University Medical Center of Southern Nevada
Governing Board
April 20, 2016

UMC Emerald Room
901 Rancho Lane, Suite 180
Las Vegas, Clark County, Nevada
Wednesday April 20, 2016
2:00 p.m.

The University Medical Center Governing Board met in regular session, at the regular place of meeting in the Emerald Room, 901 Rancho Lane, Suite 180, Las Vegas, Clark County, Nevada, on Wednesday, April 20, 2016, at the hour of 2:00 p.m. The meeting was called to order at the hour of 2:10 p.m. by Chair John O'Reilly and the following members were present, which constituted a quorum of the members thereof:

CALL TO ORDER

Board Members:

Present:
John O'Reilly, Chair
Eileen Raney, Vice Chair
Renee Franklin
Donald Mackay, M.D.
Harry Hagerty
Laura Lopez-Hobbs

Absent:
Michael Saltman (excused)
Jeff Ellis (excused)

Ex-Officio Members:

Present:
Thomas Schwenk, M.D., Dean, University of Nevada School of Medicine
Barbara Atkinson, M.D, Planning Dean, UNLV School of Medicine

Absent:
None

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

SECTION 1. OPENING CEREMONIES

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.

Speaker(s): None

ITEM NO. 2 Approval of minutes of the regular meeting of the UMC Governing Board on March 23, 2016. *(Available at* University *Medical Center, Administrative Office) (For possible action)*

FINAL ACTION: A motion was made by Member Hagerty that the minutes be approved as recommended with the noted change to be made. Motion carried by unanimous vote.

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

FINAL ACTION: A motion was made by Member Lopez-Hobbs that the agenda be approved as presented. Motion carried by unanimous vote.

SECTION 2. BUSINESS ITEMS

ITEM NO. 4 Receive training from Keith Slade, Chief Privacy Officer and Connie Sadler, Information Security Officer on HIPAA privacy and security regulations. *(For possible action)*

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

DISCUSSION: Keith Slade, Chief Privacy Officer presented a brief education session regarding HIPAA Compliance.

UMC is covered under HIPAA, any patient information that UMC touches is covered under HIPAA. Also, every time we have a vendor, business associate/contractor, etc. they are covered by HIPAA and we have some responsibilities to make sure they are adhering to the HIPAA privacy security breach notification rules and have the responsibility of protecting our health information.

In general, patient information is confidential unless one of 50 exceptions kicks in under HIPAA; have to know when to use those exceptions.

Chair O'Reilly asked if there was a need to educate the Board of Hospital Trustees.

Mr. Slade responded that the County has a Privacy Officer and the Board has received training in the past but his question is noted.

With regard to mobile devices, it is important we are safeguarding these devices. A lost or stolen device with patient information generally results in a multimillion dollar fine.

Ms. Raney asked if password protected phones are sufficient in protecting themselves.

General Counsel Pitz replied that one would first have to have PHI on her phone to be implicated.

Connie Sadler, Information Security Officer explained where we are today with security. They are looking for malware and intrusions that may come into our network, and corrupted links. Healthcare is currently a big target and phishing attacks are very popular now.

Ms. Sadler and her team are currently conducting tests to see if employees are opening themselves up to computer corruption and viruses; training and education are then provided to prevent any future breaches.

Chair O'Reilly inquired about our filters and what they help prevent.

Ms. Sadler replied that UMC has new tools and technology that aids in preventing computer security breaches.

FINAL ACTION: No action taken.

ITEM NO. 5 Receive a report from the Strategic Planning Committee; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**

DISCUSSION: Member White, Chair of the Strategic Planning Committee gave a brief overview of what was discussed at their last two meetings held on January 21 and March 17, 2016.

At the January 21 meeting the committee received two presentations from staff. The first presentation was a change in Medicare reimbursements and the second was the possibility of affiliating with the Mayo Clinic. The American College of Health Care Spring conference, which many of the Executive staff attended was also discussed as well as applications for trauma designations. After the regular meeting the committee went into closed session to discuss a new health care service.

On March 17 the committee received a presentation on the possibility of launching a liver transplant practice. In addition, there was a presentation on the AHCA strategy conference regarding hospitals in integrated networks and bundled payments.

Also discussed and presented was the Applied Analysis document on the community, fiscal and economic impacts of UMC. The meeting ended with a closed session to discuss a new health care service from the prior meeting.

Member Hagerty asked about liver transplants and how many we have to do without getting reimbursed. He heard that the first ten are on UMC and they are about $1 million apiece.

CEO VanHouweling confirmed that the first several cases we have to figure out then submit for reimburse. The costs Mr. Hagerty is talking about is isolated to the Medicare side.

FINAL ACTION: No action taken

ITEM NO. 6 Receive a report from the Clinical Quality Committee; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Dr.Mackay, Member of the Clinical Quality Committee gave a brief overview of what was discussed at their last meetings held on April 18, 2016.

A presentation was given by Dr. Alan Greenburg, Director of Infectious diseases. He spoke about the recognition of external infectious disease threats at UMC. including MERS and the ZIKA virus. Also discussed was the antibiotic stewardship program which is in effect at UMC and is extremely successful.

Mary Brann, Director of Performance Improvement and Quality Management gave a presentation on the top five key drivers for HCAHP scores. Patti Stopka, Assistant Director of Performance Improvement and Quality Management gave a report on Sepsis and explained how 4 of 10 hospital deaths in the US are caused by sepsis.

FINAL ACTION: None taken.

ITEM NO. 7 Receive a report from the Audit and Finance Committee; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Member Raney, Chair of the Audit and Finance Committee gave a brief overview of what was discussed at their last meeting held on April 18, 2016 and also a special meeting that was held on April 13.

At the April 13 meeting a presentation was given by Nate Strohl, Internal Auditor, regarding the internal audit and new organizational structure.

Capital priorities were discussed, as well as a contract with Patient Pal. This group is going to provide a dedicated group of RN's to contact patients and to increase patient satisfaction with UMC. Also presented was a budget that will be submitted to the County.

At the April 18 meeting, only the Epic contract was discussed. Brian Rosenberg will be reporting on the status of Epic during this meeting. The committee expressed that staff has done a great job to date and is very pleased with where we have ended up.

FINAL ACTION: No action taken.

ITEM NO. 8 Receive the monthly financial report for February 2016; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
-February FY2016 Financials

DISCUSSION: Chief Financial Officer, Stephanie Merrill gave a review of the financials for February FY 2016.

-Eighth Consecutive months with positive net operating income
-Continued volume and payor mix improvements have helped to contribute to the favorable variance over budget
-Occupancy remains high at 90%
-Net patient AR is improving over the prior year
-Net position is improving because of our operating results
-Payor mix is similar to prior months
-Operating costs are slightly under budget
-Purchase services is below budget for month of February
-Surgery volume is increasing

FINAL ACTION: None taken.

ITEM NO. 9 Review the FY 2017 tentative budget to be submitted to Clark County for consideration; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
-Final FY2017 Budget
-Schedule F-1
-Schedule F-2

DISCUSSION: Stephanie Merrill, CFO presented the budget that we will be presenting to the County later in the week.

-Projection for FY16 primarily based on the first 7 months of the fiscal year.

-Volume trends for FY 17 will continue as seen in the first 7 months of the current fiscal year.
-Stabilized rate of surgery growth, we are already operating at capacity.
-Net patient revenue increasing 4%.
-Investment in employees and facility (Salaries and Benefits increases $17.8M)
-Current projects and Initiatives. (Epic, nursing restructure, UNSOM residencies, new clinics, marketing)

The County will be giving us $31 million in subsidy; $21 million to be used for capital and $10 million to be set aside for potential operating needs.

Chair O'Reilly would like to put in a cover letter, with the submittal of the budget to the County, that we have no way of identifying contingencies like litigation, building repairs, etc. so these items have not been factored into the budget.

FINAL ACTION: None taken.

ITEM NO. 10 Receive an update on the replacement of the Electronic Health Record (EHR) product; and direct staff accordingly. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:** EHR Replacement

DISCUSSION: Brian Rosenberg, Consultant, provided an update of the EHR replacement. The contract has been reviewed and he thanked General Counsel Pitz for the significant amount of effort reviewing this contract in such a short time line.

There are 70 people from across the hospital who have been identified to be part of this project team. Staff has been notified of their role in the project and are ready to start traveling to Madison, WI for training. Travel for training will start in May and will go thru July.

One of the challenges Brian and his team faced was space for the project team, they had planned to move into the 5th floor of the 2040 building but they are now moving to the 6th floor and are awaiting on electrical and furniture at the moment. Also, backfilling staff has been a bit difficult; they are in the process of hiring for these limited term roles. Four of these roles have been filled, some are currently in interviews and remaining positions posted.

From a communication standpoint, there have been four town hall sessions that have been held and well received. They will start these town halls again in June. A project charter is currently in the works and should be done in the next few weeks.

Chair O'Reilly thanked Brian and the rest of the staff for their great work as well as explained further the necessity of the required EHR system.

Moved to ITEM No. 14 and 15 at this time

ITEM NO. 14 Recommend for approval by the Board of County Commissioners also sitting as the Board of Hospital Trustees; the License and Support Agreement between University Medical Center of Southern Nevada and Epic Systems Software (and related third party software agreements) for the Electronic Health Record Software Replacement, and take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:** Agreement is on file at UMC Materials Management Department at 1800 West Charleston Blvd., Las Vegas, NV 89102

DISCUSSION: Chair O'Reilly asked what is it we have done in this contract to minimize or eliminate the possibility of the sun setting issues we had with the McKesson product.

General Counsel Pitz replied they started negotiations with Epic with that in mind. Epic knows we are in this position due to the sun setting of the McKesson product. Epic agreed to not sunset the program and if it was, to replace it with a like product for the period of the maintenance.

Another important clause in the contract is that while we are implementing the software, we are going to hold a certain amount of money back until certain milestones are met.

CEO VanHouweling stated that he is very encouraged that this is a system that was very thoroughly selected by the front end staff and fits with our academic mission.

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

ITEM NO. 15 Approve the Hosting Services Agreement between University Medical Center of Southern Nevada and Epic d/b/a Epic Hosting, LLC for Services to Host the Electronic Health Record Software Replacement; and take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:** Agreement is on file at UMC Materials Management Department at 1800 West Charleston Blvd., Las Vegas, NV 89102

DISCUSSION: General Counsel Pitz explained that the amount of this contract is within the delegation of authority to the Governing Board. It does not need to go to the Commissioners.

Chair O'Reilly stated that our approval here should be subject to, and conditional upon the approval of the Board of County Commissioners sitting as the Board of Hospital Trustees, of agenda ITEM No. 14.

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

FINAL ACTION: None taken.

Continued with regular order of business items.

ITEM NO. 11 Receive an update on the University of Nevada School of Medicine; and direct staff accordingly. (For possible action)

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

DISCUSSION: Dean Tom Schwenk provide the following updates:

-Received notification of approval of an application to expand the psychiatry program from 24 residents to 40 residents. There is tremendous demand to expand their program.
-Received accreditation for the GI Fellowship.
-Received accreditation for the Rural Family Medicine Program.
-UNSOM submitted three applications to the RFP to the Governor's GME Task Force, funds for GME.

Chair O'Reilly asked about the rate of pay for the new psychiatry positions.

Dean Schwenk replied that the rates are capped and are the same rates as 1985.

FINAL ACTION: None taken.

ITEM NO. 12 Receive an update on the University of Nevada Las Vegas School of Medicine; and direct staff accordingly. *(For possible action)*

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

DISCUSSION: Dean Barbara Atkinson provided the following updates:

-The Southern Nevada forum with the Economic Development Committee gave us the number one vote.
-This month UNLVSOM announced a $3 million dollar grant received
-They are up to 29 faculty and staff now; they started with six last July.
-The psych visit will be July 17 through July 20.
-The temporary space the school will move into in the dental school will undergo construction in two weeks.
-Our lawyers, NSHE lawyers and staff are working on the land transfer; this needs to be done in June.
The three main deals the team is working on are:
1. Land Transfer
2. 2040 Lease
3. Preliminary Affiliation Agreement to Master Affiliation Agreement

Chair O'Reilly asked Dean Atkinson if UMC was helpful in regards to our support with obtaining the United Health Grant.

Dean Atkinson replied that UMC was very helpful and it was greatly appreciated.

FINAL ACTION: None taken.

ITEM NO. 13 Receive an update from the Hospital CEO; and direct staff accordingly. ***(For possible action***

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

DISCUSSION: CEO VanHouweling provided the following Hospital updates.

-Health Board Votes on Addition of New Trauma Centers on June 23rd
- Centennial Hills, Mtn. View and Southern Hills all applied for Level 3 and they were not recommended for approval by the Regional Transportation Advisory Board (RTAB). On June 23 the Health District Board will hear those applications and make their vote.

- UNLV Affiliation Agreement

- American College of Surgeons – Commission on Cancer – Accreditation with Contingency

- UMC American Burn Association Burn Verification
  - Only 65 verified Burn Care Centers in the nation

- Nevada Business Magazine article

- Hope Place Grand Opening
  - Renamed Rose Street to Hope Place and had a great renaming event

- New Pre-Med Volunteer Program in ED –
  - 40 volunteers to increase patient satisfaction

- Daisy Award
  - Noel, RN in 3West was recognized by a family for being a "Nurse Angel" during a loved one's heart attack.
  - The Daisy Award is a national nurse appreciation award started by a grateful family

- Pinwheels for Prevention – April is Child Abuse Prevention Month
  - Ongoing efforts to educate our staff and community about signs, symptoms and prevention

-Tarkanian Toy Drive
- Hundreds of toys collected by the Tarkanian family donated to CHNV

-Aliante Golf Tournament held April 16 - 17

- Proceeds donated to Children's Hospital of Nevada

- "Those Happy Days Car Show" benefitting CHNV – April 30th at Hope Place

- Trauma Survivor's Celebration – Friday, May 13th at Caesars Palace

- TeamUMC Employee Picnic – Saturday, May 21st at Lorenzi Park

- American Hospital Association - Health Disparity Recognition

- UMC is in the Top 100 leading hospitals for successfully navigating diversity and disparities as shown in a national benchmarking survey

FINAL ACTION: None taken.

SECTION 3: CONSENT ITEMS

All matters of this section were considered to be routine and were acted upon in one motion.

ITEM NO. 16 Approve the Purchase Schedule between Innerwireless, Inc. d/b/a BlackBox Network Services and University Medical Center of Southern Nevada for Upgrade to the existing Distributed Antenna System (DAS) for the Telemetry Monitoring System; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Purchase Schedule

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

ITEM NO. 17 Approve the new Order Form between McKesson Technologies, Inc. and University Medical Center of Southern Nevada for Application Management Services and Infrastructure Management Services for Support of the McKesson Electronic Health Systems during Implementation of the replacement EHR; and authorize the Chief Executive Officer to sign the Order Form. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Order Form (Hospital Solutions)

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

ITEM NO. 18 Approve the Consulting Services Agreement for Patient Advocacy Post Discharge Services between PatientPAL.org, LLC and University Medical

Center of Southern Nevada and authorize the Chief Executive Officer to exercise the renewal option and to sign the agreement. *(For possible action)*

DOCUMENT SUBMITTED:
-Consulting Services Agreement

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

ITEM NO. 19 **Approve the Second Amendment to Master Services Agreement and Services Agreement for Perfusion and Related Services with Specialty Care, Inc.; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
-Second Amendment to Master Services Agreement

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

ITEM NO. 20 **Review and recommend for approval by the Governing Board, the Equipment Master Lease Agreement and Product Service Plan Agreement for the System 7 Power Tools with Stryker; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
-Product Service Plan agreement

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

ITEM NO. 21 **Approve an Agreement with Women's Cancer Center of Nevada for Hematology and Oncology On-Call Services, and authorize the CEO to exercise each option year if/when UMC elects to extend the Agreement; and take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
-Professional Services Agreement

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

SECTION 4: EMERGING ISSUES

ITEM NO. 22 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. ***(For possible action)***

Dr. Mackay brought up the July Governing Board Meeting and if it would indeed be cancelled.

Chair O'Reilly noted that the July Governing Board meeting will be cancelled.

Member Raney asked about the July Audit and Finance meeting and General Counsel Pitz said that this can be discussed after determining if it is needed.

Member Hagerty asked about outpatient and inpatient surgeries.

Mr. VanHouweling commented that we have expanded outpatient surgeries and we are focused on the outpatient business. We will look at this further with the Strategic Planning Committee.

COMMENTS BY THE GENERAL PUBLIC:

A period devoted to comments by the general public about matters relevant to the Board's jurisdiction will be held. No action may be taken on a matter not listed on the posted agenda. Comments will be limited to three minutes. Please step up to the speaker's podium, clearly state your name and address and please ***spell*** your last name for the record.

All comments by speakers should be relevant to the Board's action and jurisdiction.

There being no further business to come before the Board at this time, at the hour of 4:24 p.m. Chairman O'Reilly adjourned the meeting.

Minutes Prepared by: Terra Lovelin

APPROVED: May 25, 2016