University Medical Center of Southern Nevada
Governing Board
May 27, 2020

UMC ProVidence Conference Room
UMC Trauma Building (5th Floor)
800 Hope Place
Las Vegas, Clark County, Nevada
Wednesday, May 27, 2020
2:00 p.m.

The University Medical Center Governing Board met in regular session via WebEx, at the location and date above, at the hour of 2:00 p.m. The meeting was called to order at the hour of 2:03 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

Present (Via Phone):
Donald Mackay, M.D., Vice-Chair
Robyn Caspersen
Harry Hagerty
Laura Lopez-Hobbs
Christian Haase
Renee Franklin
Mary Lynn Palenik
Jeff Ellis

Ex-Officio Members:

Present:
Dr. Marc Kahn, Dean of UNLV
Dr. Frederick Lippmann, Chief of Staff (Via Phone)
Barbara Fraser, Ex-Officio (Via Phone)

Others Present:
Mason VanHouweling, Chief Executive Officer
Susan Pitz, General Counsel
Jennifer Wakem, Chief Financial Officer
Lonnie Richardson, Chief Information Officer
Tony Marinelli, Chief Operations Officer
Debra Fox, Chief Nursing Officer
Stephanie Ceccarelli, Board Secretary

SECTION 1. OPENING CEREMONIES

CALL TO ORDER

PLEDGE OF ALLEGIANCE

INVOCATION

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 April 29, 2020. *(Available at University Medical Center, Administrative Office) (For possible action)*

FINAL ACTION: A motion was made by Member Haase 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 Franklin that the Agenda be approved as recommended. Motion carried by unanimous vote.

SECTION 2. CONSENT ITEMS

ITEM NO. 4 Accept a report on the emergency lab renovation; and take action as deemed appropriate.

DOCUMENT(S) SUBMITTED**:**
- Affordable Concepts Purchase Order
- Supplemental Lab Tenant Improvement Proposal Break Down
- Disclosure of Ownership

ITEM NO. 5 Approve the LIAISON XL COVID-19 Proposal between DiaSorin Inc. (fka Focus Diagnostics) and University Medical Center of Southern Nevada; authorize the Chief Executive Officer to exercise any COVID-related amendments; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- DiaSorin Disclosure of Ownership
- DiaSorin Pricing Letter

ITEM NO. 6 Approve the Fifth Amendment to Memorandum of Understanding with DaVita Medical IPA Nevada, LLC d/b/a JSA P5 Nevada, LLC and d/b/a HealthCare Partners of Nevada; and authorize the Chief Executive Officer to sign the Amendment. *(For possible action)*

DOCUMENTS SUBMITTED:
- Fifth Amendment to Memorandum of Understanding

ITEM NO. 7 **Approve the Service Agreement with Intuitive Surgical, Inc.; and take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
- Service Agreement for Davinci Robot
- Disclosure of Ownership

ITEM NO. 8 **Ratify the Professional Services Agreement for Adult Urology On-Call Coverage with Las Vegas Urology, LLP; signed by the Chief Executive Officer and authorize to exercise any extension options. *(For possible action)***

DOCUMENTS SUBMITTED:
- Las Vegas Urology – On- Call PSA

ITEM NO. 9 **Review and recommend for ratification by the Board of Hospital Trustees for University Medical Center of Southern Nevada the Emergency Purchase Order with Medical Buyers Group, Inc. for the purchase of COVID-19 Swab Test Kits; and take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
- Medical Buyers Group Quote
- Disclosure of Ownership
- Purchase Order

ITEM NO. 10 **Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada the Fifth Amendment to the Preliminary Affiliation Agreement with the Board of Regents of the Nevada System of Higher Education (NSHE) on behalf of the University of Nevada, Las Vegas and its School of Medicine (UNLV School of Medicine or School); and authorize the Chief Executive Officer to take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
- Fifth Amendment to the Preliminary Affiliation Agreement

ITEM NO. 11 **Approve the Service Agreement and Addendum with Philips Healthcare for the Zenition 70 Mobile C-Arm; authorize the Chief Executive Officer to approve future renewals within his delegation of authority; and take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
- Point of Sale Service Quote
- Disclosure of Ownership
- Addendum to Service Terms and Conditions

ITEM NO. 12 **Review and approve for award RFP No. 2020-02 Out-of-Country Billing and Collection Services to Sunbelt Medical Billings, Inc. d/b/a Sunbelt Medical International; authorize the Chief Executive Officer to sign the Agreement and exercise any renewal options; and take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
- Sunbelt Medical Service Agreemnt

ITEM NO. 13 **Approve the Participating Facility Agreement and Medicare Advantage Addendum with SelectHealth, Inc. and SelectHealth Benefit Assurance Company, Inc.; and authorize the Chief Executive Officer to sign the Agreement and Addendum. *(For possible action)***

DOCUMENTS SUBMITTED:
- Participating Facility Agreement

ITEM NO. 14 **Approve review and recommend for ratification by the Board of Hospital Trustees the Sales, and Service Agreements with Fisher HealthCare for the purchase of testing equipment and supplies; and take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
- Quote - HPG Covid-19 hz mat
- Quote HPG Covid-19 swabs
- Quote - Instrumentation Laptop
- Purchase Order – Hzmat
- Purchase Order – Swabs
- Purchase Order Instrument Laptop
- Thermofisher Disclosure of Ownership

ITEM NO. 15 **Ratify an Emergency Purchase Order with W. W. Grainger, Inc. for COVID-19 Surgical Masks; *(For possible action)***

DOCUMENTS SUBMITTED:
- Quote
- Disclosure of Ownership
- Purchase Order

ITEM NO. 16 **Ratify the Emergency Purchase Order with Health Research Systems, Inc. for COVID-19 Personal Protective Equipment *(For possible action)***

DOCUMENTS SUBMITTED:
- HRS Quote 1
- HRS Quote 2
- Nevada Disclosure of Ownership
- Purchase Order

ITEM NO. 17 That the Governing Board recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada the Fourth Amendment with Spring Valley Town Center Las Vegas, NV to extend the lease of the Spring Valley Quick Care through June 30, 2025; and authorize Chief Executive Officer to sign the amendment. ***(For possible action)***

DOCUMENTS SUBMITTED:
- Fourth Amendment to Shopping Center Lease

FINAL ACTION: A motion was made by Member Ellis to approve the items on the Consent Agenda as recommended. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 18 That the Governing Board receive an educational presentation from Keith Slade, UMC's HIPAA Privacy Office on UMC's HIPAA Privacy Program ***(For possible action)***

DOCUMENTS SUBMITTED:
- HIPAA Refresher

Keith Slade , HIPAA Privacy Officer presented the annual refresher of the UMC HIPAA Privacy Program to the Governing Board. There are seven areas of ongoing program activities and safeguards that are designed to foster organizational compliance with HIPAA rules which include policies and procedures, accountability to leadership, training and education, monitoring non-compliance, communication, investigations and behavioral corrections. All workforce members are required to participate in the mandatory trainings and adhere to privacy safeguards.

Mr. Slade reviewed the nature and scope of protected health information (PHI) and stressed that anything that could be used to identify or relates to a patient should be considered protected health information. He added that staff would only access the minimum necessary patient information related to their patient care duties.

Safeguard reminders were given to the Board regarding discussion of patient information, media requests and securing ePHI in encrypted email. Media related disclosures should be sent to the experience officer for review and minimum necessary information should be used to accomplish your purpose. Mr. VanHouweling gave a special thank you to Mr. Slade for his assistance in the incident command center with the COVID-19 crisis.

ITEM NO. 19 Recommend to the Board of Hospital Trustees for University Medical Center of Southern Nevada that an amendment to Chapter 3.74 of the Clark County Code be introduced and a public hearing be set; and direct staff accordingly. (For possible action)

DOCUMENTS SUBMITTED:

- UMC Ordinance Change

Ms. Pitz, General Counsel provided background on the Ordinance and the changes that would be proposed to the UMC Board of Hospital Trustees. This would be recommended for public hearing and approval. The purpose of the amendment would effect the delegation of duties to the Governing Board.

Changes presented would allow the Governing Board to oversee credentialing activities and streamline decision making processes. In addition, there would be changes in the verbiage to clarify that the Governing Board would have authority to resolve prelitigation and settlement demands, billing disputes and contract agreements related to development and improvements to the medical district, and provide some flexibility in choosing legal counsel. Lastly, there are changes clarifying services could be secured through the purchasing group.

Chair O'Reilly added that the sections that speak of additional authority would add efficiency to approval and streamline processes.

FINAL ACTION: A motion was made by Member Franklin that the amendment to the Ordinance be recommended to the Board of County Commissioners for approval. Motion carried by unanimous vote.

ITEM NO. 20 Recommend to the Board of Hospital Trustees for University Medical Center of Southern Nevada an amendment to the Bylaws of University Medical Center of Southern Nevada; and direct staff accordingly. *(For possible action)*

DOCUMENTS SUBMITTED:
- UMC Board of Hospital Trustee Bylaws

Ms. Pitz presented the Bylaws at the Board of Hospital Trustees level. A review of the change in name to the medical staff bylaws and removal of a formal joint conference leadership committee. Language was added authorizing APRN's to have membership in the medical staff consistant with Nevada Revised Statute. Credentialing activities were also made clear in Article IV. There was removal of language stating that individual volunteers be approved by the Board of Trustees.

Chair O'Reilly requested an update on the score card and the Board individual responsibilities and confirm their compliance at the end of the fiscal year.

FINAL ACTION: A motion was made by Member Hagerty that the amendment to the Bylaws be recommended to the Board of County Commissioners for approval. Motion carried by unanimous vote.

ITEM NO. 21 That the Governing Board receive a report from the Governing Board Audit and Finance Committee and take any action deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED: None

Member Robyn Casperson, Chairperson of the Audit and Finance Committee meeting, provided a report of the Governing Board Audit and Finance Committee meeting held on May 20, 2020.

The meeting was called to order at 2:01 pm. There was no public comment and the agenda and minutes were approved. A quorum of members was present.

There were quite a few consent items were approved by the Committee at this meeting. All of the contracts that were approved were part of today's consent agenda. Seven additional business items were reviewed and approved.

A status update report on the electronic health record system was provided. There has been strong participation in utilizing the health record. Delays are expected to implementation in some Epic modules due to response to COVID-19. The Epic system vendor has been updating the module to accommodate any new functionalities in response to COVID-19 issues.

A report was received regarding cyber security. It was noted that there has been an increase in security issues due to the pandemic. Our system with the security measures have been responding appropriately.

CFO report showed the significant challenges that have affected the hospital. Expenses were higher due to COVID-19 response. The committee discussed how they could offer assistance in monitoring the financial results moving forward and regulating cash flows, as well as reviewing the FY21 Budget that was submitted and approved by the County.

There were no emerging issues identified, no public comments and the meeting adjourned at 3:40pm.

ITEM NO. 22 That the Governing Board receive an update on the monthly financial report for April FY20, and take any action deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- April FY2020 Financial Report

Jennifer Wakem, Chief Financial Officer presented the April 2020 Financial Report. She reminded the board that the financials for this month reflect a full month of impact from COVID-19.

Key indicators showed admissions were down 33%, length of stay was above budget 16% and acuity was up 5.3 %, which indicates how sick or acute patients are. Outpatient surgeries were down 74% mainly due to COVID-19. The ED to admit conversion rate was at 23.6%, as they were getting moved to the floor, indicating that patients required acute care hospital services.

There was significant impact to volumes in quick cares which were down almost 52% and primary cares which were down almost 50%.

The summary income statement showed that in-patient net revenue was down $5.7 million and other revenue was up $13.6 million primarily due to the Cares Funding that was received related to COVID. Operating expenses were up $3 million primarily due to COVID.
The year to date income statement showed a loss of $7.8 million on a budget of $8.6 million, which left us below budget $16.4 million.

Salaries, wages and benefits were flat on budget.

Supplies were up for the month; the key driver was COVID-19 related expenses. Ms. Wakem wanted to make the Board aware that we have resumed elective surgeries beginning May 4th. All surgery staff and patients are being tested. The other key item is that the County will provided the hospital the full $31 million capital transfer, which includes $16 million from the CARES Act Funding and we are continuing to actively tracking Cares Act funding and will provide updates.

Dean Kahn asked if this funding is being allocated based on Medicare? Ms. Wakem responded that the $13.6 was based on net revenue. The 2nd allocation of funding was due to high DSH volume based on the number of COVID-19 patients and also because we are a high user of Medicaid. There is still $70 billion in funds that have not been allocated. The discussion continued regarding this subject.

ITEM NO. 23 Receive an update on the University of Nevada Las Vegas School of Medicine, and take any action deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED: None

Dean Kahn thanked everyone for their hospitality. He also thanked UMC for their partnership with UNLV School of Medicine.

Dean Kahn updated the Board that they continuing to test in the community and are up to 10K in testing, which includes asymptomatic individuals. The rate of positive individuals has dropped from approximately 12% to nearly 6%.

A brand new class has been recruited. It was noted that gender diversity has been unbalanced this year, but there is a high number of 1st year students and a significant ethnic diversity, which is good news.

He announced that Debra Kuhls is to be the President of Clark County Medical Society. Ground breaking is scheduled to begin in 2021 for the Medical Education Building on Shadow Lane. This will be a positive change to the community.

ITEM NO. 24 Receive an update from the Hospital CEO, and take any action deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED: None

Mr. VanHouweling gave an update on the indicators and bench marks relating to the response to COVID-19.

An overview of hospital statistics was reviewed. We are at 60% hospital occupancy, with 322 beds filled. The ICU beds are 78% occupied with less than 10% being COVID-19 related patients. Vents are in good supply. Staffing is available and PPE is moderate. Nursing has been making sure we do not overwhelm our capacity. We are currently about 75% open and we are regularly monitoring the available PPE.

Chair O'Reilly added that testing people immediately before they are admitted to the hospital seemed to be very valuable.

Mr. VanHouweling explained the testing process that is being done with oral and nasal swab tests. The PCR test is the most definitive and quantitative test and the results are turned around typically within 24 to 72 hours. UMC Connect allows patients to get results which state if the virus is detected or not detected. UMC is leading the way to a safe reopening. There have been approximately 30k test performed. Demographics of the testing sites in the community was presented. To date, there have been 148K Nevadans tested. The discussion continued with statistics of the trend in testing.

Phase 1 in reopening Nevada was May 9th. Ongoing testing will continue and the goal is to test 2% of the population every year.

The Board is invited to come and see the operations at the Las Vegas Convention Center. Chair O'Reilly gave commendation to the teams that are really making things happen.

Mr. VanHouweling continued his presentation by highlighting and thanking all of the partnerships in the community that have assisted in the community outreach, as well as the UMC staff that have been available in ensuring that the testing sites are running smoothly. Lastly thank you to the community for their support and for all of the donations of PPE, monetary donations,etc. as well as the meals and snacks for the employees.

It was announced that during this time, Debra Fox, CNO and the nursing staff was able to secure Pathways to Excellence achievement. We are the only hospital in Southern Nevada with this recognition. Congratulations Deb and team!

Governor Sisolak was here on Memorial Day to show support and to thank the team members for their hard work.

Staff that has been teleworking will be returning to work on Monday.

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)*

There were no emerging issues identified and not public comments.

FINAL ACTION: None

COMMENTS BY THE GENERAL PUBLIC:

Comments from the general public were called. No such comments were heard.

There being no further business to come before the Board at this time, at the hour of 3:38 PM, Chair O'Reilly adjourned the meeting.

APPROVED: June 24, 2020

Minutes Prepared by: Stephanie Ceccarelli