

***University Medical Center of Southern Nevada
Governing Board Meeting
June 25, 2025***

Emerald Conference Room (1st Floor)
Delta Point Building
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, June 25, 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 2:08 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
Harry Hagerty, Vice Chair (WebEx)
Donald Mackay, M.D. (WebEx)
Laura Lopez-Hobbs
Mary Lynn Palenik
Robyn Caspersen
Renee Franklin
Chris Haase
Bill Noonan

Ex-Officio Members:

Present:

John Fildes, MD, Ex-Officio
Dr. Meena Vohra, Chief of Staff
Alison Netski, Dean of Kirk Kerkorian SOM at UNLV (WebEx)

Absent:

None

Others Present:

Mason Van Houweling, Chief Executive Officer
Tony Marinello, Chief Operating Officer
Jennifer Wakem, Chief Financial Officer
Patrick Kelly, President and CEO of the NHA
Corey McDaniel, UMC Privacy and Compliance Officer
Shana Tello, Academic and External Affairs Administrator
Nick Gatski, UNLV Healthcare Administration Intern
Susan Pitz, General Counsel
James Conway, Assistant General Counsel
Stephanie Ceccarelli, Governing Board Secretary
UMC Tranquility Medicine Team and Violinists

SECTION 1: OPENING CEREMONIES

CALL TO ORDER

PLEDGE OF ALLEGIANCE

INVOCATION

TRANQUILITY MOMENT

The Board members participated in an exercise provided by the UMC Tranquility Nursing team. The Board members enjoyed music and learned about its benefits for healing.

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 held on May 28, 2025. *(Available at University Medical Center, Administrative Office) (For possible action)*

FINAL ACTION:

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

SECTION 2: CONSENT ITEMS

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

DOCUMENT(S) SUBMITTED:

- Credentialing Activities

ITEM NO. 5 Approve the Clinical Quality and Professional Affairs Committee's recommendation for approval of the UMC Policies and Procedures Committee's activities from its meetings held on April 2, 2025 and May 7, 2025; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- April 2025 Policies and Procedures
- May 2025 Policies and Procedures

ITEM NO. 6 Ratify the Third Amendment to the Hospital Services Agreement with Optum Health Networks, Inc. for managed care services; or take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Hospital Services Agreement – Amendment 3 – Redacted
- Disclosure of Ownership

ITEM NO. 7 Ratify the Sixth Amendment to Agreement for Food Services and Clinical Nutrition Management Services (Lot 2) with Compass Group USA, Inc.; and take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Food Services Agreement
- Disclosure of Ownership

ITEM NO. 8 Approve the Service Agreement for Ambulatory Care Janitorial Services with Service Management Systems, Inc; authorize the Chief Executive Officer to exercise extension options; and take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Janitorial Services Agreement – Redacted
- Sourcing Letter
- Disclosure of Ownership

ITEM NO. 9 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Lease Agreement with AHP of Nevada, LLC for rentable space at 901 Rancho Lane, Las Vegas, Nevada 89106; or take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Lease Agreement
- Disclosure of Ownership

FINAL ACTION:

A motion was made by Member Palenik that Consent Items 4-9 be approved as presented. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 10 Receive a legislative update from Patrick Kelly, President and CEO of the Nevada Hospital Association, on the 2025 Legislative Session; and direct staff accordingly. (For possible action)

DOCUMENT(S) SUBMITTED:

- PowerPoint Presentation

DISCUSSION:

Mr. Van Houweling introduced Patrick Kelly, President and CEO of the Nevada Hospital Association.

Mr. Kelly summarized the 2025 legislative session. There were 1,210 bills introduced, of which 236 related to healthcare. He described the atmosphere initially as intense and fast-paced, but it eventually settled down. He also noted that many votes were party driven.

Bills related to healthcare were highlighted. Workforce and staffing shortage bills included SB498 related to funding nursing school programs and SB182 regarding mandatory nurse staffing ratios. Two states with hospital-wide staffing ratios are California and Oregon, and he emphasized that the ratios differ by state and the impact this will have on patients. The healthcare bills that passed or failed are:

Passed:

- AB163 – Counseling Compact
- AB230 – Audiology and Speech Language Pathology Compact
- AB248 – Physical Therapy Compact

Dead: (Interstate Compact Bills)

- AB106 – Occupational Therapy Compact
- AB143 – Dental and Dental Hygienist Compact
- AB371 – Cosmetology Compact
- SB34 – Nurse Licensure Compact
- SB68 – Social Work Compact

Next was a brief review of the GME Bill SB262, which passed, and will provide \$9 million to the state over the next 2 fiscal years.

Bills related to medical debt, the Medical Debt Reform AB204 – Medical debt collection and AB282 – Payment within 60 days, were both vetoed. AB343 regarding hospital price transparency passed. A brief discussion ensued regarding the impact of collecting medical debt in hospitals.

Bills related to insurance practice (AB463), prior authorization (AB315) and Artificial Intelligence (SB138) were discussed briefly.

SB494 – The Nevada Health Authority (NHA), splits DHHS into 2 divisions. The NHA will oversee Purchasing & Compliance, Division of Consumer Health, Division of Medicaid and PEBP.

In total, 556 bills became law and 87 bills were vetoed.

There was ongoing discussion about the total number of bills compared to previous years and the impact of the bill related to the mandatory staffing ratios and FMLA.

FINAL ACTION:

None

- ITEM NO. 11 Receive an educational update from Corey McDaniel, UMC Privacy and Compliance Officer, regarding UMC's HIPAA Privacy Program; and direct staff accordingly. (For possible action)**

DOCUMENT(S) SUBMITTED:

- PowerPoint Presentation

DISCUSSION:

Corey McDaniel, UMC Privacy and Compliance Officer, provided an update on the HIPAA Privacy Program at UMC.

On June 18, 2025, the court vacated the rule protecting reproductive health Protected Health Information (PHI). This means the challenge to access patient PHI for lawful reproductive healthcare is now eliminated. The immediate effect of this change is that the rule is no longer enforceable. UMC must remove references to the policy and retrain relevant staff.

The new CSC requires compliance with federal regulation 42 CFR part 2, which safeguards the confidentiality of substance use disorder information in patient records. This regulation restricts how and when the information can be shared, with a strong focus on patient consent. It promotes individuals seeking treatment without fear of discrimination or legal consequences. Mr. McDaniel reviewed the status of the significance, impact, and action items that have been communicated to staff or are currently underway.

FINAL ACTION:

None

- ITEM NO. 12 Review and discuss the Governing Board 2025 Action Plan, to include an update from Shana Tello, Academic and External Affairs Administrator, and Nick Gatski, UNLV Healthcare Administration Intern, regarding the academic affairs activities at UMC; and take any action deemed appropriate. (For possible action)**

DOCUMENT(S) SUBMITTED:

- PowerPoint Presentation

DISCUSSION:

Shana Tello, UMC Academic and Educational Affairs Administrator, and Nickolas Gatski, UNLV Healthcare Administration Intern, provided an update on the Academic Affairs Department and reviewed the onboarding process.

Mr. Gatski reviewed the differences between the Academic and Clinical Education departments. Both collaborate in the onboarding process, but he noted

that they onboard different learners. UMC also works with the Office of Military Medicine to provide civilian training and work experiences through the DOD Skillbridge Program. Mr. Gatski next reviewed a list of schools, distribution of learners and student types that are onboarded at UMC. Most academic affairs learners are primarily from military medicine, UNLV, and Touro, whereas the clinical learners are from UNLV, CSN and Roseman University.

Mr. Gatski provided an overview of the onboarding process and reviewed process improvements and initiatives that were implemented to streamline processes and promote efficiencies.

UMC was approved as a GME sponsoring institution, and initial accreditation was granted in January. The Radiology program application was submitted in March, and a site visit was scheduled for May. The ACGME review is expected in September 2025, with the residency set to begin in July 2026. Requirements for the ACGME program were briefly reviewed, along with the organizational structure and a SWOT analysis. This will be UMC's first residency program. The discussion continued with a high-level overview of the program, which will have four residents per year, along with the funding budget.

Lastly, UMC's future GME and investment strategy was discussed. A discussion ensued regarding the Skillbridge program.

FINAL ACTION:

None

ITEM NO. 13 Receive 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 Franklin provided a report on the meeting, which was held on Monday, June 2nd at 2:00 p.m. A quorum was in attendance. There was no public comment, and the minutes and agenda were both approved unanimously as presented.

The committee received an update on HCAPHS, ICARE4U, and CCAPHS from Jeff Castillo, Director of Patient Experience. Highlights included the success of the ICARE training, Quick Care to ED Experience project, and process improvements.

Next, the committee received an update on quality, safety, and the regulatory program and reviewed Leapfrog and CMS grades, along with state-reported safety events for the first quarter of 2025.

DNV conducted the initial hospital accreditation on April 1-3 and UMC received the Comprehensive Stroke Designation. DNV will return later in the year to conduct the cardiac designation survey.

An update on the FY2025 organizational goals was reviewed. All goals are currently being met, with two exceptions.

The committee was informed that all Magnet documents have been completed and submitted.

There were no emerging issues, no public comment, and the meeting adjourned.

FINAL ACTION:

None

ITEM NO. 14 Receive 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, which was held on Thursday, June 12, at 9:00 a.m. A quorum was in attendance. There was no public comment, and the minutes and agenda were both approved unanimously as presented.

The committee reviewed the Governing Board Policies and Procedures as they relate to the Strategic Planning Committee. There were no proposed changes suggested.

Next was a review of the inpatient market share data based on the facilities located within the 3, 5, and 7-mile ranges. UMC is second in the 3- and 5-mile range and third in the 7-mile range.

The committee received a report highlighting growth, improvements and challenges in the focused service lines, which included surgery, orthopedics, cardiac services, ambulatory, women's and children's services. In operational highlights, First Case On Time Start (FCOTS) are at 81% and robotic surgeries are surpassing national averages in multiple categories.

A review of the organizational performance goals showed all goals are in process of being met.

Lastly, the Committee reviewed the proposed organizational performance goals for FY26.

There were no emerging issues, no public comment, and the meeting adjourned.

FINAL ACTION:

None

ITEM NO. 15 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, June 18, 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 as presented or amended.

The Committee received a report from Kim Hart, Director of Patient Accounting, regarding the revenue cycle and denial process. The presentation highlighted the reasons and origins of denials. An overview of the process and denials at the preauthorization stage was reviewed. Varied timelines of the appeals process, challenges, and initiatives to reduce denials, as well as opportunities for improvement, were also discussed.

The CFO presented a report on the monthly financial results and the fiscal year-end financials for May 2025. The discussion covered factors affecting financial outcomes, comparisons to the budget, as well as operating and financial metrics, and the current status of the organizational performance goals.

Next, the Committee reviewed proposed organizational goals for FY2026.

The other 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 were no emerging issues identified, no public comment, and the meeting adjourned.

FINAL ACTION:

None

ITEM NO. 16 Receive the monthly financial report from the Chief Financial Officer for May and year-to-date FY25; and take any action deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- May FY25 Financial Reports

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial reports for May FY2025. Statistics were compared to budget, prior year and the 12-month average.

The key indicators for May indicated that admissions were on budget. Observation cases decreased by 217. The average length of stay was 5.38 days, a record low. Length of stay for observation cases declined by 24%. Overall acuity was 1.85, and Medicare CMI was 1.86. Inpatient surgeries were 13 cases below budget, while outpatient surgeries exceeded budget by 64 cases. There were 17 transplant cases. ER volumes were approximately 325 visits above budget. The conversion rate showed improvement.

Quick care volumes were down 4,400 visits, and primary care volumes were on budget. There were 357 telehealth visits. The Ortho clinic had 2,800 visits, and there were 129 deliveries.

The income statement for May showed operating revenue over budget by \$4.7 million. Net patient to gross ratio was on budget. Operating expenses exceeded budget by \$4.3 million. EBITDA was \$3.7 million, compared to a budget of \$2.8 million, which is \$900K above budget. May year-to-date EBITDA was \$36.3 million, on a budget of \$34.2 million.

Salaries, wages, and benefits were reviewed. SWB was \$1.6 million over budget. Overtime and contract labor were managed very well for the month. All other expenses exceeded budget by \$2.7 million. The key driver was surgical supplies.

FINAL ACTION:

None

ITEM NO.17 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

Dean Alison Netski provided highlights on the activities for the School of Medicine.

The Dean shared the following highlights:

Nadia Gomez has been appointed as the new Vice-Dean of Clinical Affairs for the UNLV School of Medicine.

Graduate Medical Education: The recent resident orientation in June welcomed 89 new residents. In July, 25 new Fellows will be welcomed. Thank you to the UMC team who participated in orientation.

The new undergraduate class, which includes 36 men and 30 women, will begin in July 2025. There are 15 students from UNLV and 11 from UNR, and 57 of the 66 incoming students are Nevada residents.

Clinical Highlights: The volume of patient encounters from UNLV doctors at UMC is approximately between 250 to 285 daily.

UNLV has 37 active faculty recruitments, and between August and October there will be several new faculty classifications added to staff, including ENT, internal medicine, maternal fetal medicine, burn, trauma, peds and general surgery, plastic surgery and psychiatry. The OR optimization work group continues to meet to make progress to improve case scheduling.

Year to date, UNLV Health physicians have performed 4,529 surgical and interventional cases at UMC.

UNLV's academic affairs program involves high schools in service learning and pathways programs for local high school students interested in medical careers. Medical students also participate in UMC's teddy bear clinic and other community activities, including Project Focus and Be Here Nevada.

Lastly, the 10th Amendment to the Affiliation Agreement has been reviewed and discussed by UMC and UNLV. The parties agree on most items and are focused on moving forward to establishing a new agreement and exploring new opportunities to work together. The parties are still negotiating the terms of the agreement.

FINAL ACTION:

None

ITEM NO. 18 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, provided the following updates:

- The UMC News brochure highlights were provided.
- UMC's Crisis Stabilization Center now open to assist patients with behavioral/mental health issues. This is a new 24/7 treatment facility. Thank you to Bud Shawl, Executive Director of Continuum of Care. There was continued discussion regarding the operations
- UMC is officially DNV certified. Congratulations!
- UMC officially receives Comprehensive Stroke Certification. Congratulations!
- EMS Stroke Educational Symposium to be held August 7th at 8:30 am in the Emerald Conference Room.
- Successful 15th Annual Cardiovascular Symposium.
- Trauma building moves in progress to free up space for Rehab
- Impact Awards recognizing employee service
- Lions Club visit UMC and made a donation

FINAL ACTION:

None

Items 19 and 20 were tabled, to be discussed after the closed session.

A motion was made by Member Lopez-Hobbs that the Board go into closed session.

FINAL ACTION TAKEN:

At this time, Member Lopez-Hobbs moved to go into the closed session, pursuant to NRS 241.015(4)(c), as outlined in the agenda. The motion was carried by unanimous vote.

At the hour of 3:55 PM, the Board recessed to go into closed session.

The meeting was reconvened in closed session at 3:56 PM.

SECTION 5: CLOSED SESSION

ITEM NO. 21 Go into closed session, pursuant to NRS 241.015(4)(c), 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)*

FINAL ACTION:

At the hour of 5:03 PM, the closed sessions on the above topic ended.

At this time, the meeting was reconvened in open session at 5:07 PM. The Board returned to Section 3 Business Items to discuss Item 19.

SECTION 3: BUSINESS ITEMS

ITEM NO. 19 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Tenth Amendment to Preliminary Affiliation Agreement with the Board of Regents of the Nevada System of Higher Education on behalf of the Kirk Kerkorian School of Medicine at the University of Nevada, Las Vegas; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Preliminary Affiliation Agreement – 10th Amendment

DISCUSSION:

Chairman O'Reily stated that this 10th Amendment is timely, as it addresses pending issues and ongoing matters. The recommendation is to the Trustees who have the obligation to make a decision on the approval of the amendment.

Chairman O'Reily suggested a motion be made to approve the proposed Tenth Amendment and forward the same to the Board of Trustees with a

recommendation for approval by the Board of Trustees as presented, and to put it on the Board of Trustees agenda when it is approve or signed by UNLV and related parties.

Chairman O'Reilly added that since the issues are legal, the attorneys with UMC, NSHE, and UNLV should discuss the matter to ensure that they have all of the facts and are fully informed in terms of what the issues are.

A discussion ensued clarifying the working of the motion and discussing its contents.

FINAL ACTION:

Member Lopez-Hobbs moved to approve the proposed Tenth Amendment and forward the same to the Board of Trustees with a recommendation for approval by the Board of Trustees as presented, and to put it on the Board of Trustees agenda when it is approved or signed by UNLV and related parties. The motion was carried by unanimous vote.

SECTION 4: EMERGING ISSUES

ITEM NO. 20 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

SECTION 5: CLOSED SESSION

ITEM NO. 22 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.

No vote was taken to go into closed session. Item 22 was tabled for a future meeting.

FINAL ACTION:

None

COMMENTS BY THE GENERAL PUBLIC:

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

At the hour of 5:11 PM, the meeting was adjourned.

APPROVED: July 30, 2025

Minutes Prepared by: Stephanie Ceccarelli, Governing Board Secretary