

***University Medical Center of Southern Nevada
Governing Board Meeting
July 30, 2025***

Emerald Conference Room (1st Floor)
Delta Point Building
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, July 30, 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 2:06 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 (WebEx)
Chris Haase (WebEx)

Ex-Officio Members:

Present:

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

Absent:

Bill Noonan (Absent)

Others Present:

Mason Van Houweling, Chief Executive Officer
Susan Pitz, 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 regular Meeting of the UMC Governing Board held on June 25, 2025. (Available at University Medical Center, Administrative Office) (For possible action)

FINAL ACTION:

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

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

The recommendations to Agenda Items 12 and 13 were amended to delete "approve and authorize the Chief Executive Officer to sign" to read "review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada", as these items relate real estate and will be incorporated into a joint item with the County.

Chair O'Reilly held Items 12 and 13 held for separate discussion.

FINAL ACTION:

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

SECTION 2: CONSENT ITEMS

ITEM NO. 4 Approve the July 2025 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on July 22, 2025; and take action as deemed appropriate. (For possible action)

DOCUMENT(S) SUBMITTED:

- Credentialing Activities

ITEM NO. 5 Approve the revisions to the Physician & Non-Physician Provider (wRVU) Productivity Compensation and Benefits Plan as recommended by the

Human Resources and Executive Compensation Committee; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Physician & Non-Physician Provider (wRVU) Agreement

ITEM NO. 6 Ratify the Fourth 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 4 – Redacted
- Disclosure of Ownership

ITEM NO. 7 Ratify the Eighth Amendment to the Primary Care Provider Group Services Agreement with Optum Health Networks, Inc. for Managed Care Services; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Participation Agreement – Amendment 8
- Disclosure of Ownership

ITEM NO. 8 Ratify the Provider Participation Agreement with Optum Health Care Solutions, LLC, for managed care services; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Transplant Agreement – Redacted
- Disclosure of Ownership

ITEM NO. 9 Approve and authorize the Chief Executive Officer to sign the Professional Services Agreement with Ammar PLLC d/b/a Stroke and Neurology Specialists for Neurology and Stroke Neurology On-Call Coverage; authorize the Chief Executive Officer to exercise any extension options; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Professional Services Agreement
- Disclosure of Ownership

ITEM NO. 10 Approve and authorize the Chief Executive Officer to sign Amendment No. 1 to Equipment Agreement with AtriCure, LLC for equipment and disposables; authorize the Chief Executive Officer to execute any extension options; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:

- Equipment Agreement - Amendment 1
- Sourcing Letter
- Disclosure of Ownership

- ITEM NO. 11 Approve and authorize the Chief Executive Officer to sign the Equipment Purchase Agreement with ZOLL Medical Corporation; or take action as deemed appropriate. (For possible action)**

DOCUMENT(S) SUBMITTED:

- Quote
- Sourcing Letter
- Disclosure of Ownership

- ITEM NO. 14 Award the RFP No. 2025-01 for CMAR for UMC 7 Story Tower Patient Room Remodel to Core West, Inc., d/b/a CORE Construction; authorize the Chief Executive Officer to sign the Contract for CMAR Preconstruction Services, and execute any extension documents and future amendments within the not-to-exceed amount of this Agreement; or take action as deemed appropriate. (For possible action)**

DOCUMENT(S) SUBMITTED:

- 2025-01 RFP - Pre Construction Services Agreement
- Disclosure of Ownership

- ITEM NO. 15 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Sixth Amendment to Interlocal Medical Office Lease with the Board of Regents of the Nevada System of Higher Education on behalf of the University of Nevada, Las Vegas, Kirk Kerkorian School of Medicine for rentable space at the Lied Building located at 1524 Pinto Lane; or take action as deemed appropriate. (For possible action)**

DOCUMENT(S) SUBMITTED:

- Interlocal Medical Office Lease- Amendment 6
- Disclosure of Ownership

FINAL ACTION:

A motion was made by Member Lopez-Hobbs that Consent Items 4-15, with the exception of Items 12 and 13, be approved, ratified, and awarded as presented. Motion carried by unanimous vote.

At this time, the Board reviewed Agenda Items 12 and 13.

- ITEM NO. 12 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada the Interlocal Agreement with Clark County for property at 300 South Martin Luther King Boulevard, Las Vegas, NV 89106 (Assessor's Parcel Number 139-33-202-003); or take action as deemed appropriate. (For possible action)**

DOCUMENT(S) SUBMITTED:

- Interlocal Agreement

DISCUSSION:

Susan Pitz, UMC General Counsel, reviewed the changes to the agenda item recommendation and stated that the County has requested that the standard fiscal fund out language be added to the agreement.

FINAL ACTION:

A motion was made by Member Mackay that Item 12 be approved as presented. Motion carried by unanimous vote.

ITEM NO. 13 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Interlocal Lease Agreement and Operating Agreement with Clark County for the Crisis Stabilization Center, Assessor's Parcel Number 140-21-303-004; authorize the Chief Executive Officer to execute the renewal options; or take action as deemed appropriate. (*For possible action*)

DOCUMENT(S) SUBMITTED:

- Interlocal Lease Agreement and Operating Agreement Between Clark County and UMC

DISCUSSION:

Ms. Pitz read the changes to the agenda item recommendation into the record.

FINAL ACTION:

A motion was made by Member Haase that Consent Item 13 be approved as presented. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 16 Receive a report from the Governing Board Human Resources and Executive Compensation Committee; and take any action deemed appropriate. (*For possible action*)

DOCUMENT(S) SUBMITTED:

- None

DISCUSSION:

Member Lopez-Hobbs provided a report on the meeting, which was held on Monday, July 14, 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 overview and discussed the two types of compensation statements that UMC employees may access. One statement is mailed directly to employees, and the other is available electronically through the SAP system. The Committee will receive a future update to include costs for medical insurance and the benefits received by employees.

An update on the FY25 hires and turnovers at UMC. The overall voluntary turnover rate was 8.31%, while the RN turnover rate was 6.38%, which are below national benchmarks. UMC currently employees approximately 4,600 employees.

The Committee received updates regarding employee engagement survey, COLA and salary increases, PERS salary reductions and organizational performance goals for FY25 and proposed goals for FY26. Changes to the wRVU compensation plan were reviewed.

There was no public comment and the meeting was adjourned.

FINAL ACTION:

None

ITEM NO. 17 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, July 23, 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 CFO presented a report on the monthly financial results and the fiscal year-end financials for June 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 financial and organizational performance goals. For the month of June income from operations and EBIDTA margins exceeded budget. Preliminary statistics for the month were provided.

Next, the Committee received an analysis of HR 1 and the potential impacts to the state, county, and UMC. These impacts will not take effect until FY2028.

Goals related to the committee for FY25 were discussed. All goals were achieved, and the committee recommended an award of 100% achievement.

Revised proposed goals for FY26 were reviewed and will be discussed during the August meeting for finalization.

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. 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:

- HR1 Updates – The expected changes will affect about 100,000 Nevada Medicaid recipients, most of whom live in Clark County. The impacts from the program will include state-directed payments to UMC, the implementation of work requirements, and effects on non-citizen Medicaid recipients. UMC is preparing for these adjustments.
- Kidney transplants: Record-breaking 100 in first 6 months.
- Moves are underway to clear 4th and 5th floor for Inpatient Acute Rehab.
- Crisis Stabilization Center update was highlighted in the Community Events brochure.
- UMC's youngest NICU baby goes home.
- Becker's Hospital Review recognition – Top CFO and CXO recognition was given to Jennifer Wakem and Danita Cohen. Congratulations!
- Best of Las Vegas voting begins August 18 – UMC was voted Fox5 Best Hospital, along with other gold and silver recognitions. Congratulations!

FINAL ACTION:

None

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

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 session, pursuant to NRS 241.015(4)(c), as outlined in the agenda. The motion was carried by unanimous vote.

At 2:30 PM, the Board recessed to go into closed session.

The meeting was reconvened in closed session at 2:36 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 2:50 PM, the closed session on the above topic ended and the meeting was adjourned.

APPROVED: August 27, 2025

Minutes Prepared by: Stephanie Ceccarelli, Governing Board Secretary