

ITEM NO. 7 **Approve the ratification of the Provider Participation Agreement and Amendment with Health Net Federal Services, LLC; and take action as deemed appropriate. *(For possible action)***

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

ITEM NO. 8 **Approve Addendum Two Supplement to Master Equipment and Products Agreement for Cost per Test with Siemens Healthcare Diagnostics, Inc.; authorize the Chief Executive Officer to approve future pricing quotes for additional tests within his delegation of authority; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Addendum Two
- Master Equipment and Products Agreement

ITEM NO. 9 **Approve Amendment Two to Agreement for UMCSN Comprehensive Design Standards between Design Studio Blue LLC and University Medical Center of Southern Nevada; authorize the Chief Executive Officer to execute future Statements of Work within the not-to-exceed amount of the Agreement; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment Two to Agreement for UMCSN Comprehensive Design Standards

ITEM NO. 10 Approve the Schedule, Service Agreement and Amendment #1 to the Master Lease Agreement between Olympus America, Inc. and University Medical Center of Southern Nevada; and take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment 1

ITEM NO. 11 Approve Amendment One to Agreement for Consulting Services between United Audit Systems, Inc. d/b/a UASI and University Medical Center of Southern Nevada; authorize the Chief Executive Officer to exercise the extension option; and take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment One to Agreement for Consulting Services

ITEM NO. 12 Approve the Diagnostic Staffing Service Agreement and Addendum between Med-Smart, Inc. and University Medical Center of Southern Nevada; authorize the Chief Executive Officer to exercise any renewal options; and take action as deemed appropriate. ***(For possible action)***

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

ITEM NO. 13 Approve the Software Maintenance Renewal with Bayer HealthCare LLC; authorize the CEO to sign future extensions; and take action as deemed appropriate. ***(For possible action)***

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

ITEM NO. 14 Approve the Security Subscription and Support renewal with Optiv Security Inc.; authorize the CEO to sign future extensions; and take action as deemed appropriate. ***(For possible action)***

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

ITEM NO. 15 Accept the Fiscal Year 2018 Audited Financial Statements and Related Schedules and Reports from BDO USA, LLP, Certified Public Accountants for University Medical Center of Southern Nevada; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Audit Wrap UP June 2018
- Basic Financial Statements and Single Audit Info.

SECTION 3: BUSINESS ITEMS

ITEM NO. 16 Recognize NV Energy Foundation for a monetary donation in the amount of $25,000 dollars for the UMC Stop the Bleed Campaign. *(For possible action)*

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

DISCUSSION: Representatives from NV Energy Foundation presented a check in the amount of $25,000 which will go towards UMC's Stop the Bleed program. This funding will help provide training and the purchase of Stop the Bleed kits which will be placed in 50 high schools in the Las Vegas Valley.

Mr. VanHouweling presented the President of NV Energy with a kit to be placed in their building.

ITEM NO. 17 Receive an update on Federal Healthcare Topics from Dale Kirby, Regional Executive – Regional 9, American Hospital Association; and direct staff accordingly. *(For possible action)*

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

DISCUSSION: Dale Kirby presented a Legislative update for 2019.

The impact of the shutdown is about $11 billion dollars and effected many departments including State, Homeland Security, Commerce, Agriculture, Transportation, and a few others.

Nevada Members of key committees:
Senate
Finance - Catherine Cortez Masto
Health, Education, Labor and Pension - Jacky Rosen

House
Energy and Commerce – None
Ways and Means – Steven Horsford

Some challenges for 2019 were discussed and include appropriations, sequestration, debt ceiling, adhering to “Pay Go” rules (House).

What are our vulnerabilities?
-Site Neutral Payment
-Surprise Billing/Pricing Transparency – Large bills for brief visits, public doesn’t understand the pricing so they hope to make this more transparent
-Affordability – Insurance is costly, for individuals and businesses
-Other Intrusions – Cap Medicaid spending, reduce Medicare bad debt payments, phase down provider taxes, grant program for GME

We have a divided Government but are working together on:
-Opioid Epidemic
-Drug prices
-Infrastructure
-Health care affordability

Some things they are not working together on:
-Gridlock
-Messaging Bills – Sending bills they know will not be passed

Things that impact UMC:
Medicaid DSH
-Delay of ACA cuts in effect until Oct. 1, 2019
-First year of cuts: $4 billion
-Congress may phase in reductions over longer period, use unspent DSH funding first, distribute based on low income residents

Drug Prices
-Drug makers have raised prices on hundreds of medicines since January 1 (Major focus of Trump Administration this year)
-Bipartisan legislation coming
-Over 90% of hospitals reported having to identify alternative therapies to manage spending
-One in four hospitals had to cut staff to mitigate budget pressures

340 B Drug Discount Program
-Big pharma lobbying heavily to eliminate the program
-AHA working hard to protect 340b from any cuts in eligibility or payments
-340B lawsuit: Judge ruled in favor of AHA and hospital plaintiffs

2019 Advocacy Agenda
-Sustain the Gains in Health Coverage
-Protect Patient Access to Care
-Advance Health System Transformation
-Enhance Quality and Patient Safety
-Promote Regulatory Relief

Mr. Kirby explained the purpose of the Center for Health Innovation and encouraged people to join.

ITEM NO. 18 Receive an overview of the GME program from the Designated Institutional Officer, Dr. Kate Martin; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Dr. Martin provided the annual report to the Board.

The transition from UNR to UNLV SOM was completed on July 2017.

Institutional performance indicators
-Worked on scholarly project with residents/fellows (faculty survey)
-Satisfied with opportunities for scholarly activities (faculty survey)

Multiple ACGME Residency and Fellowship Programs with accreditations listed.

Program Accreditation Status
Orthopaedic-surgery and OB/GYN programs had routine site visits. With regards to the Orthopaedic program, it has received continued accreditation status without outcomes. The OB/GYN program was continued accreditation with warning.

Residency and Fellowship Programs with citations from the ACGME
-OB/GYN: 6 citations
-Otolaryngology: 1 citation
-Pediatrics: 1 citation
-Child and Adolescent Psychiatry Fellowship: 1 citation

Action Plan for Academic Year 2018-2019:
-Engage faculty to mentor and work with residents/fellows on a scholarly project
-Offer events related to Resident Wellness
-Collaborate with UMC in patient safety/QI initiatives such as QIPS (Quality Improvement and Patient Safety) Council and Nurse Buddy Program

ITEM NO. 19 Receive an update on the Electronic Health Record (EHR) system; and direct staff accordingly. *(For possible action)*

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

DISCUSSION: Lonnie Richardson provided a quarterly update for the EHR project.

UMC received a good install credit of $295,500 for following procedures and meeting deadlines.

UMC will be joining the Honor Roll program. To be included in this program we have to keep staff certified, stay up on current issues and leverage advanced features.

EHR Stabilization Engagements
- Reporting and Analytics, end date of January 31, 2019
- Optimization and Stabilization, end date of June 28, 2019

EHR Active Projects
- Epic upgrade to August 2018 release
- MModal Fluency direct voice dictation deployment
- Epic CUPID Cardiovascular Module

EHR Upcoming Projects
- Oncology Module
- Advanced Patient-Facing Features

Technology Initiatives
- EHR Community Connect Expansion
- Expanded Back-Office Automation
- Phone system (PBX)
- Telemedicine

Chair O'Reilly asked if patients have accepted the system.

Mr. Richardson replied that patients are utilizing My Chart and registration is increasing.

ITEM NO. 20 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: Member Caspersen provided a report from the last meeting on January 22, 2019.

The committee received a report on the EHR system and the monthly financials, which the board will hear as well.

An overview on the DSH program was provided by Steven Hughey and it was well received and appreciated.

The committee received the detailed audited financial reports and statements and thanked Mason and Jennifer and her team for a good audit.

There was no public comment and the meeting concluded at 5:35pm.

FINAL ACTION: None taken

ITEM NO. 21 Receive the monthly financial reports for November/December FY19; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- FY 2019 November and December Financials

DISCUSSION: Jennifer Wakem provided a summary of the November and December financials.

November Financials

Adjusted patient days were down from budget
Salaries, wages and benefits were slightly over budget
Total admissions were up 3.8%
In-Patient surgery cases were up 4.7%
Quick Care visits were down against budget, but had a record month
Primary care visits continue to do well as numbers were up
ER visits for the month were below budget
Total Operating Expenses are being managed and are down
SWB is slightly over budget

December Financials

Adjusted patient days down from budget
Admissions were shy of budget (Key physicians were out)
Quick Care running below budget but numbers are trending upward
Primary Care visits were above budget

Year to date:
Total net revenue is below budget by $2.3 million
Total operating expenses are below budget $2.7 million

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

FINAL ACTION: None

ITEM NO. 22 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 Congratulated Dr. Kate Martin on the continuing accreditation of the GME.

The dean stated that this is a busy time of year as the school put a Legislative request in for $14.3 million dollars over the biennium.

Students are doing well; first class of the school is taking the Step 1 exam for their accreditation.

The third class that will start in July have been interviewed.

Two former residents who went out of state for training are coming back to join the faculty.

The Master Affiliation Agreement is going well with weekly meetings being held in order to get the agreement finalized by July 1.

FINAL ACTION: None

ITEM NO. 23 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 updates and news items.

Nursing was recognized by the American National Nursing Association for an accredited nursing residency program.

The topic of Trauma Centers was mentioned and Mr. VanHouweling announced that in April the Southern Nevada Health District (SNHD) will be reviewing a total of six applicants who want to enter into the Trauma System.

As Dean Atkinson mentioned, the Nevada Legislative session starts on Feb. 4. On a Federal level, another state was just approved with a Medicaid 1115 waiver, this requires participants to either work 80 hours or volunteer 80 hours.

On a local level, micro hospitals are a topic of discussion.

Mr. VanHouweling asked the Board to please mark their calendars for February 14, 2019, 8-1:30PM, for a behind the scenes tour at Nellis Air Force Base.

The employee scholarship winner was introduced by Mr. VanHouweling and John Espinoza. More than 30 people applied for this scholarship and Elizabeth Braswell was selected.

ITEM NO. 24 Accept the appointment of David Struve, to serve on the Governing Board as well as the Audit and Finance Committee and Strategic Planning Committee of the Governing Board as an Ex-Officio member, and direct staff accordingly. (For possible action)

DOCUMENT(S) SUBMITTED**:**
- Sealed documents

DISCUSSION: No discussion

FINAL ACTION: A motion was made by Dr. Mackay to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 25 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, the settlement agreement in the matter of United States District Court, District of Nevada, Case No. 2:13-cv-00298-APG-PAL, entitled *Small, et al. vs. University Medical Center of Southern Nevada, et al*; and authorize the Chief Executive Officer to execute the necessary settlement documents. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Settlement Agreement and Release

DISCUSSION: No discussion

FINAL ACTION: A motion was made by Member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 26 Affirm, modify, or reverse the recommendation of the Appellate Review Panel, or take other action as deemed appropriate, in regards to the clinical privileges and medical staff membership of Stephen Tam, M.D. at UMC. *(Pursuant to NRS 241.030, the Board may go into closed session to consider the character, alleged misconduct, professional competence, or physical or mental health of Stephen Tam, M.D.) (For possible action)*

DOCUMENT(S) SUBMITTED**:**
- This matter has been noticed to Dr. Tam and his lawyer and documents are under seal

DISCUSSION: Lisa Logsdon, Deputy District Attorney, made an appearance as counsel for the Governing Board in regards to this matter.

Chair O'Reilly confirmed that Dr. Tam had received notice of the time and place of the meeting.

Chair O'Reilly explained that this matter has previously been heard in front of a review panel consisting of members of this board including, himself, member Franklin and Dr. Mackay. The review panel recommended at the appellate review to uphold the recommendation made by the Medical Executive Committee to revoke the privileges and medical staff membership of Dr. Stephen Tam.

Although this matter has been heard before at the appellate review, the opportunity to go into closed session was noted and Chair O'Reilly' asked if there was a motion to go into closed session. No such motion was made.

Chair O'Reilly then asked for a motion to affirm the Appellate Review Panel's recommendation. Member Caspersen motioned to affirm the recommendation.

FINAL ACTION: A motion was made by Member Caspersen to approve as recommended. Motion carried by unanimous vote.

SECTION 4: EMERGING ISSUES

ITEM NO. 15 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. ***(For possible action)***

None

COMMENTS BY THE GENERAL PUBLIC:

Comments from the general public were called for prior to going into closed session. No such comments were heard.

There being no further business to come before the Board at this time, at the hour of 3:33 p.m. Chair O'Reilly adjourned the meeting.

SECTION 5: CLOSED SESSION

ITEM NO. 27 Go into closed session pursuant to NRS 450.140(3) to discuss new or material expansion of UMC's health care services and hospital facilities.

At the hour of 3:33 p.m., the Board recessed to go into closed session.

The meeting was reconvened in closed session at 3:43 p.m.

At the hour of 4:33 p.m. the closed session on the above topic ended.

FINAL ACTION: No action was taken by the Board.

Minutes Prepared by: Terra Lovelin

APPROVED: March 28, 2019