

***University Medical Center of Southern Nevada
Governing Board Meeting
May 28, 2025***

Emerald Conference Room (1st Floor)
Delta Point Building
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, May 28, 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 2:05 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
Harry Hagerty, Vice Chair (WebEx)
Donald Mackay, M.D. (WebEx)
Laura Lopez-Hobbs
Mary Lynn Palenik
Robyn Caspersen (WebEx)
Renee Franklin
Chris Haase
Bill Noonan

Ex-Officio Members:

Present:

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

Absent:

None

Others Present:

Mason Van Houweling, Chief Executive Officer
Tony Marinello, Chief Operating Officer
Jennifer Wakem, Chief Financial Officer
Danita Cohen, Chief Experience Officer
Manuel Avila, Graphic Design Analyst
Shana Tello, Academic and External Affairs Administrator
Amy Rungy, Ambulatory Clinical Manager/Wellness
Susan Pitz, General Counsel
James Conway, Assistant General Counsel
Stephanie Ceccarelli, Governing Board Secretary
UMC Tranquility Medicine Team

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 participated in a box breathing exercise technique.

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 and Special Meetings of the UMC Governing Board held on April 30, 2025 and the Special Meeting held on May 5, 2025. (Available at University Medical Center, Administrative Office) (For possible action)

A grammatical correction was made in Item 21 of the April 30th meeting and a correction to the attendee list of the May 5, 2025 meeting.

FINAL ACTION:

A motion was made by Member Palenik that the minutes be approved as modified. 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 May 2025 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on May 27, 2025; and take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Credentialing Activities

- ITEM NO. 5** Approve and authorize the Chief Executive Officer to sign the Amendment Five to the Participating Facility Agreement with SelectHealth, Inc. and SelectHealth Benefit Assurance, Inc. for Managed Care Services; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Facility Agreement – Amendment 5 – Redacted
- Disclosure of Ownership

- ITEM NO. 6** Approve and authorize the Chief Executive Officer to sign the Professional Services Agreement for Group Physician On-Call Coverage with Hand Surgery Specialists of Nevada (Young), LLP for hand surgery services; authorize the Chief Executive Officer to exercise any extension options; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Group On-Call Professional Services Agreement
- Disclosure of Ownership

- ITEM NO. 7** Award the RFP No. 2025-02 for Out-of-Country Billing and Collection Services to Sunbelt Medical Billings, LLC; authorize the Chief Executive Officer to sign the Service Agreement and execute any extension options and future amendments within the not-to-exceed amount of this agreement; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Service Agreement – 2025-02 RFP
- Disclosure of Ownership

- ITEM NO. 8** Approve and authorize the Chief Executive Officer to sign the Amendment No. 4 (Add Product and Delete Product Amendment) to Master Customer Agreement with Experian Health, Inc. for revenue cycle software solutions; exercise any extension options and execute future amendments within his yearly delegation of authority; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Master Customer Agreement – Amendment 4
- 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 Fifth Amendment to Shopping Center Lease with Spring Valley Town Center Las Vegas, Nv, LLC; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Shopping Center Lease – Amendment 5
- Disclosure of Ownership

FINAL ACTION:

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

SECTION 3: BUSINESS ITEMS

ITEM NO. 10 Receive an educational ICARE Training from Danita Cohen, Chief Experience Officer; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- ICARE Art of Service Recovery - PowerPoint Presentation

DISCUSSION:

Danita Cohen, Chief Experience Officer and Manny Avila, Graphic Design Analyst, led the board in ICARE Art of Service Recovery training through an interactive drawing exercise. Art is described as:

- A – Acknowledging the feedback
- R – Responding to the issue
- T – Taking ownership

So far, there have been sixty-one training classes conducted for hospital staff.

Ms. Cohen shared the highlights that are being presented in the class, which include hospital successes and improved HCAPHS scores at the hospital and ambulatory locations.

The exercise was an example of how a patient's great experience at UMC can be tarnished because of unpleasant experiences, behaviors, interactions with staff and poor communication. Causes for patient frustration could include cold food, long wait times, noise, communication issues, or dismissiveness.

Ms. Cohen emphasized the importance of communication and service recovery when there are complaints and grievances. UMC staff are dedicated to providing excellent service recovery and turning disappointing experiences into strong, loyal relationships in the community.

The best plan of action is to communicate well with patients, set expectations, and remember that every patient is someone's family member, so they should be treated with respect.

FINAL ACTION:

None

ITEM NO. 11 Review and discuss the Governing Board 2025 Action Plan, to include an update from Shana Tello, Academic and External Affairs Administrator and Amy Runge, Ambulatory Clinical Manager for Wellness, regarding the

Mindful Mental Health Support Group Resource 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 Amy Runge, UMC Ambulatory Clinical Manager for Wellness provided a brief educational overview regarding the Mindful Mental Health Support Group Resource at UMC. May is Mental Health Awareness month.

Nevada is the lowest ranking state in the nation for mental health services and access. This topic is being widely discussed, and approximately 20 bills are being reviewed regarding some aspect of mental health during this legislative session.

Statistics on the state of mental health nationwide for adults and youth were reviewed. Approximately 23% of adults experienced mental illness in the past year, which amounts to nearly 60 million Americans. Many individuals with mental health issues did not receive treatment, as it is not covered by insurance. A demographic breakdown among all ethnicities was examined. In the U.S., 1 in 5 adults experience mental illness, and 1 in 20 experience serious mental illness. Approximately 17% of youths between the ages of 6 and 17 experience a mental health disorder.

Hospitals can support behavioral health in older adults in many ways, including becoming age-friendly, integrating physical and behavioral health, educating staff and the community, advancing community collaboration, and addressing the epidemic of loneliness.

UMC's mission is to provide support and resources to UMC employees in a group setting to promote mental and behavioral health. This group is peer-driven and takes a holistic approach. It aims to bring employees together to discuss common issues related to mental and behavioral health care and wellness. Ms. Tello highlighted various program details, participation guidelines, group activities, as well as the dates of upcoming quarterly sessions and future topics presented by subject matter experts.

A list of Senate and Assembly bills was presented, including SB408 relating to the crisis stabilization center and related services. Ms. Tello represents UMC on the Children's Mental Health Coalition, and she shared a short video of herself making a personal statement before the legislature about the challenges related to insurance for mental and behavioral health, and resources and assistance available for individuals struggling with mental health.

Thank you to all UMC teams for your support.

FINAL ACTION:

None

ITEM NO. 12 Receive a report from the Governing Board Human Resources and Executive Compensation Committee; and take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- None

DISCUSSION:

Member Lopez-Hobbs provided a report on the meeting, which was held on Monday, May 12th 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 educational update on employee benefits and practices categorized by employee group and demographics. Various benefits and practices are implemented based on specific employee groups or populations. The discussion compared selected benefits and practices and offered a high-level review of some employee demographics.

Next, the committee discussed the FY25 year-to-date turnover and hires report. Voluntary turnover is 6%, and RN turnover is 4%.

An update on the organizational performance goals related to the Human Resources committee. Currently, all goals are being met or partially met. Updates were received regarding the new performance review system, the launch of the employee engagement survey, and the 2025 COLA and salary schedules.

Lastly, the Committee reviewed the UMC Governing Board Policies and Procedures as they relate to the Human Resources Committee.

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

FINAL ACTION:

None

ITEM NO. 13 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, May 21, 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.

The Committee received a report from Ceferino Villafuerte, Business Development Officer, regarding plans for an Inpatient Rehab Center. The discussion included an overview of the center, market analysis, projected timeline, and pro forma financial information. The committee directed management to proceed, subject to the necessary contract approvals.

The CFO provided a report on the monthly financial results and fiscal year-end financials for April 2025. The discussion included items impacting financial results, results compared to budget, as well as operating and financial metrics, and the current status of the organizational performance goals.

Next, the Committee received a report of the annual budget package for FY2026, which was forwarded to the county, which included the operating budget and schedules of cash flows and capital expenditures.

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. 14 Receive the monthly financial report from the Chief Financial Officer for April and year-to-date FY25; and take any action deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- April FY25 Financial Reports

DISCUSSION:

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

The key indicators for April showed admissions slightly above budget. Observation cases were down 28%. Average length of stay was 5.63 days. Overall acuity was 1.88 and Medicare CMI was 1.90. Inpatient surgeries were below budget 46 cases and outpatient surgeries were 17% above budget. There were 17 transplant cases.

ER visits were approximately 4% above budget. The conversion rate showed improvement. Quick care volumes were under budget 17%, and primary care volumes were above budget by 29%. There were 417 telehealth visits. The Ortho clinic was above budget 43%, and there were 107 deliveries.

The income statement for April showed operating revenue above budget \$4.6 million. Net patient to gross was on budget. Operating expenses exceeded budget \$3.4. EBITDA was \$4.2 million on a budget of \$2.8 million, which is \$1.4 million above budget. April year-to-date EBITDA was \$1.2 million above budget.

Salaries, wages, and benefits were reviewed. SWB was \$763K above budget. Overtime was down and contract labor was on budget. All other expenses were over budget \$2.6 million. The primary driver was surgical supplies.

FINAL ACTION:

None

ITEM NO.15 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 informed the board that June 1st, NSHE will be welcoming a new Chancellor.

The graduation of 112 residents and fellows will take place in June. The school is in the final stage of recruitment for the NP program. There was a total of 2,300 applicants. Dean Netski will share the demographics at a future meeting.

In partnership with Silver State ACO, the school received a quality score of 97.6 for 2024. UNLV Health is a Gold Recipient of Mental Health America's Bell Seal for a Healthy Workplace.

The Walk with a Doc program takes place on the 2nd Saturday of each month at Angel Park. It offers an opportunity for doctors to educate the community about health awareness, prevention, tips, and smart goals on various health topics. The walk is approximately a mile long and will be held on June 14th. All are welcome to attend.

This year to date, UNLV Health physicians have performed 3,784 surgeries and procedures at UMC. A surgery scheduling and OR optimization work group has been formed between UMC and UNLV to help coordinate case scheduling at UMC.

There are 36 physician recruitments, and a new Peds surgeon will begin in July. There has been interest in adolescent medicine and Peds ENT in joining the pediatric department.

In community engagement, eight high schools and 347 students took part in the Student Partner Program at the medical school. There was a brief discussion regarding the guidelines and qualifications to be a part of the program.

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:

- PowerPoint Presentation

DISCUSSION:

Mason Van Houweling, UMC CEO provided the following CEO updates:

- Becker's Hospital Review – UMC was recognized as one of the “150 Top Places to Work in Healthcare”
- ReVITALize project complete – Thank you to all who were able to attend the ribbon cutting.
- Trauma Survivor's Luncheon – Thank you to all who were able to attend.
- Legislative update – SB408 is awaiting signature.
- Successful DNV Comprehensive Stroke Survey
- UMC Radiology Site Survey for ACGME Residency.
- Launching Case Request with UNLV Surgery
- UMC Transplant receives Anthem's “Blue Distinction”
- New Nellis Quick and Primary Care to begin construction 4th quarter of 2025.
- UMC Impact Awards June 11th at Red Rock Bowling
- Crisis Stabilization Center Grand Opening – June 24th at 9:00 am
- UMC sponsoring Cardiovascular Symposium – June 14th at Red Rock

FINAL ACTION:

None

ITEM NO. 17 Review for approval amendments to the Governing Board Bylaws to conform with Chapter 3.74 of the Clark County Code; and take any action deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- None

DISCUSSION:

Susan Pitz, UMC General Counsel, outlined the changes to update the current Governing Board Bylaws to align with Ordinance 5242, which amended Chapter 3.74 of the Clark County Code, as approved at the May 6th Clark County Commission meeting. The revisions affected the following two sections of the Governing Board Bylaws:

1. Pursuant to Section 3.7: A Board member serves at the pleasure of the Board of Hospital Trustees and may be removed from his or her position by a majority vote of the Board of Hospital Trustees.
2. Pursuant to Section 3.9(f): Appointment, compensation, review, and discharge of UMC's Chief Executive Officer, which shall be ratified by the Board of Hospital Trustees.

Chairman O'Reilly reminded the Board of the prior meeting discussions and the opposition to the ordinance changes. He commented that the board's position in opposition to the bylaws changes has been clearly expressed and stated in the Resolution that was presented previously. The Foundation of the Future report and the resolution set forth the reasons for the objections to the change.

Member Lopez-Hobbs wanted to clarify what the vote would entail.

Ms. Pitz clarified that the change in the Bylaws conforms to the changes made in the Ordinance.

Chairman O'Reilly stated that the Board does not make the Ordinance, but the Governing Board Bylaws must conform with the Ordinance.

Member Caspersen expressed concern about how the previous conversations were characterized regarding this vote. The vote scheduled for today's meeting pertains only to the change in the Bylaws.

Chairman O'Reilly clarified that his previous comments and suggestion to attach the history of the resolution to the vote were meant to emphasize the basis of the Board's prior unanimous decision.

FINAL ACTION:

Member Haase moved to approve the amendments to the Bylaws as presented. The motion was carried by unanimous vote.

SECTION 4: EMERGING ISSUES

ITEM NO. 18 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. (*For possible action*)

DISCUSSION:

Member Haase wanted to commend and congratulate Shana Tello and the entire team on the success of the ReVITALize project.

FINAL ACTION:

None

COMMENTS BY THE GENERAL PUBLIC:

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

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 sessions pursuant to NRS 241.015(4)(c) and NRS 450.140(3), as outlined in the agenda. The motion carried by unanimous vote.

There being no further business to come before the Board at this time, at the hour of 3:30 PM, Chair O'Reilly adjourned the meeting, and the Board recessed to go into closed session.

SECTION 5: CLOSED SESSION

ITEM NO. 19 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*)

The meeting was reconvened in closed session at 3:43 PM.

ITEM NO. 20 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.

FINAL ACTION TAKEN:

None

At the hour of 4:36 PM, the closed sessions on the above topics ended.

There being no further business to come before the Board at this time, at the hour of 4:36 PM, Chair O'Reilly adjourned the meeting.

APPROVED: June 25, 2025

Minutes Prepared by: Stephanie Ceccarelli, Governing Board Secretary