University Medical Center of Southern Nevada
Governing Board
June 26, 2019

UMC Emerald Room
901 Rancho Lane, Suite 180
Las Vegas, Clark County, Nevada
Wednesday, June 26, 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 2:07 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
Robyn Caspersen
Harry Hagerty
Laura Lopez-Hobbs
Christian Haase – Via Phone
Jeff Ellis
Mary Lynn Palenik – Via Phone at 2:15

Absent:
Renee Franklin - Excused
Donald Mackay, M.D., Vice-Chair - Excused

Ex-Officio Members:

Present:
Dr. Frederick Lippmann, Chief of Staff
Barbara Fraser, Ex-Officio

Absent:
David Struve – Excused

Others 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 Governing Board on June 26, 2019. ***(Available at*** **University** ***Medical Center, Administrative Office) (For possible action)***

FINAL ACTION: A motion was made by Member Lopez-Hobbs 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 Caspersen 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 and recommend for approval to the Board of Hospital Trustees the Agreement for University Medical Center of Southern Nevada and approve, adopt and authorize the Chairman to sign a resolution to support the Level II Pediatric Trauma Center designation given by the State of Nevada, Division of Health; and take action as deemed appropriate. ***(For possible action)***

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

ITEM NO. 5 Approve and recommend for approval to the Board of Hospital Trustees the Agreement for University Medical Center of Southern Nevada and approve, adopt and authorize the Chairman to sign a resolution to support the Level I Trauma Center designation given by the State of Nevada, Division of Health; and take action as deemed appropriate. ***(For possible action)***

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

ITEM NO. 6 **Approve the Memorandum of Understanding between the Clark County Office of Public Communications and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Memorandum of Understanding

ITEM NO. 7 **Approve the Amendment to Professional Services Agreement between Jerry L. Cade, M.D., and University Medical Center of Southern Nevada ("UMC"); and authorize the Chief Executive Officer to execute the Amendment and any future extensions; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment Three to Professional Services Agreement

ITEM NO. 8 **Approve the Governing Board the Agreement for Medicare Reimbursement Services with Healthcare Reimbursement Services; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**

ITEM NO. 9 **Approve the award of Bid No. 2019-02, Enterprise Quick Care / Occupational Medicine Clinic Renovation Project to CMMCM LLC dba Müller Construction, the lowest responsive and responsible bidder; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Invitation to Bid
- Notice of Intent to Award
- Notice of Required Documents
- Letter of Award

ITEM NO. 10 **Approve the award of Bid No. 2018-22, Emergency Department Flooring and Finishes, to P J Becker and Sons Construction, LLC, the lowest responsive and responsible bidder; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Invitation to Bid
- Notice of Intent to Award
- Notice of Required Documents
- Letter of Award

ITEM NO. 11 Approve the Purchaser Agreement with Vitalant; authorize the Chief Executive Officer to exercise any extension options; and take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 12 Approve the Therapeutic Apheresis Services Agreement with Vitalant; authorize the Chief Executive Officer to exercise any extension options; and take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 13 Approve and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada ("UMC") Amendment One to the Amended and Restated Professional Services Agreement with Robert B. McBeath, M.D. II, P.C., dba OptumCare Anesthesia, the associated Acknowledgment and Annual Assessment Form; authorize the Chief Executive Officer to execute the Amendment and any future amendments, extensions, acknowledgements and attestations within his authority; and take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 14 Approve the Fourth Amendment to the Master Services Agreement and Services Agreement for Perfusion and Related Services with SpecialtyCare, Inc. ("SpecialtyCare"); and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Fourth Amendment to Master Service Agreement

ITEM NO. 15 Approve the First Amendment to Agreement for Food Services and Clinical Nutrition Management Services (Lot 2) with Compass Group USA, Inc.; and take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- First Amendment
- Disclosure of Ownership

ITEM NO. 16 Approve and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Second Amendment to Interlocal Medical Office Lease with the Board of Regents of the Nevada System of Higher Education on behalf of the University of Nevada, Las Vegas, School of Medicine for rentable space at the Lied Building located at 1524 Pinto Lane; and take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Second Amendment to Lease

ITEM NO. 17 Approve the Amendment to Customer Orders for Pyxis Products for the Med Station Enterprise System between CareFusion Solutions, LLC and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Sourcing Letter – June 2019
- Amendment to Customer Orders for Pyxis Products to Extend Rental and Support Term
- Disclosure of Ownership

ITEM NO. 18 Approve revisions to the UMC Physician and Non-Physician Provider Compensation Plan for Primary and Urgent Care; and take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Revised Primary and Urgent Care Physician and Non-Physician Provider Compensation and Benefits Plan – July 1, 2019
- Redline Version of Plan
-

ITEM NO. 19 Approve the 2019 Quality Assurance and Performance Improvement Program Plan; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- 2019 Quality Assurance and Performance Improvement Plan (QAPI)

ITEM NO. 20 Approve the Practitioner Health & Wellness Policy, Medical and Dental Staff Code of Conduct Policy and Conflict of Interest Policy; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Practitioner Health and Wellness Policy
- Medical and Dental Staff Code of Conduct
- Conflict of Interest Policy

SECTION 3: BUSINESS ITEMS

ITEM NO. 21 Receive an update from Barbara Atkinson, M.D., Dean, UNLV School of Medicine, and David Frommer, Associate Vice President of UNLV Planning, Construction and Real Estate, on the status of the UNLV School of Medicine and it's building project; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- UNLV School of Medicine Medical Education Building Update

DISCUSSION: Mr. Frommer presented a status update on the UNLV building project.

Dr. Meena and Dr. Atkinson send their regards and apologies they could not make it today as they are both out of town.

For the past few years the team has been working on the functional concept of the building. They have recently scaled the project design back to focus more on specific size and need.

The current approach is for a space that is 140,000 square feet and four stories tall. They are looking to have classroom and teaching space as well as a cadaver and virtual teaching lab. This is focused on education and training for students.

Project budget target is $125 million.

The planning schedule was shown and a few major dates include:
Design, pre-Construction and completion of financing: June 2019-Sept. 2020
Building Official Plan/Review/Approval: Sept. 2020-March 2021
Project Construction and Commission: March 2021-Sept. 2021
Install/Commission: June 2022-December 2022

Conceptual imagery was shown and the idea is to have something engaging to the public, prominent and attractive.

Dr. Gardner commented that staff was very excited for the project and looks forward to seeing it come together. He also provided a brief update from the school.

-The school will have their third class starting in three weeks
-They are still waiting for accreditation
-315 residents and fellows working out of UMC, State Psychiatric Hospital Sunrise Hospital and a few other locations
-Many of the graduates are staying in Nevada
-Grateful for legislature funding supplemental increases which increase their budget to $41 million

ITEM NO.22 Receive annual required training from Rani Gill, Compliance Officer, on compliance for hospital governing boards; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- 2019 UMC Governing Board Annual Compliance Training

DISCUSSION: Rani Gill provided annual compliance education to the Board.

A diagram was developed last year to better help new employees learn how compliance works at UMC. It starts with prevention through training and education, then detection, monitoring for compliance then response, corrective action and investigation.

A few compliance risk areas were listed and discussed.

- Potential False Claims and Whistleblower Suits
  *Listen! Avoid being dismissive
  *Issues need to be addressed timely
- Impact of Stark Law on Physician-Hospital Relationships
  *Tracking and monitoring
  *Strict liability nature
- Changes in Reimbursement and Regulations
  *Impact on compliance investigations

- EHR Systems

How Board Members Support Compliance:
-Reasonable oversight – Ask the right questions
-Encourage Accountability
-Setting the Tone – Top down support of Compliance Program
- Awareness of relevant and emerging regulatory risks

Chair O'Reilly asked what Ms. Gill does when she finds out someone is not being compliant/accountable.

Ms. Gill replied that leaders are notified as well as the CEO and more education/ training is given and /or corrective action.

He asked if any time she feels the board needs a report on compliance issues to please do so.

Ms. Gill noted that member Hagerty is an excellent member of the compliance committee and has never missed a meeting.

FINAL ACTION: None taken

ITEM NO. 23 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 provided a summary from the June 6, 2019 meeting.

Surgery volumes have been steady over the past few months. The new governance structure is having good effect and the surgeons are saying good things about the ED.

Each member provided a report on their committees and will report individually at the next governing board meeting.

The committee also reviewed the four CEO performance objectives for 2019.

There was no public comment and the committee went into Closed Session.

FINAL ACTION: None taken

ITEM NO. 24 Receive a report from the Governing Board Clinical Quality Committee; and take any action deemed appropriate. ***(For possible action)***

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

DISCUSSION: Member Lopez-Hobbs provided a summary from the June 10, 2019 meeting.

The committee received an update on the ICARE4U program. The Air force received the ICARE training to take back to their team as they don't have anything currently in place like it.

The Performance Improvement Program was reviewed and the 2019 plan was approved.

FINAL ACTION: None taken

ITEM NO. 25 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: Member Ellis provided a summary from the June 17, 2019 meeting.

There was no public comment and the minutes and agenda were approved.

The committee reviewed and approved revisions to the UMC physician and non-physician provider compensation plans.

A good discussion ensued regarding succession planning and the new model that was presented by Human Resource staff.

The committee reviewed the CEO 2019 goals and will be discussing these further at the next meeting.

FINAL ACTION: None taken

ITEM NO. 26 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 June 19, 2019.

There was no public comment, all members were present or on the phone and the agenda and minutes were approved.

There were 16 business items that were addressed.

Remaining business items that were discussed were the May financials and year to date financials.

The FY 2019 CEO performance goals were noted as being discussed at the next meeting.

FINAL ACTION: None taken

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

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

DISCUSSION: Jennifer Wakem provided a summary of the May FY19 financial statements.

Total admissions were up 4.35% above budget
ER visits were down 8.86%
Quick Care visits down 6.64%
Primary care visits were up, 12.94% above budget

Total net patient revenue looks great, $2 million above budget

Operating expenses are above budget, primarily due to depreciation

Salaries and benefits for May
-Salaries are above budget
-Benefits are below budget
-Overtime is below budget
-Contract Labor is being well managed and also below budget

Chair O'Reilly asked why supplies were above budget 10.9%

Ms. Wakem stated that those costs are hard to predict as we aren't sure who is coming through our doors and will need surgery supplies.

Chair O'Reilly asked if there is something UMC can do to better compete with outpatient surgery centers.

Mr. VanHouweling replied that we are focused on the payors that do not dictate where to go. The great thing is that when we look at our GPO compliance, we are above 80% compliance with a goal of being over 90%

FINAL ACTION: None

ITEM NO. 28 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.

Military visit photos were shown from their recent visit at UMC; attendees included Commissioner Kirkpatrick and Colonel Flowers

State visit for trauma (AB 317)

Next Friday UMC will submit an application to do pancreas transplants

Enterprise Clinic Remodel will be underway shortly

Orthogrid, new machine technology for the orthopedic surgeons

Sterilization system – Indigo Clean System for Trauma installed

COLA – Approved 2.5%

Hepatitis A Outbreak – Las Vegas is currently in an outbreak status, approaching 40 cases through May

Healthcare Partners/Davita/Intermountain merger was announced

Ebola- CDC Designated site for an Ebola outbreak; UMC held a large scale exercise and the team did a great job

Close to submitting application for Pathways to Excellence

NDQUI survey; UMC received highest response rate in the nation

SECTION 4: EMERGING ISSUES

ITEM NO. 29 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. ***(For possible action)***

Discussion on having a July meeting ensued, still discussing.

COMMENTS BY THE GENERAL PUBLIC:

Amanda Luz Marin, Las Vegas, NV

Ms. Marine is here because she cares about health care. She was a patient here at UMC and spoke about her interaction with the doctor and x-ray technician regarding her wrist. A concern about telehealth was mentioned.

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.

Minutes Prepared by: Terra Lovelin

APPROVED: August 28, 2019