

***University Medical Center of Southern Nevada
Governing Board Meeting
January 29, 2025***

Emerald Conference Room (1st Floor)
Delta Point Building
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, January 29, 2025
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 2:12 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
Mary Lynn Palenik
Robyn Caspersen
Harry Hagerty
Renee Franklin (WebEx)
Chris Haase
Bill Noonan

Ex-Officio Members:

Present:

Dr. Marc Kahn, Dean of Kirk Kerkorian SOM at UNLV
Steve Weitman, Ex-Officio (WebEx)

Absent:

Dr. Meena Vohra, Chief of Staff

Others Present:

Mason Van Houweling, Chief Executive Officer
Tony Marinello, Chief Operating Officer
Jennifer Wakem, Chief Financial Officer
Debra Fox, Chief Nursing Officer
Shana Tello, Administrative and External Affairs Administrator
Regan Comis, R&R Partners
Patty Scott, Quality Patient Safety and Regulatory Officer
Susan Pitz, General Counsel
James Conway, Assistant General Counsel
Stephanie Ceccarelli, Governing 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 meeting of the UMC Governing Board held on December 11, 2024. (Available at University Medical Center, Administrative Office) (For possible action)

FINAL ACTION:

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

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

FINAL ACTION:

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

SECTION 2: CONSENT ITEMS

ITEM NO. 4 Approve the December 2024 and January 2025 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on December 24, 2024 and January 28, 2025; and take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Credentialing Activities

ITEM NO. 5 Ratify the Amendment to the Hospital Services Agreement with Aetna Health, Inc. for managed care services; or take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Hospital Transplant Agreement
- Disclosure of Ownership

ITEM NO. 6 Approve and authorize the Chief Executive Officer to sign the Amendment to the Hospital Services Agreement with Health Direct Partners for Managed Care Services; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Amendment to Hospital Service Agreement
- Disclosure of Ownership

ITEM NO. 7 Ratify the Provider Services Agreement with Hometown Health Plan, Inc. and Hometown Health Providers Insurance Company, Inc. for Managed Care Services; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Provider Service Agreement
- Disclosure of Ownership

ITEM NO. 8 Approve and authorize the Chief Executive Officer to sign the Dialysis Products Purchase Agreement with Vantive US Healthcare, LLC, for the purchase of dialysis products; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Dialysis Products Purchase Agreement
- Disclosure of Ownership

ITEM NO. 9 Approve and authorize the Chief Executive Officer to sign the Purchaser-Specific Agreement and Addendum with CyraCom, LLC for Interpretation and Translation Services; authorize the Chief Executive Officer to exercise any renewal options; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Purchaser Specific Agreement
- Addendum
- Disclosure of Ownership

ITEM NO. 10 Award the Bid No. 2024-16, UMC 5409 E Lake Mead Blvd Remodel Project PWP# CL-2025-183, to Monument Construction the lowest responsive and responsible bidder, contingent upon submission of the required bonds and insurance; authorize the Chief Executive Officer to execute change orders within his delegation of authority; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- ITB 2024-16 - UMC 5409 E Lake Mead Remodel Project Agreement
- Disclosure of Ownership

ITEM NO. 11 Approve and authorize the Chief Executive Officer to sign the Order Form with CarePort Health, LLC for CarePort Transition implementation and subscription services; execute the extension options and future amendments within his yearly delegation of authority; or take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Order Form
- Disclosure of Ownership

ITEM NO. 12 Approve 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 settlement in the matter of District Court Case No. A-24-899947-C, entitled *Frazier v. University Medical Center of Southern Nevada, et al.*; and authorize the Chief Executive Officer to execute any necessary settlement documents. (For possible action)

DOCUMENT(S) SUBMITTED:

- Settlement Agreement and Release

ITEM NO. 13 Approve 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 settlement in the matter of District Court Case No. A-20-809620-C, entitled *David Monk as Special Administrator of the Estate of Sharon Monk v. University Medical Center of Southern Nevada, et al.*; and authorize the Chief Executive Officer to execute any necessary settlement documents. (For possible action)

DOCUMENT(S) SUBMITTED:

- Settlement Agreement and Release

ITEM NO. 14 Approve 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 settlement in the matter of District Court Case No. A-23-875382-C, entitled *Gordon v. University Medical Center of Southern Nevada, et al.*; and authorize the Chief Executive Officer to execute any necessary settlement documents. (For possible action)

DOCUMENT(S) SUBMITTED:

- Settlement Agreement and Release

FINAL ACTION:

A motion was made by Member Haase that Consent Items 4-14 be approved as presented. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 15 Receive an update from Shana Tello, UMC Academic and External Affairs Administrator, regarding the 2025 Legislative Session; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- PowerPoint Presentation

DISCUSSION:

Mr. Van Houweling introduced Shana Tello, UMC Academic and External Affairs Administrator, and Reagan Comis, R&R Partners, who presented updates regarding the legislative session.

The 83rd Legislative Session begins February 3, 2025 and concludes on June 2nd. A timeline was presented.

Ms. Comis shared highlights from the Governor's State of the State Priorities. The priorities include improved access and affordability to healthcare, criminal justice reform, election reform and education reform.

Ms. Tello provided an update on the legislative activities and the process for reviewing bills at UMC. The County has implemented a legislative tracking system, which records all of the information from bills and bill drafts, allowing UMC to review bills that will impact UMC. Legislative representation from organizations such as NHA, AAMC, R&R, and others provides feedback on legislative matters of interest. UMC subject matter experts and the UMC finance team are also resources used to review and provide analysis of fiscal notes. Currently there are 986 BDRs that have been submitted.

A list of Federal and State priority bills was reviewed, including UMC's bill, updating NRS 450—Crisis Stabilization & Modernize Training Terms (BDR 559) and a bill regarding Military Malpractice Caps (BDR 722).

A discussion ensued regarding executive orders that pertain to federal loans and grants and the potential impact they may have at UMC and another discussion regarding the use of the term "medical malpractice" in the legislation, as compared to "medical liability".

FINAL ACTION:

None

ITEM NO. 16 Receive an update from Patty Scott, UMC Quality Patient Safety and Regulatory Officer, regarding the new DNV Healthcare Management Certification and Accreditation Program; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- PowerPoint Presentation

DISCUSSION:

Patty Scott, UMC Quality Patient Safety and Regulatory Officer, provided an update on the new DNV Accreditation Program, (Det Norske Veritas – “The Norwegian Truth”). Multiple hospital facilities and systems nationwide are accredited and certified with DNV.

DNV is an integrated accreditation program utilizing the National Integrated Accreditation for Healthcare Organizations (NIAHO) standards and the ISO:9001 Quality Management System Certification standards. These standards mirror the CMS conditions of participation. The annual survey process fosters continual regulatory readiness and aligns with UMC’s quality, safety and regulatory initiatives.

The first survey with DNV is considered year zero; it is an unannounced, full accreditation survey. Accreditation is awarded after the survey and plan of correction are accepted. The second and third years are considered periodic checks, and the fourth survey is more in-depth.

Ms. Scott next explained the journey to ISO 9001 Certification and the timeline to reach this certification. A discussion ensued regarding the processes for information and policy management, as well as software systems used to streamline the survey process.

The agreement with The Joint Commission will remain in place during the first survey year.

FINAL ACTION:

None

ITEM NO. 17 Review and discuss the potential topics to include on the Governing Board 2025 Action Plan calendar; and take any action deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- None

DISCUSSION:

Chair O’Reilly thanked all Board members for their participation in the Governing Board survey. He highlighted that the purpose of the survey is to use the information as an action plan for the year. The comments and suggestions will be a part of the agenda going forward.

The comments and suggestions are highlighted are as follows:

- **Focus on strategic initiatives to effectively improve quality care in the community**

- Effectively use technology to control and manage costs (i.e. Artificial Technology and Epic)
- Review areas of specialty services to forecast budgets, including income and expenses
- Review and develop a succession plan for C-Suite employees with long and short-term goals
- Review and update long-term facility plans
- Focus on the future of UMC as an Academic Medical Center and develop a new relationship with UNLV
- UMC's role as leader of an Academic Center in the community, as well as nationally and internationally renowned Center of Excellence, with a focus on clinical trials.

Chair O'Reilly stated that other items can be forwarded to staff, as the topics could be used as future action items throughout the year. There was continued discussion regarding the investment and use of artificial intelligence technology.

Chairman O'Reilly added that a joint meeting with the Board of Hospital Trustees may be scheduled for the March meeting.

FINAL ACTION:

None

ITEM NO. 18 Receive a report from the Governing Board Audit and Finance Committee; and take action as deemed appropriate. (*For possible action*)

DOCUMENT(S) SUBMITTED:

- None

DISCUSSION:

Member Caspersen provided a report on the meeting, which was held on Wednesday, January 22, 2025, at 2:00 p.m. A quorum was in attendance. There was no public comment, and the minutes and agenda were both approved unanimously.

The Committee received a quarterly update on the status of the ReVITALize project. An overview of activities and expenditures to date was provided. The project is on track to be completed on time and on budget by the end of the fiscal year.

Next, the CFO provided a report on the monthly financial results and fiscal year-end financials for November and December 2024. The discussion included successes and challenges in operational improvements and initiatives to improve budget results. An update on the status of the organizational performance goals was also provided.

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

There was no public comment, and the meeting adjourned.

FINAL ACTION:

None

ITEM NO. 19 Receive the monthly financial report for November and December FY25; and take any action deemed appropriate. (*For possible action*)

DOCUMENT(S) SUBMITTED:

- November and December FY25 Financial Reports

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial reports for November and December FY2025.

The key indicators for November showed admission 7.5% below budget. The average length of stay was 5.9. days. Overall acuity was 1.84 and Medicare CMI was 1.99. Inpatient surgeries were 11% below budget and outpatient surgeries were 5.64% above budget. There were 15 transplant cases.

ER visits were below budget 3.5%. Conversion rate was 21.78%. Quick cares and primary cares were below budget. Telehealth had 535 visits for the month. Orthopedic Clinic volumes was on budget. Deliveries were 13.73% below budget.

The income statement for the month showed operating revenue above budget \$17.2 million and operating expenses exceeded budget \$24.6 million. Year to date we are \$8.2 million on a budget of \$15.3 million, leaving us \$7.3 million below budget.

Key indicators for December showed that admissions were above budget 5%. There were 742 observation cases. The length of stay dropped to 5.62. Overall hospital acuity was 1.77, and Medicare CMI was 1.91. Inpatient surgeries were below budget by 8%, and outpatient surgeries were up 2.61%. There were 17 transplants. ER visits hit a record high at over 10,000 cases. The conversion rate dropped. She explained that we currently have 24/7 hospitalists in the emergency room and use the clinical decision unit.

Quick cares were on budget and primary cares were significantly above budget. Telehealth visits were at 540 for December; outpatient orthopedic clinic visits were at a record high. There were 106 deliveries.

Chairman O'Reilly inquired about the decline in telehealth visits and deliveries. Ms. Wakem noted that there has been a decline, and it is a service that is being monitored.

A discussion ensued regarding the decline in deliveries. Dean Kahn requested a breakout of UNLV deliveries vs. total deliveries at UMC. Chairman O'Reilly commented on the possibility that deliveries are going to other facilities instead of UMC. Dean Kahn responded that deliveries are not being sent to other facilities. Chairman O'Reilly would like to have this discussion in his agenda item.

The income statement for December showed net revenue above budget \$1.2 million and operating expenses were slightly above budget. Total income from ops showed earnings of \$3.7 million on a \$3 million budget, leaving the month above budget \$679k. Ms. Wakem next reviewed the year-to-date income statement.

Salaries, wages and benefits showed overtime down significantly for the month. Contract labor was above budget, primarily due to radiology. All other expenses were above budget 1.3%.

Lastly, Ms. Wakem reviewed the timeline for the FY26 budget.

FINAL ACTION:

None

ITEM NO. 20 Receive an update from the Dean of the Kirk Kerkorian School of Medicine at UNLV; and take any action deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- None

The Dean began the discussion stating that the parties should come together to discuss a new affiliation agreement and decide what it would look like to best care for the community and this should be a collective mission.

There are 12 approved ongoing clinical trials and 7 more pending. The goal is to increase the number of clinical trials at UMC over the next few months. He added that brain health research is now housed in the school of medicine as of January 1st, which will significantly improve clinical trials in Alzheimer's research.

Match Day is the 3rd Friday in March at 9:00 a.m. at the Medical Education Building. The Board is invited to come.

Lastly, he commented on the legislative session and the importance of increasing GME slots.

Member Caspersen asked if the clinical trials are funded privately. Dean Kahn confirmed that they are funded privately.

Member Hagerty commented on the path to becoming a Comprehensive Stroke Center of Excellence and thanked the Dean for the suggestion provided in prior years.

FINAL ACTION:

None

ITEM NO. 21 Receive an update from the Hospital CEO; and take any action deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- PowerPoint Presentation

DISCUSSION:

Mason Van Houweling, UMC CEO, echoed the invitation to attend the Match Day at the school and watch dreams come true on March 21st.

He next provided the following updates:

- Level I Trauma update – UMC was successful in defending being the only Level I Trauma center in Southern Nevada.
- Sponsoring Institution – UMC was approved through the ACGME to be a sponsoring institution. There were no deficiencies. This will allow UMC to do a hospital based residency in radiology.
- Infusion Clinic – The location at 701 Rancho is opening supporting infusion/chronic care management.
- Interventional Radiology—the volume is up, and there have been increased clinical trials in PEs, VTEs, and strokes.
- DNV Comprehensive Initial Accreditation is anticipated in Feb/March
- DNV Comprehensive Survey is scheduled for May 20th
- 1st floor renovations are underway - 8 months to completion
- 2040 renovations are underway – 6 months to completion. The 4th and 5th floors of the Trauma Building will become a rehab center.
- CVS on Charleston has been leased by UMC to be used for patient care.
- Delta Point working with the owners to use for outpatient medical office space.
- NV Energy recognizes UMC with the highest annual energy savings award. Congratulations!

FINAL ACTION:

None

ITEM NO. 22 Review and determine the committee assignments for the calendar year 2025; and take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Committee Assignments

DISCUSSION:

The Board reviewed the current committee assignments for the 2025 calendar year.

Chair O'Reilly appointed Laura Lopez-Hobbs as the Chair of the Human Resources and Executive Compensation Committee.

Committee assignments will remain as they are now, with the following exceptions:

- Member Mackay will come off of the Audit and Finance Committee and will be added as a member of the Human Resources and Executive Compensation Committee.
- Member Noonan will now be a voting member on the Audit and Finance Committee and the Human Resources and Executive Compensation Committee and will come off of the Clinical Quality and Professional Affairs Committee.

Chairman O'Reilly added that the appointments may be subject to change as necessary.

FINAL ACTION:

A motion was made by Member Caspersen that Committee appointments be approved as announced. Motion carried by unanimous vote.

SECTION 4: EMERGING ISSUES

ITEM NO. 23 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. (For possible action)

DISCUSSION:

Member Palenik inquired about the impact of the President's Executive Orders and HHS and how these may financially affect UMC.

Chairman O'Reilly suggested considering agenda items that will address areas of focus in healthy living.

FINAL ACTION:

None

COMMENTS BY THE GENERAL PUBLIC:

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

At this time, a motion was made by Member Mackay to go into closed session.

FINAL ACTION TAKEN:

At the hour of 3:32 PM, a motion was made by Member Mackay that the Board go into closed session. Motion carried by unanimous vote.

SECTION 5: CLOSED SESSION

ITEM NO. 24 Go into closed session pursuant to NRS 241.015(4)(c), to receive information from UMC's Office of General Counsel regarding potential or existing litigation involving a matter over which the Board has supervision, control, jurisdiction or advisory power, and to deliberate toward a decision on the matter; and direct staff accordingly.

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

At the hour of 4:05 PM, the closed session on the above topic ended.

FINAL ACTION TAKEN:

None

There being no further business to come before the Board at this time, at the hour of 4:05 PM, Chair O'Reilly adjourned the meeting.

APPROVED: February 26, 2025

Minutes Prepared by: Stephanie Ceccarelli, Governing Board Secretary