University Medical Center of Southern Nevada
Governing Board
September 30, 2020

UMC ProVidence Conference Room
UMC Trauma Building (5th Floor)
800 Hope Place
Las Vegas, Clark County, Nevada
Wednesday, September 30, 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:
John O'Reilly, Chair (Via WebEx)
Donald Mackay, M.D., Vice-Chair
Laura Lopez-Hobbs
Christian Haase
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. Marc Kahn, Dean UNLV
Dr. Frederick Lippmann, Chief of Staff
Barbara Fraser, Ex-Officio

Others Present:
Mason VanHouweling, Chief Executive Officer
Susan Pitz, General Counsel
James Conway, Assistant General Counsel
Jennifer Wakem, Chief Financial Officer
Tony Marinello, Chief Operating 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 August 26, 2020. *(Available at University Medical Center, Administrative Office) (For possible action)*

A correction was made to the spelling of Chairman O'Reilly's name.

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 Dr. Mackay that the agenda be approved as presented. The motion was carried by a unanimous vote.

SECTION 2. CONSENT ITEMS

ITEM NO. 4 Approve the September 2020 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on September 22, 2020. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- September Credentialing

ITEM NO. 5 Ratify the Amendment 6 to the Cerner System Agreement with Cerner Corporation and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Cerner Amendment 6

ITEM NO. 6 Approve the Amendment One to Retinopathy of Prematurity Agreement with Pokroy Medical Group of Nevada, Ltd. d/b/a Pediatrix Medical Group of Nevada; and authorize the Chief Executive Officer to sign the Agreement and exercise the extension option. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Amendment One to Retinopathy of Prematurity Agreement

ITEM NO. 7 **Approve the 340B Pharmacy Services Agreement with Walmart Inc.; and authorize the Chief Executive Officer to sign the Agreement and execute future amendments that only addresses pharmacy locations or other non-financial components of this Agreement. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Walmart – Disclaimer Page

ITEM NO. 8 **Approve the addition of Equipment Schedule 010 to Master Lease Agreement No. 21237667 between Stryker Flex Financial, a division of Stryker Sales Corporation and University Medical Center of Southern Nevada; and authorize the Chief Executive Officer to sign the Amendment. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Stryker – Equipment Schedule 10
- Stryker Disclosure of Ownership
- Stryker Sourcing Letter

ITEM NO. 9 **Approve the addition of Equipment Schedule 011 to Master Lease Agreement No. 21237667 and Service Agreement between Stryker Flex Financial, a division of Stryker Sales Corporation and University Medical Center of Southern Nevada; and authorize the Chief Executive Officer to sign the agreements. *(For possible action)***

DOCUMENT(S) SUBMITTED
- Stryker Flex Financial – Amendment 011
- Stryker Pro Care Service Plan Agreement
- Stryker Disclosure of Ownership
- HPG UMCSN Powered Surgical Sourcing

ITEM NO. 10 **Approve the Purchasing System upgrade project with Allscripts Healthcare, LLC, Meperia, LLC, CDW Healthcare, and CDW Government; and authorize the Chief Executive Officer to sign the Amendment. *(For possible action)***

DOCUMENT(S) SUBMITTED
- Allscripts Quote 387363
- Allscripts Quote 394050
- Allscripts Purchasing System Upgrade
- AllscriptsDisclosure of Ownership
- Allscripts Business Associate Agreement
- Meperia Statement of Work
- Meperia Disclosure of Ownership
- CDW Microsoft Ouote
- CDW Nutanix Quote
- CDW Disclosure of Ownership
- CDW Sourcing Letter

FINAL ACTION: A motion was made by Member Hagerty to approve the Items 4-10 on the Consent Agenda as recommended. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 11 Receive refresher education regarding Public Records, Open Meeting Law and the Local Purchasing Act from James Conway, Assistant General Counsel; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Power Point

DISCUSSION:

James Conway, Assistant General Counsel provided the Board with refresher education on Nevada Law regarding the Public Records Act, Open Meeting Law and the Local Govermnment Purchasing Act.

NRS Chapter 239 – Nevada Public Records Act

- Unless declared by law to be confidential, all books and records of a state or local governmental entity must be made available for the public to inspect, copy or receive a copy.
- Effective October 1, 2019, Senate Bill 287 imposed new penalties and requirements on governments regarding public records requests.
- A government entity that willfully fails to comply with NRS Chapter 239 will be subject ot civil monetary fines.

Some of the important changes include limited charges in costs for producing records, additional fees for extraordinary use of personnel or resources is no longer allowed, providing records in an electronic medium and providing records expeditiously as possible.

NRS Chapter 241 - Open Meeting Law amended effective October 1, 2019.

- The intent of Nevada's Open Meeting Law is that the actions of a public body be taken openly and that the public body's deliberations be conducted openly.
- A public meeting may be held by teleconference or videoconference if a quorum is present and a physical location is designated for the meeting where members of the public can attend and participate.
- A public body, under certain circumstances, may now gather to receive training regarding its legal obligations without complying with the Open Meeting Law.
- Under certain circumstances, a subcommittee or working group of a public body must comply with the provisions of the Open Meeting Law.
- A member of a public body may now be found guilty of a misdemeanor and subject to an administrative fine if the member:
  (1) attends a meeting where any violation of the Open Meeting Law occurs;
  (2) has knowledge of the violation; and

(3) participates in the violation.

No criminal penalty or administrative fine may be imposed on the member of the public body if the violation was the result of legal advice provided by an attorney employed or retained by the public body.

Chair O'Reilly asked if all meetings are being monitored to make sure that the Open Meeting Law is not being violated. Mr. Conway confirmed that all meeting actions are monitored.

<u>NRS Chapter 332 - Local Gov't. Purchasing Act</u>

The notable changes include:

- Assembly Bill 86 became effective on July 1, 2019 and amended Nevada's Local Government Purchasing Act.
- The minimum threshold to obtain two (2) quotes has increased from $25,000 to $50,000 (for contracts up to $100,000).
- The minimum threshold for a contract that requires advertisement for solicitations has increased from $50,000 to $100,000.
- The following additional competitive bidding exemptions have been added to NRS Chapter 332:
  - Maintenance and support for computer hardware and software.
  - Equipment containing hardware or software for computers.
  - The purchase of goods commonly used by hospitals (e.g., medical equipment, implantable devices and pharmaceuticals).

Member Dr. Mackay inquired how charges are determined when submitting electronic records. Mr. Conway responded that it would be the cost of the disk or drive on which the records are provided. The conversation ensued regarding tracking of unreasonable costs and duties.

ITEM NO.12 Receive a report from the Governing Board Audit and Finance Committee; and take any action deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED:</u>
- None submitted

<u>DISCUSSION:</u>

Member Caspersen provided a report of the meeting held on Wednesday, September 19, 2020 at 2:00pm. There was a quorum in attendance. There was no public comment and minutes were approved as amended 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.

The August FY21 year to date financial reports were reviewed during the meeting, including an analysis of the financial results for the month of August and year to date. She mentioned that budget was exceeded in a number of categories.

There was focus on several key indicators and trends impacting the financial results of operations and financial position including cash flows and there was discussion regarding the COVID impact on stats and financial statements going forward.

Federal funding updates were provided. There was conversation regarding Medicaid rate reductions. The capital expenditure plan was discussed.

Financial and operational performance goals for the CEO were discussed and approved for FY2021.

There was no public comment and the meeting adjourned at 3:25 PM.

ITEM NO. 13 Receive the monthly financial report for August FY21; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- August FY21 Financial Report

DISCUSSION:

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

Total admissions were 1,580; which was 18% over budget.
Hospital CMI was 2.10, almost 21% over budget. Medicare CMI was also above prior year.
Inpatient surgeries were over budget almost 41%.
ER visits were up 12%. The ED to admission rate was 12.84%, which was down almost 15% over prior year.

Quick cares were over budget 49% (Sunset, Nellis and Enterprise were the key drivers). Primary Care visits were up also (key locations were Centennial, Summerlin and Spring Valley).

The income statement showed net patient revenue was over budget. No Cares Act funding was recorded for the month. Net revenue was up $21.5 million and operating expenses were over budget almost $11 million. The month ended with a loss of $7.4 million. The year to date income statement is at a loss of $15.6 million.

Ms. Wakem added that administration is working deligently on a strategic plan to get back to black and she will share more as the plan develops. There was continued discussion regarding salaries, wages and benefits and the impact of the VSP program that was provided to employees.

Other expenses for the month showed supplies over budget by $9 million due to PPE supply purchases due to COVID.

Finally, the COVID testing volumes were reviewed. There was a slight drop in the month of August.

Chair O'Reilly asked if any unemployment numbers and population changes in the area are being tracked. Ms Wakem stated that she is monitoring payor mix deterioration and shifts in self pay. Mr. VanHouweling added that the impact of tourism is being monitored, as well as how our service lines have been affected.

Chair O'Reilly requested a copy of the FY21 budget.

FINAL ACTION: None

ITEM NO.14 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 will be October 29th. This will hopefully change the face of the medical district and create diversity in the economy.

The first graduation is scheduled for May 2021 and he will provide more details as the event gets closer.

The accreditation visit for full accreditation will be October 25-27, 2020.

UNLV and UMC are working together to provide an eventual COVID vaccine for the community.

Finally, he reminded everyone that tomorrow is October 1st, a solemn occasion for the city of Las Vegas. He also stated that Dr. John Fildes will receive a lifetime achievement award from Clark County Medical Society for his continued work for providing trauma care for the citizens of Las Vegas.

FINAL ACTION: None

ITEM NO. 15 Receive an update from the Hospital CEO and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- CEO Update
- Video Presentation

DISCUSSION:

Mason VanHouweling, CEO, provided a brief update initiatives and strategy in transplant. There have been 45 transplants this year. We are re-submitting our pancreas application for approval.

The cath lab is set to open in two weeks. In radiology, the new imaging camera has been installed.

There has been a significant decline in inpatient COVID patients, but we are well stocked with PPE to protect staff and patients. Flu vaccinations are available and we are expecting 90% of staff to be vaccinated.

The 2231 building's COVID testing center location is open.

We are anticipating the availability of COVID vaccinations and continue to track progress. Discussion continued regarding the prioritizing distribution of the vaccination. Mr. VanHouweling added that we continually remind staff to wear masks and sanitize.

Mr. VanHouweling mentioned that we have had a no visitor policy since March, but a plan is currently being reviewed by the administrative team to safely reopen the hospital to the public.

We are in several categories for BEST of LAS VEGAS, including Best Hospital, Best Walk-in Clinic, Best Pediatricians, Best Urgent Cares, Best Surgery Center and Best Foundation. The link to vote is available in Mason's Message.

UMC was focused in the Modern Healthcare magazine.

Mr. VanHouweling next highlighted highlighting an onsite visit from Surgeon General Jerome Adams. Mr. VanHouweling said it was a 4-hour visit with the Surgeon General, discussing several topics, including not only COVID, but also the economy and plans moving forward. A video presentation reflecting the impact that COVID has had on the community was shared with the Board. Thank you to Danita and the County for the video that was compiled.

Mr. VanHouweling made a special mention regarding the cyber security attack on the UHS hospital system nationwide. Currently all computer systems are down.

Chair O'Reilly stated that this is an opportunity to review our hospital disaster recovery program in the event this were to affect UMC. Mr. VanHouweling stated that we have frequent drills and down time exercises. Interim CIO Maria Sexton, was invited to give an update on cyber security.

Lastly, Marcia Turner, Chief Administrative Officer, will be leaving UMC at the end of the month to pursue an opportunity with another company. Ms. Turner has made a generous contribution to the foundation and thanks UMC for all of the support she has received.

Chair O'Reilly asked how close UMC came to not having sufficient capacity for patients. Mr. VanHouweling said that July was the peak time with positivity rates,as well as deaths. He added that we never ran out of capacity to care for patients.

FINAL ACTION: None

SECTION 4: EMERGING ISSUES

ITEM NO. 16 Identify emerging issues to be addressed by staff or by the Board at future meetings and direct staff accordingly. *(For possible 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 3:10 PM, Chair O'Reilly adjourned the meeting.

APPROVED: October 28, 2020

Minutes Prepared by Stephanie Ceccarelli