***University Medical Center of Southern Nevada***
***Governing Board***
***November 18, 2020***

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UMC ProVidence Conference Room
UMC Trauma Building (5th Floor)
800 Hope Place
Las Vegas, Clark County, Nevada
Wednesday, November 18, 2020
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 2:03 PM by Chair O'Reilly. The following members were present, which constituted a quorum of the members thereof:

**CALL TO ORDER**

Board Members:

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

Ex-Officio Members:

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

Others Present:
Mason VanHouweling, Chief Executive Officer (Via WebEx)
Jennifer Wakem, Chief Financial Officer (Via WebEx)
Tony Marinello, Chief Operating Officer (Via WebEx)
Susan Pitz, General Counsel
Maria Sexton, Chief Information 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

This concludes the public comment.

**ITEM NO. 2 Approval of Minutes of the regular meeting of the UMC Governing Board on October 28, 2020. *(Available at University Medical Center, Administrative Office) (For possible action)***

FINAL ACTION: A motion was made by Member Dr. Mackay that the minutes be approved as amended. The motion was carried by a unanimous vote.

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

FINAL ACTION: A motion was made by Member Caspersen that the agenda be approved as presented. The motion was carried by a unanimous vote.

## SECTION 2. CONSENT ITEMS

**ITEM NO. 4 Approve the Amendment and Customer Orders between CareFusion Solutions, LLC and University Medical Center of Southern Nevada for the Pyxis Medication Management Upgrade Project; and authorize the Chief Executive Officer to sign the Amendment and Customer Orders. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- UMCSN FINAL Customer Order_Redacted
- UMCSN Pyxis - Multi-Product Implementation Timeline
- UMCSN_1703100_Customer Order Attachment
- UMCSN_1703100_BD Pyxis Interop EPIC Customer Order Attachment
- UMCSN FMO Amendment CB Edits
- Disclosure of Ownership
- Carefusion - Sourcing Letter
- UMCSN_Business Associate Agreement

**ITEM NO. 5 Ratify the Emergency Purchase Order with Florida Import Experts, Inc. for COVID-19 Gloves; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Florida Imports Experts - Purchase Order

**ITEM NO. 6 Approve the License/Service Orders #5 and #6 between MediQuant, LLC and University Medical Center of Southern Nevada for data migration and conversion services; and authorize the Chief Executive Officer to sign the License/Service Orders.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- MediQuant_UMCSN_LSO5
- MediQuant_UMCSN_LSO6
- MediQaunt - Disclosure of Ownership

**ITEM NO. 7 Approve for award RFP No. 2020-16 Workers' Compensation Services to FIRM Revenue Cycle Management Services, Inc.; authorize the Chief Executive Officer to sign the Agreement and exercise any extension options; and take action as deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- FIRM RCMS - RFP 2020-16 Workers' Compensation Services Agreement

**ITEM NO. 8 Approve First Amendment to Agreement for Data Engineering Consultation with Shannon Kane-Saenz and University Medical Center of Southern Nevada; and take action as deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Shannon Kane-Saenz_Amendment_1
- Disclosure of Ownership

**ITEM NO. 9 Recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada ("UMC") Amendment No. 4 to the Group Enrollment Agreement with Health Plan of Nevada, Inc. to provide health care coverage to UMC employees, dependents, and retirees through a Health Maintenance Organization; and take action as deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED
- HPN - RFP 604028-16 Group Enrollment Agreement (5) Fourth Amendment
- Health Plan of Nevada Disclosure of Ownership

**ITEM NO. 10 Approve the recommendation of the Human Resources and Executive Compensation Committee's review of CEO performance and recommended merit salary adjustment and incentive bonus for Fiscal Year 2020.** ***(For possible action)***

DOCUMENT(S) SUBMITTED
- None

**ITEM NO. 11 Approve the final set of performance objectives for the CEO for Fiscal Year 2021 as recommended by the Human Resources and Executive Compensation Committee.** ***(For possible action)***

<u>DOCUMENT(S) SUBMITTED</u>
- FY21 CEO Performance Objective

<u>FINAL ACTION</u>: A motion was made by Member Franklin to approve the Items 4-11 on the Consent Agenda as recommended. Motion carried by unanimous vote.

## <u>SECTION 3: BUSINESS ITEMS</u>

**ITEM NO. 12** **Receive a presentation from Mr. Bill Welch and Mr. James L. Wadhams, Esq. of the Nevada Hospital Association; and take any action deemed appropriate. *(For possible action)***

<u>DOCUMENT(S) SUBMITTED:</u>
- NHA 2020 Legislative Update PowerPoint

<u>DISCUSSION:</u>

Mr. Wadhams presented a reflection of the 2020 Election, a recap of the 2020 Special Session outcomes and a review of the 2021 Legislative Session preparation.

He mentioned briefly that the election for the state legislature has concluded and four Congressional delegates on the ballot won re-election. He provided a review of the outcomes of multiple races, including the 2020 Senate elections and the 2020 Assembly elections.

Next, he detailed the 80$^{th}$ Legislative Session bills for 2019. He stated that it was a very busy session for hospitals and healthcare. There was also an overview of the 31$^{st}$ and 32$^{nd}$ Special Legislative Sessions.

Mr. Wadhams next provided details of the 2021 Legislative Session and the NHA priorities, highlighting Medicaid reimbursement, mental health, nurse staffing ratios, healthcare workforce, tort reform, workplace violence safety, transparency, rate regulations and the value of telehealth during the current COVID crisis.

Lastly, Mr. Welch provided a perspective of how the hospital industry comes together to coordinate its focus on initiatives and efforts through the regulatory and legislative process. He stated that a Board retreat will be held in the future to review survey issues received from the member hospitals. A strategic plan will be developed to work with and educate legislators.

Dr. Mackay asked if there was any familiarity on Bill HR7059 Coronavirus Provider Proctection Act. Mr. Welch stated that there has been no progress with this Bill.

**ITEM NO.13 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 of the meeting held on Tuesday, November 10, 2020 at 2:00pm. There was a quorum in attendance. There was no public comment and minutes were approved and the agenda was approved.

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

UMC Internal Audit provided an update on activities for the calendar year, as well as the audits that are planned for the current fiscal year. An update will be provided in the third quarter.

Financial statements were not complete, therefore there was no financial report provided during the meeting. There was discussion regarding October performance, COVID testing, PPE costs, hospital volumes, cash flows and Federal Supplemental payments.

Cares Act funding updates were provided. There was also an update regarding the status of the FY 2020 independent audit. A report will be provided when they are available.

There were no emerging issues, no public comment and the meeting adjourned at 2:45 PM.

**ITEM NO. 14 Receive the monthly financial report for October FY21; and take any action deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- October FY21 Financial Report

DISCUSSION:

Jennifer Wakem provided a summary of the financial statements for October FY21.

Volumes were significantly over budget. Total admissions were strong.

Hospital CMI was 2.04 which is 18.6% above prior year. Medicare CMI was 2.23, almost 34% above prior year. Inpatient surgeries were below prior year 6.5% and outpatient surgeries were below prior year 13%. ER visits were below prior year almost 19%. The ED to admission conversion rate was 9%, which was 3% above prior year.

Quick cares continue to struggle amid COVID concerns, they were down 26%. Primary Care visits were down 13%.

She continued by reviewing the payor mix, with no significant decrease shown. There was a significant drop in Medicaid almost 2.25% and Medicare is up almost 3.5%. Self-pay is down 1.5%. She introduced a new slide which showed the 2020 unemployment rate trended as compared to other states. She added that Nevada's unemployment rate is 12.6%.

Net revenue was above prior year roughly $9 million. The key driver was COVID testing. There was no Cares Funding received in October.

The income statement for October year to date showed a loss of $25 million and budget was a loss of $75 million.

Salaries, wages and benefits were slightly unfavorable by $1.1 million compaired to prior year. Administration is managing labor strategically. She stated that we are down roughly 100 FTEs over prior year.

Supplies are $11 million above prior year due to COVID testing, pharmaceuticals and the 340B expenses. There has also been a significant increase in transplants.

Finally, the COVID testing volumes were reviewed with a total of 90K tests performed in October.

FINAL ACTION: None

**ITEM NO.15 Receive a report on the University of Nevada Las Vegas School of Medicine; and take any action deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- None submitted

DISCUSSION:

Member Dean Kahn thanked the group for donating the land for the Medical Education Building. The gound breaking was October 29th.

The accreditation visit for full accreditation took place October 25-27, 2020. The final report is expected in February.

There was roughly 18% increase in applications for student enrollment over last year.

UNLV and UMC are working together with the Southern Nevada Health District to make plans for distribution of the COVID vaccine and a -80 degree freezer has been secured for storage once it is available.

FINAL ACTION: None

**ITEM NO. 16 Receive an update from the Hospital CEO and take any action deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- CEO Update

DISCUSSION:

Mason VanHouweling, CEO, informed the Board of the approval of the agreement with the SEIU Collective Bargaining Agreement.

The Joint Commission survey is anticipated in the spring of 2021 for their on-site survey.

There have been roughly 121 COVID related admissions month to date. There has been an increase in COVID related admissions. Community test sites are running at full capacity and there have been approximately 6000 tests performed daily.

He informed the Board that we have implemented COVID 2.0. There are telework agreements in place and there is a limit on in-person meetings.

An update was provided on the Governor's COVID Response Task Force on behalf of the Nevada Hospital Association, current treatments, surge plans and challenges of moving patients transferred to continuum health care facilities.

Mr. Van Houweling next provided an update on the plans that UMC and UNLV have in place on the COVID vaccine is available for distribution. A full roll-out is anticipated for the spring of 2021.

UMC is a trusted COVID testing partner for the State of Hawaii.

He highlighted the 3rd Annual Research Empowerment Days. This is a pursuit to be an academic health science center. There were over 30 research posters completed which are available on UMCSN.com.

He noted that we are on track for 75 transplants. The conversation continued with a review of the hospital refresh projects in the TICU and strategic growth in service lines with our Ortho Spine Joint Camp.

Next, he announced that the US News and World Report listed UMC as one of the top Cardiology hospitals. Congratulations to the cardiology team.

Finally, he provided an update of UMC and Southern Nevada hospital capacity, treatments and statistics. A conversation ensued regarding hospital, mortality rates, capacity and surge planning statewide.

FINAL ACTION: None

**ITEM NO. 17 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, 2021, and ending December 31, 2023, from the following list of interested individuals: MaryLynn Palenik (Current Member), Jeff Ellis (Current Member), and Dr. Donald Mackay (Current Member), whose terms expire on December 31, 2020; and take any action deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- MaryLynn Palenik – CV 2020
- Dr. Donald Mackay – CV 2020
- Jeff Ellis – CV 2020

DISCUSSION:

Chair O'Reilly spoke about the extensive backgrounds and dedication of each of the members that are up for reappointment.

FINAL ACTION:
A motion was made by Member Franklin to consider and forward to the Board of County Commissioners, also sitting as the Board of Hospital Trustees, the following three individuals for appointment to the UMC Governing Board for a three-year term commencing on January 1, 2021, and ending December 31, 2023 (Current Member) MaryLynn Palenik, (Current Member) Dr. Donald Mackay and (Current Member) Jeff Ellis. Motion carried by unanimous vote except for an abstention of vote by each member being voted on with respect to their own vote.

**ITEM NO. 18 Determine future Board and Committee meeting dates and times through calendar year 2021; and take any action deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- Draft 2021 Meeting Dates

DISCUSSION:
None

FINAL ACTION: A motion was made by Member Franklin to approve the proposed meeting dates recommended. Motion carried by unanimous vote.

## SECTION 4: EMERGING ISSUES

**ITEM NO. 19 Identify emerging issues to be addressed by staff or by the Board at future meetings and direct staff accordingly.** ***(For possible action)***

None.

**<u>COMMENTS BY THE GENERAL PUBLIC</u>:**

Comments from the general public were called before going into closed session.

No such comments were heard.

There being no further business to come before the Board at this time, at the hour of 3:35 PM, Chair O'Reilly adjourned the meeting, and the Board recessed to go into closed session.

**<u>SECTION 5: CLOSED SESSION</u>**

**ITEM NO. 20 Go into closed session pursuant to NRS 241.015(3)(b)(2) to receive information from the General Counsel regarding potential or existing litigation involving matters over which the Board had supervision, control, jurisdiction or advisory power, and to deliberate toward a decision on the matters; and direct staff accordingly.** ***(For possible action)***

The meeting was reconvened in closed session at 3:35 PM.

At the hour of 3:59 PM, the closed session on the above topic ended.

<u>FINAL ACTION:</u> No action was taken by the Board.

APPROVED: December 16, 2020

Minutes Prepared by <u>Stephanie Ceccarelli</u>