University Medical Center of Southern Nevada
Governing Board
August 28, 2019

UMC Emerald Room
901 Rancho Lane, Suite 180
Las Vegas, Clark County, Nevada
Wednesday, August 28, 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 2:05 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
Jeff Ellis
Mary Lynn Palenik

Absent:
Renee Franklin - Excused

Ex-Officio Members:

Present:
Barbara Atkinson, M.D., UNLV

Absent:
Dr. Frederick Lippmann, Chief of Staff
Barbara Fraser, Ex-Officio - 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 Caspersen 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 Dr. Mackay that the agenda be approved as recommended. Motion carried by unanimous vote.

SECTION 2. CONSENT ITEMS

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

ITEM NO. 4 Approve the recommendation from the Clinical Quality and Professional Affairs Committee to approve the organizational policies and procedures revised by the UMC Policies and Procedures Committee; and take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Policy and Procedure List

ITEM NO. 5 Approve Amendment 10 to Software License and Services Agreement with 3M Health Information Systems, Inc. for the addition of TRICARE APCfinder and Grouper software; authorize the Chief Executive Officer to execute

future amendments within his delegation of authority; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Amendment 10

ITEM NO. 6 **Approve the Amendment One to Procurement and Accounts Payable Audit Agreement with Auditrax, LLC d/b/a Finix; and take action as deemed appropriate. *(For possible action)***

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

ITEM NO. 7 **Approve and recommend for ratification by the Governing Board the Participant Agreement with Silver State ACO, LLC for the "Pathways to Success" Medicare Shared Savings Program; and take action as deemed appropriate. *(For possible action)***

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

ITEM NO. 8 **Approve the Amendment to the Master Agreement between CareFusion Solutions, LLC and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment to Master Agreement
- HPG Letter Dated April 2019
- UMCSN Extension Letter Dated May 20, 2019
- Carefusion Memo of Insurance
- Disclosure of Ownership Principals

ITEM NO. 9 **Approve and recommend for ratification by the Governing Board the Amendment No. 8 to Hospital Participation Agreement between Health Value Management, Inc. d/b/a ChoiceCare Network and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

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

ITEM NO. 10 **Approve Hospital Agreement between Cigna Health and Life Insurance Company and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment Number 10 to Participation Agreement

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 Service Order Facilities Services Agreement between Switch, Ltd and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Facility Agreement
- Disclosure of Ownership

ITEM NO. 13 Receive a report on the emergency interim by-pass solution of a UMC sewer line; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Sundance Builders Agreement
- Purchase Order
- Disclosure of Ownership

ITEM NO. 14 Approve the award of RFQ No. 2019-09 for Placement Services to Clinical Management Consultants, Clonch and Associates, Inc., CSI Specialty Group, Dynamic Computing Services, Impressive Health, KPG Provider Services, Merraine Group, Inc., Prime Time Placements, Inc., Radius Staffing Solutions, Robert Half Finance and Accounting, Tate and Gray Healthcare and Executive Recruitment, and Ashton Group HealthCare; approve the Agreement for Placement Services Template; authorize the Chief Executive Officer to execute any renewals; and take action as deemed appropriate.

DOCUMENT(S) SUBMITTED**:**
- Master Agreement
- Disclosures of Ownership (Multiple)

SECTION 3: BUSINESS ITEMS

ITEM NO. 15 Receive a refresher education regarding Public Records, Open Meeting Law and the local Purchasing Act, based on the 2019 Legislative Session,

from James Conway, Assistant General Counsel; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
-2019 Nevada Legislative Changes

DISCUSSION: James Conway, provided the Board with a summary of changes from the 2019 Nevada Legislative Session.

NRS Chapter 239 – Public Records Act – Effective October 1, 2019

Some of the important changes include:
-Charges are limited to the actual costs of producing the record.
-Additional fees for extraordinary use of personnel or resources is no longer allowed.
- Records must be provided in an electronic medium unless the records are requested in a different medium.
-The government entity must assist the requestor so that the records are provided as expeditiously as possible.

NRS Chapter 241 – Assembly Bill 79 Open Meeting Law - Effective October 1, 2019

A member of a public body may now be found guilty of a misdemeanor and subject to an administrative fine if the member attends a meeting where any violation of the Open Meeting Law occurs, has knowledge of the violation and participates in the violation.

A public body, under certain circumstances, may now gather to receive training regarding its legal obligations without complying with the Open Meeting Law.

Member Ellis asked a question regarding subcommittees and quorum.

Mr. Conway explained that if there are two or more members of this body, two or more persons who are appointed by this body, and if the group is going to make recommendations to this body, they now have to adhere to the open meeting law.

Member Palenik asked about a possible scenario where two or more board members attend an event and a discussion ensued regarding hospital matters, would they then be in violation.

Mr. Conway explained that they would not be in violation as their attendance at gatherings have to be at the guidance of this board. A working group or subcommittee has to be created by this body and as along as the event/gathering was not, they are fine. Attendance at such happenstance events does not fall into the open meeting law guidelines.

NRS Chapter 332 –Assembly Bill 86 Local Govt. Purchasing Act - Effective July 1, 2019

A few notable changes were mentioned and include:
- Minimum threshold to obtain two quotes has increased from $25k to $50k, for contracts up to $100k.
- Minimum threshold for a contract that requires advertisement for solicitations has increased from $50k to $100k

Also, maintenance and support for computer hardware and software is exempt from competitive bidding as well as the purchase of goods commonly used by hospitals.

NRS Chapter 338 – Public Works and Planning Effective July 1, 2019

Member Palenik asked at what level he board needs to verify that the vendors make sure they are paying prevailing wage.

Mr. Conway responded that verification of such things is part of the contracts vetting process and before the contract gets to the Audit and Finance Committee for review and approval, this will have already been verified.

ITEM NO.16 Receive a presentation on the Senior Hunger Project from Marcia Turner, Chief Administrative Officer with UMC; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Senior Hunger Project

DISCUSSION: Lisa Pacheco, Director of Grants and Development and Dr. Segler with Three Square are here today to discuss this new project.

Three Square reached out to UMC to partner on a pilot program to help address hunger in seniors and it is going very well.

Food Insecurity is defined as a lack of consistent access to a minimum amount of nutrition to sustain a healthy and active life.

Nearly 5.5 million adults 60 and older in 2017 were food insecure. 63% of Feeding American clients have had to choose between buying food and paying for medicine or Medicare care in the first year, with 31 percent reporting facing this tradeoff every month.

At UMC the team is identifying adults that are 60-89 years' old that are admitted to the hospital. The team then determines if the individuals are food insecure and obtain their informed consent to be a part of the program. Participants then will receive a free meal service during the 30-day period after being discharged.

What we know so far is as of August 22, 2019, we have:
-Screened 1,358 patients
-72 patients qualify daily after adjusting for age, discharge, location and diet
-Enrolled a total of 94 patients in the study

Dr. Segler Square thanked UMC and said they are very excited for this program and partnership.

Chair O'Reilly asked if this program personalizes an individual's dietary needs.

Mrs. Segler explained that the dietitians make sure the meals are meeting the individual's dietary needs.

FINAL ACTION: None taken

ITEM NO.17 Recognize TeamUMC for a successful "Those Happy Days Car Show" and receive a donation in the amount of $5,000.00 from the event for Children's Hospital of Nevada at UMC; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Mr. VanHouweling asked to table this item until next month when Dr. Vohra can be present.

FINAL ACTION: None taken

ITEM NO. 18 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 explained that each Strategy member will give a brief summary of their respective committee service lines. Six service lines have been identified as key focuses of the Strategy committee.

1. Ambulatory
2. Cardiology
3. Pediatrics
4. Oncology
5. Orthopedics
6. General Surgery

Christian Haase provided an update from the Ambulatory sub-committee. UMC currently has 11 locations throughout the valley, 7 Primary Care and 9 Quick Care locations. Over 20,000 patients per month are seen by the ambulatory clinics.

We have implemented a new physician compensation and bonus program this year and we have strong Quick and Primary Care brand recognition. The committee reviews a heat map that shows areas to grow. Strategically, UMC hopes to develop a clinically integrated network to better manage population and health and new risk based payment structure.

Mr. Hagerty gave a Cardiology sub-committee update. UMC is in eighth place in the market but has been growing quarter over quarter. Two fundamentals are people and capital. UMC has great people so reconfiguring what we already have is a focus of capital.

The Cath lab is likely to be up and running in the first part of 2020 and will increase throughput as well as other services now provided here at UMC. Long term goals are to achieve credentials and provide services that are not currently offered in market.

Vick Gill is providing the update on the General Surgery sub-committee as Member Franklin is unable to be here today. UMC is second in the market for general surgery. Surgical services are about a $800 million-dollar market; this drives much of our inpatient days. There is a perioperative committee that has been formed and this brings together surgeons who collaborate. This committee has already done great things including forming a block schedule for better utilization in the OR.

Business development and growth within surgical services is a business development initiative. Service line staffing is also a focus and this will enhance the clinical outcomes. The team is now looking at the utilization of the Davinci robot and whether UMC needs a second robot to perform specialized surgeries.

Member Caspersen provided a summary of the Oncology sub-committee. Over 30 percent of our nurses are certified oncology RN's. UMC is second in the market in providing services, primarily in-patient services. UMC conducts about 50 cases a month in the practice of oncology. The focus of this committee has been on how to capitalize on core strengths and one way to do this is working with others that offer outpatient services.

Dr. Mackay is part of the Orthopedics sub-committee and he provided a brief update on what they have been focusing on. This committee tracks surgical volume, procedure type and average length of stay by surgeon. UMC currently has 12.4% of the market share, just behind Spring Valley.

Trauma cases represent 39% of UMC inpatient orthopedic procedures. An initiative is underway to try and capture more of the Medicare market in joint replacement surgery. There is a large and growing Medicare population in Las Vegas so if successful, this initiative will bring more joint replacement surgery to

UMC and improve net patient revenue. Also, a “hot room” has been made available which keeps equipment on hand for weekend cases.

The hospital wide block time policy has been in place and is helping improve operating room efficiencies.

Mary Lynn provided a report on her sub-committee, Pediatrics. They would like to bring in-house, a new full time, pediatric hospitalist group while still focusing on business and development opportunities and partnerships with community pediatricians.

UMC currently has three of six pediatric surgeons in Nevada who work at UMC. The lack of private rooms for pediatric patients is an issue and we are at capacity; we can’t meet current demand. There is a need for more rooms and a need for dedicated pediatric operating rooms. UMC needs to better provide for the ability to recruit specialty physicians, and increase utilization.

FINAL ACTION: None taken

ITEM NO. 19 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: Dr. Mackay provided a summary from the June 10, 2019 meeting.

The committee received an update on the ICARE4U program and HCAHPS score. All HCAHPS categories showed improvement from the third quarter of FY 2017 through the second quarter of 2019. The Comfort Canine team and Comfort Program were introduced.

The committee received quality, safety, infection and regulatory updates from Patty Scott. The CEO performance objectives were discussed and the members recommended the percentage they felt was achieved to the HR committee.

There were no emerging issues and no public commentary.

FINAL ACTION: None taken

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 A&F meeting on August 21, 2019.

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

There were 13 business items that were addressed.

Remaining business items that were discussed were the June FY19 and July FY20 financials and year to date financials.

A visit from Silver State with the ACO will be scheduled so the team can provide an update to the committee.

The FY 2019 CEO performance goals were discussed and the committee agreed and recommended to the HR Committee, that Mr. VanHouweling met 100 percent of the goals relevant to the A&F Committee. FY20 goals will be discussed at the next meeting.

FINAL ACTION: None taken

ITEM NO. 21 Receive the monthly financial reports for June FY19 and July FY20; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- FY19 June Financials
- FY20 July Financials

DISCUSSION: Jennifer Wakem provided a summary of the financial statements for June FY19 and July FY20.

For June FY19.
Admissions exceed budget by 5.7%
LOS was below budget by 6%
Inpatient surgeries were 5.8% above budget
Out-patient surgeries were above budget
In the month of June we exceeded budget by $51,000
Operating expenses were favorable to budget

For July FY20
There was a decline in admissions by 9;3%, driven by inpatient surgery decline
Outpatient surgeries were up almost 30%
Quick cares and primary care up over 8%
Impatient surgeries were down slightly
Revenue exceeded budget by $2.6 million
Operating expenses were unfavorable to budget by one million
Income from operations was favorable

For the month of July we were $1.6 million over
SWB was unfavorable to budget by $1.3 million
Overtime is being managed very well
Contract labor is over, primarily due to coding and vacancies in coding
Total operating expenses are favorable to budget by $300k

FINAL ACTION: None

ITEM NO. 22 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.

- September 21, 2019 Fall Family Wellness Event at UMC
- Joint Commission preparations are underway
- Dr. Noah Kohn hired as Medical Director for Pediatric Hospital
- iShare Luncheon recently held (ideas generated by UMC employees)
- Cath lab renovations started August 19th (no anticipated reduction in clinical operations)
- ED flooring/nursing station remodel
- Cast Clinic demo bid in progress
- Board photos – September 25, prior to the 2pm GB meeting

ITEM NO. 23 Recognize the service of the Founding Dean of UNLV School of Medicine, Dr. Barbara Atkinson, M.D.; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Chair O'Reilly thanked Dean Atkinson for her five years of commitment and her multiple contributions and achievements during her tenure.

ITEM NO. 24 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**:**
- Core Theme/Pathway Goal 3 – Academic Health Center (Dean Atkinson provided)

DISCUSSION: Dean Atkinson thanked the Board and is happy to pass the baton to Dr. John Fildes as the Interim Dean of the School.

A few notable statistics from the school:
- UNLV SOM was awarded 31 grants
- 211 publications
- 526 presentations locally and nationally
- 2 faculty promotions
- Over $10 million in federal funding
- 174,000 patients were seen last year

New chief of pediatric surgery program

Chair O'Reilly asked if someone was keeping metrics at the University as it relates to all of the healthcare related involvement that the teachers and students have at the University.

Dean Atkinson said yes, that is exactly what the tier committee is doing.

SECTION 4: EMERGING ISSUES

ITEM NO. 25 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. ***(For possible action)***

COMMENTS BY THE GENERAL PUBLIC:

There being no further business to come before the Board at this time, at the hour of 3:41 p.m. Chair O'Reilly adjourned the meeting.

Minutes Prepared by: Terra Lovelin

APPROVED: September 25, 2019