***University Medical Center of Southern Nevada***
***Governing Board***
***November 15, 2017***

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UMC Emerald Room
901 Rancho Lane, Suite 180
Las Vegas, Clark County, Nevada
Wednesday, November 15, 2017
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, November 15, 2017 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
Eileen Raney, Vice Chair
Robyn Caspersen
Renee Franklin
Donald Mackay, M.D.
Harry Hagerty

Absent:
Laura Lopez-Hobbs (Excused)
Michael Saltman
Jeff Ellis

Ex-Officio Members:

Present:
Mary Lynn Palenik – Via phone
Dr. Dale Carrison
Barbara Atkinson, M.D, Planning Dean, UNLV School of Medicine

Absent:

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.

None

### ITEM NO. 2 Approval of minutes of the regular meeting of the UMC Governing Board on October 25, 2017. *(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 presented. Motion carried by unanimous vote.

## SECTION 2. BUSINESS ITEMS

### ITEM NO. 4 Receive an overview of the Nevada Pregnant Workers' Fairness Act (NPWFA) from Anna Caputo, Equal Opportunity Program Manager. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Nevada Pregnant Workers' Fairness Act Presentation

DISCUSSION: Anna Caputo, Equal Opportunity Program Manger provided an overview of the new Pregnant Workers' Fairness Act that became effective October 1, 2017.

Under the NPWFA, it would be unlawful for UMC to deny a reasonable accommodation to a pregnant employee or an employee who has just given birth or a medical condition related to the pregnancy unless the accommodation would pose an undue hardship.

It would also be unlawful to take adverse employment action against a female employee because she has requested or used a reasonable accommodation under this act.

This is similar to the Pregnancy Discrimination Act of 1978 which Ms. Caputo has reviewed with this board previously.

FINAL ACTION: No action taken.

**ITEM NO. 5 Receive an update on replacement of the Electronic Health Record (EHR) product; and direct staff accordingly. (*For possible action)***

DOCUMENT(S) SUBMITTED**:**
- EHR Update

DISCUSSION: Brian Rosenberg, Director of the EPIC project provided an update on the implementation.

We are live on EPIC currently for surgery scheduling. The big event is only two weeks away; on December 1.

Some of the notable statistics are below:

- Appointment conversion has been mostly completed.
- Blue Diamond has opened and the Epic team has been helping with the transition.
- Final Go/No Go decision will be made on November 27.
- November 30 will be the cutover day where all information will be entered for in house patients to ensure all information is accurate during the transition,
- December 1 will be final Go Live at 4AM.
- McKesson will be turned off on midnight on December 1.
- Over 90% of physicians have gone through the necessary training.
- 150 people will be providing support direction to clinicians, nurse and physicians 24/7 during the change over.
- 400 different devices in the hospital will be integrated directly into Epic
- 200 total contract people will be here at the hospital to help during the Epic Go Live.

A few risk points were noted and include, training, delayed billing due to the transition and hardware deployment.

There is a plan in place to train those physicians who have not been able to receive the training for whatever reason. This has been a priority for the MEC as well as Mr. Rosenberg.

Member Raney asked what would happen if a physician shows up but has not been trained. Mr. VanHouweling said they are working on a list that shows who is on call that have not received the training.

Member Hagerty asked to have some visibility as to how Epic and other systems are being used and the benefits we are getting from Epic as well as the challenges. He also commented that this process has been outstanding to observe, from the design that was presented over 18 months ago to the execution of it now.

Chair O’Reilly agreed that it would be nice to have an update in December as to how the Go Live went.

Member Raney added that Mr. Rosenberg has done a great job and would also like to understand what is still out there that we need to accomplish.

Mr. Rosenberg thanked the Board and added that the Epic team is still looking at other ways to improve functions.

Dean Atkinson commented that UNLV is excited to go live with Epic which is scheduled for early summer. UNLV is having a terrible time with their current revenue cycle system so they are looking forward to getting on Epic.

Member Caspersen asked about the patient portal and Mr. Rosenberg said that the portal renamed UMConnect is up and running. He hopes for more usage and that will happen when external marketing is done, after Epic goes live throughout the entire hospital and clinics.

FINAL ACTION: No action taken.

**ITEM NO. 6 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 the committee report as she chaired the November meeting.

There was an Audit report from BDO; the results were good and it noted how helpful staff was in providing what they needed. There were no material weaknesses and it was completed earlier than the prior years.

Chair O'Reilly asked Jennifer to put on future A&F agendas, any suggestions from the management letter to ensure closure with the audit.

A report was received from Connie Sadler regarding Cyber Security.

18 contracts were approved and are on the consent agenda today. There are two consent items that were not part of the A&F committee, item numbers 13 and 29 on today's agenda.

FINAL ACTION: No action taken.

**ITEM NO. 7 Receive the monthly financial report for FY October 2017; and direct staff accordingly.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**

- MD&A October FY2017

DISCUSSION: Ms. Wakem provided the following monthly financial report updates for FY October 2017.

- Net Hospital revenue is $54.9 million on a budget for $54.1 million
- Year to date UMC is $690,000 over budget
- Total operation expenses were 55.6 million, over budget by $2.7 million
- Year to date, UMC is over budget on expenses by $4.6 million
- The 1 October event cost UMC $700,000 due to labor
- Epic is over budget by half a million
- Admissions was above prior year by 10.1%
- Total ER visits below prior year by 3.8%
- Surgery cases for the month exceeded prior year by 11.9%
- Quick care visits were below prior year by 1.0%
- Primary care visits were below prior year by 9.9%
- Average daily census totaled 387

Chair O'Reilly asked for a robotic usage update at a future meeting.

Member Franklin asked staff to support Ms. Wakem in getting the overtime issue under control. Overtime effects many other aspects other than just financial, it has to do with employee satisfaction as well.

Member Hagerty asked to see a report on the plans that are being made to address the budget at the next Audit and Finance committee as well as at the Board meeting.

Ms. Wakem commented that the Administrative team has been working together to pull together some ideas for cost saving measures.

Member Raney asked if we knew the financial impact of the 1 October event regarding those that had insurance and those that did not.

Ms. Wakem reported that most patients had insurance and we will be billing the insurance companies. These patients are eligible for benefits from the State fund; Victims of Crimes, to help with their medical bills.

FINAL ACTION: None

**ITEM NO. 8 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 Atkinson provided an update for UNLV School of Medicine.

- A new Vice Dean for Clinical Affairs, Michael Gardner, MD. has been hired
- The Medical Students have finished their intersession
- The applications for next year's class have been received totaling 1,150
- The school has borrowed $19 million to help implement their practice plan
- Parvesh Kumar, Radiation Therapist, put in a $20 million federal grant and it is looking good that the school will receive it

FINAL ACTION: None taken

**ITEM NO. 9 Receive an update from the Hospital CEO; and direct staff accordingly. *(For possible action)***

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

DISCUSSION: Mr. VanHouweling provided the following operational updates.

- Blue Diamond opened and has seen 19 patients so far
- UMC was honored by the County for how we performed during the 1 October event
- SW Airlines donated $15,000 to UMC Foundation
- NV Energy donated $25,000 to the Foundation as well
- January 6 is UMC's Holiday party and all Board Members are invited
- Successful Lab and Respiratory Survey
- UMC is on its way to a successful EPIC implementation
- The General Medical Staff meeting will be on December 12, at 6pm where they will elect the New Chief of Staff
- Changes to 340B pricing – Jan 1, 2018 proposing a 22% reduction of payment to hospitals for certain Medicare part B drugs

FINAL ACTION: None

**ITEM NO. 10 Accept the appointment of Barbara Fraser, MS, RN, to serve on the Governing Board as an Ex-Officio Member and discuss committee assignment(s), and direct staff accordingly. *(For possible action)***

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

DISCUSSION: Dr. Mackay commented that he has known Barbara Fraser, a nurse, for over 30 years and she currently is a part-time instructor in the Department of Health Care Administration and Policy at UNLV.

It was suggested that Ms. Fraser be appointed as an Ex-Officio member and sit on the Clinical Quality and HR committees.

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

**ITEM NO. 11 Approve and submit a recommendation to the UMC Board of Hospital Trustees for the appointment of Christian Haase for a term ending December 31, 2019 in order to replace a vacated Governing Board position; and take any action deemed appropriate.** ***(For Possible Action)***

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

DISCUSSION: Chair O'Reilly announced that Mike Saltman has resigned due to his numerous work commitments and his resignation will coincide with the appointment of Christian Haase if the Board and BCC approves.

Once Chair O'Reilly heard from Mr. Saltman that he intended to resign, he reached out to one of the individuals who was part of the original Governing Board nominating committee and also searched through many lists of individuals he had. His intention was to look for an individual he thought would be most qualified and who also has the areas of expertise that Mr. Saltman had in the construction and development area. He then reached out to Christian Haase he is here today to say a few words.

FINAL ACTION: A motion was made by Member Raney to approve as recommended and submit a recommendation to the UMC Board of Hospital Trustees. Motion carried by unanimous vote.

## SECTION 3: CONSENT ITEMS

**ITEM NO. 12 Receive and accept the Fiscal Year 2017 Audit Report from BDO USA, LLP, Certified Public Accountants for University Medical Center of Southern Nevada; and take any action as deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- UMC Management Letter
- Audit Wrap up
- FY17 Basic Financial Statements

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

**ITEM NO. 13 Approve the Ratification of the First Amendment to the Agreement for UMC Master Plan between SmithGroup, LLC and University Medical Center of Southern Nevada; and authorize the Chief Executive Officer to sign the amendment. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment
- Scope of Work

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

**ITEM NO. 14 Approve the Amendment 002 to the Hospital Services Agreement between Aetna Health, Inc., a Pennsylvania Corporation, and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

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

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

**ITEM NO. 15 Approve the 13th Amendment to the Hospital Participation Agreement ("Agreement") between Nevada Preferred Healthcare Providers ("NPP") and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- $13^{th}$ Amendment

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

**ITEM NO. 16 Approve the Amendment No. 5 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**:**
- Amendment No. 5

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

**ITEM NO. 17** **Approve the Clinical Affiliation Agreement between Gogebic Community College and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

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

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

**ITEM NO. 18** **Approve the Consulting Services Agreement between The Greeley Company, LLC 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 SUBMITTED:
- Agreement

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

**ITEM NO. 19** **Approve for ratification Amendment Two to Professional Services Agreement between Healthcare Payment Specialists, LLC and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
- Amendment Two

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

**ITEM NO. 20** **Recommend for approval by the Board of County Commissioners, also sitting as the Board of Hospital Trustees for University Medical Center of Southern Nevada (UMCSN), the Group Enrollment Amendment No. 1 between University Medical Center of Southern Nevada and Health Plan of Nevada, Inc. to provide health care coverage to UMCSN employees, retirees and dependents through a Health Maintenance Organization; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
- Amendment

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

**ITEM NO. 21 Approve Amendment One to the Laboratory Services Agreement for Reference Laboratory Services, between Laboratory Corporation of America and University Medical Center of Southern Nevada; authorize the Chief Executive Officer to execute future renewal amendments; and take action as deemed appropriate.** ***(For possible action)***

DOCUMENT SUBMITTED:
- Amendment One

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

**ITEM NO. 22 Approve Option to Extend RFP 2013-11, Federal and State Advocacy Services between R&R Partners and University Medical Center of Southern Nevada; and take action as deemed appropriate.** ***(For possible action)***

DOCUMENT SUBMITTED:
- Option to Extend Letter

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

**ITEM NO. 23 Approve the ratification of the Order Agreement and Product Schedule between Ricoh USA, Inc. and University Medical Center of Southern Nevada to add emergency backup multi-function devices for Epic; and take action as deemed appropriate.** ***(For possible action)***

DOCUMENT SUBMITTED:
- Ricoh Sourcing Letter
- Ricoh Product Schedule

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

**ITEM NO. 24 Approve the Grant Agreement between the State of Nevada Governor's Office of Science, Innovation, and Technology and University Medical Center of Southern Nevada; and take action as deemed appropriate.** ***(For possible action)***

DOCUMENT SUBMITTED:
- Agreement

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

**ITEM NO. 25 Approve the Residency Affiliation Agreement with The Board of Regents of the Nevada System of Higher Education on behalf of the University of**

**Nevada, Las Vegas; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
- Agreement

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

**ITEM NO. 26 Approve the Clinical Trial Agreement between Emergent BioSolutions Canada Inc. and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
- Agreement

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

**ITEM NO. 27 Approve the Standard Services Agreement between Executive Health Resources, Inc., and University Medical Center of Southern Nevada; authorize the Chief Executive Officer to execute any renewal options; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
- Agreement

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

**ITEM NO. 28 Approve the Agreement for Medical Coding Support between SourceHOV Healthcare, Inc. and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
- Agreement

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

**ITEM NO. 29 Review 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 award of Bid No. 2017-13, Emergency Department Remodel, to Martin Harris Construction, Inc., the lowest responsive and responsible bidder; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
- Bid
- DOR
- DOO

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

**SECTION 4: EMERGING ISSUES**

**ITEM NO. 30 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 thanked Commissioner Susan Bragger for being here today and for all her support of the hospital.

Note: December's Governing Board meeting will begin at 3pm.

**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.

Dr. Dale Carrison announced that Barrett Jackson Auto Auction donated a vehicle to be auctioned off. $100,000 to the UNLV Foundation for Emergency Medicine Residency was raised from this car auction.

Today is his last Governing Board meeting as Chief of Staff. He thanked Chair O'Reilly and the entire Board for all they have done.

There being no further business to come before the Board at this time, at the hour of 3:54 p.m. Chair O'Reilly adjourned the meeting.

## SECTION 5: CLOSED SESSION

**ITEM NO. 31 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.**

A motion was made by Chair O'Reilly that the Board go into closed session pursuant to NRS 450.140(3). Motion carried by unanimous vote.

At the hour of 3:54 p.m., the Board recessed to go into closed session.

The meeting was reconvened in closed session at 4:11 p.m.

At the hour of 5:36 p.m. the closed session was adjourned.

FINAL ACTION: No action was taken by the Board.

Minutes Prepared by: Terra Lovelin
APPROVED: December 13, 2017