University Medical Center of Southern Nevada
Governing Board Meeting
December 15, 2021

Emerald Conference Room
Delta Point Building (1st Floor)
901 Rancho Lane,
Las Vegas, Clark County, Nevada
Wednesday, December 15, 2021
2:00 PM.

The University Medical Center Governing Board met in regular session, at the location and date above, at the hour of 2:00 PM. The meeting was called to order at the hour of 2:05 PM 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
Laura Lopez-Hobbs
Robyn Caspersen
Renee Franklin
Chris Haase
Harry Hagerty
Mary Lynn Palenik
Jeff Ellis (via WebEx)

Ex-Officio Members:

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

Absent:

Others Present:
Mason Van Houweling, Chief Executive Officer
Jennifer Wakem, Chief Financial Officer
Maria Sexton, Chief Information Officer
Dr. Luis Medina-Garcia, Medical Director of Telemedicine Services
Susan Pitz, General Counsel
Stephanie Ceccarelli, Board Secretary
Representatives from Silver State ACO

<u>SECTION 1. OPENING CEREMONIES</u>

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 items on this agenda.

Speakers: None

ITEM NO. 2 Approval of Minutes of the meeting of the UMC Governing Board held on November 17, 2021. *(Available at University Medical Center, Administrative Office) (For possible action)*

<u>FINAL ACTION</u>:

A motion was made by Member Mackay that the agenda be approved as recommended. Motion carried by unanimous vote.

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

<u>FINAL ACTION</u>:

A motion was made by Member Franklin that the agenda be approved as amended. Motion carried by unanimous vote.

<u>SECTION 2: CONSENT ITEMS</u>

ITEM NO. 4 Approve the November 2021 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on November 23, 2021; and take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Credentialing Activities

ITEM NO. 5 Approve the UMC Policy and Procedures Committee's activities from its meetings held on October 6, 2021 and November 3, 2021; and take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Policies and Procedures

ITEM NO. 6 Approve and recommend for approval by the Board of Hospital Trustees, the proposed amendments to the UMC Medical and Dental Staff Bylaws and Rules & Regulations; as approved and recommended by the Medical

Executive Committee on October 26, 2021; and take action as deemed appropriate. *(For possible action)*.

DOCUMENT(S) SUBMITTED**:**
- Proposed Revisions - Bylaws, Rules and Regulations

ITEM NO. 7 **Approve and authorize the Chief Executive Officer to sign the First Amendment to Provider Services Agreement with HCP IPA Nevada, LLC for Provider Services; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment No. 1
- Disclosure of Ownership

ITEM NO. 8 **Approve and authorize the Chief Executive Officer to sign the Seventh Amendment to Memorandum of Understanding with HCP IPA Nevada, LLC for Provider Services; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment No. 7
- Disclosure of Ownership

ITEM NO. 9 **Approve and authorize the Chief Executive Officer to sign the First Amendment with P3 Health Partners, LLC for Hospital and Primary Care Services; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment No. 1
- Disclosure of Ownership

ITEM NO. 10 **Approve and authorize the Chief Executive Officer to sign the Fifteenth Amendment with Nevada Preferred Healthcare Providers for Provider Services; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment No. 15
- Disclosure of Ownership

ITEM NO. 11 **Approve and authorize the Chief Executive Officer to sign the Master Agreement and Professional Services Proposals with Hyland Software, Inc. for the OnBase Information Management platform; authorize the Chief Executive Officer to exercise any extension options; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Master Agreement
- Onbase for Epic
- IMR Services
- AP Premium Solution

- Conversion Services
- Managed Services

ITEM NO. 12 Approve and authorize the Chief Executive Officer to sign the Agreement for Application and Strategic Project Support, and exercise any extension options with Tegria Services Group; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Application and Strategic Project Support Agreement
- Disclosure of Ownership

ITEM NO. 13 Approve and authorize the Chief Executive Officer to sign the Health Plan Integration Quotation with American Well Corporation; authorize the Chief Executive Officer to execute future orders within his delegation of authority; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Quotation
- Disclosure of Ownership

ITEM NO. 14 Approve and authorize the Chief Executive Officer to sign the Quote for Hardware Support and Maintenance with Extreme Networks, Inc. for network infrastructure equipment; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Quotation
- Disclosure of Ownership

ITEM NO. 15 Approve and authorize the Chief Executive Officer to sign the Professional Services Agreement for Nephrology Clinical Coverage, and exercise any extension options with Bernstein, Pokroy & Lehrner, Ltd. d/b/a Kidney Specialists of Southern Nevada; or take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 16 Approve and authorize the Chief Executive Officer to sign the Professional Services Agreement for Transplant Nephrology Clinical Coverage, and exercise any extension options with Bernstein, Pokroy & Lehrner, Ltd. d/b/a Kidney Specialists of Southern Nevada; or take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 17 Approve and authorize the Chief Executive Officer to sign the Notice of Subaward, and execute the monthly Request for Reimbursement Form with the State of Nevada Division of Public & Behavioral Health for COVID-19

testing of passengers traveling to, throughout and from Nevada; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Notice of Subaward

ITEM NO. 18 Accept the Fiscal Year 2021 Audit Reports and Financial Statements from BDO USA, LLP, Certified Public Accountants for University Medical Center of Southern Nevada; and direct staff accordingly. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- BDO Financial Statements

FINAL ACTION:

A motion was made by Member Hobbs that Consent Items 4-18 be approved as presented. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 19 Receive a presentation by Silver State ACO of the 2020-2021 Shared Savings; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
PowerPoint Presentation

DISCUSSION:

Representatives from Silver State ACO presented a check for $622,353.00 to the hospital and thanked everyone for their participation with Silver State ACO.

FINAL ACTION:

None

ITEM NO. 20 Review and discuss the Governing Board 2021 Action Plan, to include an informational update from Dr. Luis Medina-Garcia, Medical Director of Telemedicine Services, regarding Telehealth implementation; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
PowerPoint Presentation

DISCUSSION:

Dr. Luis Medina-Garcia provided an update on telemedicine services with UMC. The goal is to provide telemedicine services not only as a part of day to day operations, but also as a strategic part of UMC's healthcare delivery model in order to better serve the community. The branding will be UMC Online Care which will be a web-based digital platform, staffed 24/7 with UMC providers. The expected go-live for this service is December 16th. Services anticipated to go-live for 2022 include primary care in January 2022 and specialty consultants in March of 2022. Dr. Medina-Garcia continued by sharing the staffing model, scheduling and telemedicine etiquette. Telemedicine training will be provided in 4 sessions via WebEx.

Dr. Medina-Garcia next presented several slides, showing the step by step process of accessing the web-based application.

Member Franklin asked how the hospital would incorporate family members helping the patient navigate the program technology, as well as second language barriers.

Chair O'Reilly inquired if it was required to be a UMC patient to sign up and if you could sign up and test before service was needed. The Board was invited to test the platform at the conclusion of the meeting. The discussion continued regarding follow-up care protocols, future program development and marketing plans.

FINAL ACTION:
None

ITEM NO. 21 Receive an informational presentation from the UMC Foundation President on activities of the UMC Foundation President on activities of the UMC Foundation; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
PowerPoint Presentation

DISCUSSION:

Harry Hagerty, UMC Foundation President, provided a brief background of the foundation activities from the past and also shared present and planned future activities.

Mr. Hagerty provided a brief description of the activities that were sponsored by the Foundation in 2021, including the Grateful Patient program, UMC's Gift of Hope 5K Run, and the Pizza, Pins & Prevention Fundraiser; all have benefitted the hospital and the community.

A music system was approved and phase one of the overhead music project has been completed. This provides a soothing and calming effect for those entering the main entrance of UMC. An expansion of this system has been planned for Quick Care locations.

Other expansion projects in process with construction beginning are the Burn Care Center outpatient lobby and shower room projects and the Command Center Readiness project, which will aid in UMC's rapid response to disasters and crisis events.

The Foundation is launching a Tree of Hope in the main lobby, which will be a unique way to display support of UMC and the Foundation. An Evening of Hope Gala, which will raise awareness about the critical life-saving care provided by UMC and the UMC Children's Hospital, has been scheduled for October 20, 2022.

Mr. Hagerty concluded his presentation by sharing future goals and what has been happening in this fiscal year. He also thanked the Board and Hospital Administration for their support.

FINAL ACTION:
None

ITEM NO. 22 Receive an update a report from the Governing Board Strategic Planning Committee; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Member Hagerty provided a report on the meeting held on Thursday, December 2, 2021 at 9:00 am. There was a quorum in attendance. There was no public comment. The minutes and the agenda were both approved.

An update was provided regarding service lines, highlighting the contribution margins by service line and examining ways to expand and improve. The Committee noted continued improvements in efficiencies in critical operating rooms. An update was also given on telehealth initiatives.

The Committee received an update regarding an offsite retreat meeting between UMC and the Kirk Kerkorian School of Medicine at UNLV and the vision of an academic medical center to serve southern Nevada and beyond.

A review of the capital expenditures targeted at maintenance of the facility was presented.

There were no emerging issues identified and no public comments. The Committee recessed into closed session and the meeting adjourned at 11:15 am.

FINAL ACTION:
None

ITEM NO. 23 Receive an update a report from the Governing Board Clinical Quality and Professional Affairs Committee; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Member Mackay provided a report on the meeting held on Monday, December 6, 2021 at 3:02 p.m. There was a quorum in attendance. There was no public comment. The minutes and the agenda were both approved.

The Committee received quality, safety, infection and regulatory updates, comparing data from the 1st and 2nd quarters of CY2020 and CY2021 related to CEO performance objectives. UMC, CMS and national benchmark statistics were provided. Roll-out for ICARE4U 4.0 will commence January 22, 2022. Mandatory education is required for all, and it is a performance goal to have a 90% completion rate by the end of 2022.

UMC has received a letter grade of "C" with Leapfrog. A review of all safety events from 3rd quarter 2021 was provided. All events were reported timely and action was taken and monitored through the Patient Safety Committee.

UMC Policies and Procedures were approved and Medical and Dental Staff Bylaws were also approved.

Emerging issues were identified and there were no public comments and the meeting adjourned at 3:37p.m.

FINAL ACTION:
None

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

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Member Caspersen provided a report on the meeting which was held on Wednesday, December 8, 2021 at 2:00pm. There was a quorum in attendance. There was no public comment and minutes were approved unanimously and the agenda was approved unanimously after one minor change.

The business items were reviewed and approved by the Committee during the meeting. All of the contracts that were a during the meeting are a part of today's consent agenda.

The UMC fiscal year 2021 Audit and Financial statement and independent auditor's draft report was received from UMC's external auditor BDO, with no audit adjustments or significant findings and the report was an unqualified/clean opinion. Communication standards with BDO and internal control matters were discussed.

Next, there was a review of the October financials, YTD FY21 results and a CFO report was received.

There were no emerging issues, no public comment and the meeting adjourned at 3:15 p.m.

FINAL ACTION:
None

ITEM NO. 25 Receive the monthly financial report for October FY22; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
October FY21 Financials

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial report for October FY21.

The key indicators for October were compared to prior year. Admissions were over budget approximately 3.5%, almost 9% over prior year. The AADC had an average of 607 for the month and acuity remains high. Length of stay was up almost 20% and this can be attributed to the staffing shortage challenges throughout the community in post-acute care and skilled nursing facilities. The new director of Care Management is exploring initiatives to lower the length of stay. Hospital CMI was 1.93 and Medicare CMI was 1.95. There were 831 inpatient surgeries. ER visits were 12% above budget. Quick care and primary care volumes were strong. Ms. Wakem briefly shared a spotlight of the unemployment rate trends.

The income statement for the month showed net patient revenue $8.9 million above budget. Operating expenses were above budget $5.2 million. Income from ops showed positive earnings of $1.8 million. October YTD showed $8.4 million in positive earnings.

Salaries, wages and benefits showed contract labor and overtime are significantly over budget. She reminded the Board of the nursing labor shortage and high patient volumes. Internal action plans include a resource nursing pool to reduce contract labor, along with overtime. There have been 11 nursing recruits assigned to the resource float pool and NSI has recruited a total of 23 RNs.

All other expenses are below budget $1.3 million. Supplies are below budget for the month.

FINAL ACTION:

None

ITEM NO. 26 Receive an update on the Kirk Kerkorian School of Medicine at UNLV; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Dr. Marc Kahn, Dean of the Kirk Kerkorian School of Medicine at UNLV, updated the on the activities of the school.

A time capsule was buried today in the new building. Construction continues to be on schedule for the medical education building and the plan is to take occupancy by Summer 2022.

The School is looking for an opportunity to attain funding for a clinical ambulatory building and research building, which will have generational impact in the community. The University continues strategic planning discussions regarding the Academic Health Center, with the goal of providing comprehensive care to patients.

Over 1500 student applications have been received to fill 60 seats. He emphasized the need to continue to work with the State to receive more GME positions in Nevada.

Finally, multiple grants have been submitted to the city and county to receive support for projects with the school.

FINAL ACTION:

None

ITEM NO. 27 Receive an update from the Hospital CEO; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
CEO Update

DISCUSSION:

Mason Van Houweling, UMC CEO began his review, by referring to a time capsule that is also located at UMC. He went on to provide the following updates:

- COVID statistics were provided. There are approximately 500 COVID positive patients in southern Nevada hospitals.
- Hospital occupancy and surge areas were discussed.
- Mandatory vaccine update – UMC is close to 99% of our staff that have been vaccinated.
- UMC has the only Monoclonal Antibodies Clinic in the state.
- GME Residency slots – 153 slots are allocated to UMC. We are working with the State to increase the number of available positions.

- Kronos, the program used to handle time and attendance for UMC, was a victim of ransomware. The finance team has been working tirelessly to ensure on-time and uninterrupted issuance of paychecks.
- LVCC testing – UMC has been awarded the official testing partner for the Las Vegas Convention Authority.
- Chief of Staff/Vice Chief announced – Elections were held for all positions. Dr. Meena Vohra was announced as the new Chief of Staff and Dr. Syed Shah as the new Vice Chief of Staff. Congratulations!

Mr. Van Houweling next shared slides highlighting the ribbon cutting of the UMC Express Care at LAS, UMC Online Care and the UMC Lions Pediatric burn survivor holiday party.

UMC was the Best of Las Vegas Gold Winner for Best Urgent Care and won the Silver Award in the Best Hospital, Best Pediatrician and Best Place to Have a Baby categories. Congratulations!

An update was provided on the timeline of the ReVITALize UMC façade project.

Lastly, a video presentation was shown of UMC's year in review and all of the accomplishments and activities that have taken place throughout the year. Mr. Van Houweling thanked the Board for their continued support.

FINAL ACTION:

None

ITEM NO. 28 Consider and forward to the Board of County Commissioners, also sitting as the Board of Hospital Trustees, three individuals for appointment to the UMC Governing Board for a three-year term commencing on January 1, 2022, and ending December 31, 2024, from the following list of interested individuals: John O'Reilly (Current Member), Renee Franklin (Current Member), and Harry Hagerty (Current Member), whose terms expire on December 31, 2021; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED:
None

DISCUSSION:

All three members indicated they would like to continue their service on the Board.

FINAL ACTIONS:

A motion was made by Member Caspersen to consider and forward to the Board of County Commissioners, also sitting as the Board of Hospital Trustees, Renee Franklin, (Current Member), for re-appointment to the UMC Governing Board for a three-year term commencing on January 1, 2022, and ending December 31,

2024. Motion carried by unanimous vote. Member Franklin abstained with respect to her own vote.

A motion was made by Member Haase to consider and forward to the Board of County Commissioners, also sitting as the Board of Hospital Trustees, Harry Hagerty, (Current Member), for re-appointment to the UMC Governing Board for a three-year term commencing on January 1, 2022, and ending December 31, 2024. Motion carried by unanimous vote. Member Hagerty abstained with respect to his own vote.

At this time, Chair O'Reilly turned the meeting over to Vice Chair, Dr. Mackay, to consider the remaining appointment.

A motion was made by Member Palenik to consider and forward to the Board of County Commissioners, also sitting as the Board of Hospital Trustees, John O'Reilly, (Current Member), for re-appointment to the UMC Governing Board for a three-year term commencing on January 1, 2022, and ending December 31, 2024. Motion carried by unanimous vote. Member O'Reilly abstained with respect to his own vote.

ITEM NO. 29 Review and determine proposed future Board and Committee meeting dates and times through calendar year 2022; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Draft 2021 Meeting Dates

DISCUSSION:

Chair O'Reilly suggested that the dates be reviewed and reconsidered in January for final approval of the dates and for membership. He reminded the Board that the Board survey is due to be submitted by Friday the 17th. He also asked that the Board members review committee assignments so that changes or reassignments can be considered at the next meeting.

FINAL ACTION:

A motion was made by Member Hagerty to approve the proposed Governing Board and Committee meeting dates 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)*

DISCUSSION:

None

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 3:37 PM. Chair O'Reilly adjourned the meeting.

APPROVED: January 26, 2022

Minutes Prepared by: Stephanie Ceccarelli, Board Secretary