University Medical Center of Southern Nevada
Governing Board Meeting
September 27, 2023

Emerald Conference Room
Delta Point Building (1st Floor)
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, September 27, 2023
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 2:09 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
Harry Hagerty (WebEx)
Laura Lopez-Hobbs
Robyn Caspersen
Chris Haase
Renee Franklin
Jeff Ellis (via WebEx)
Mary Lynn Palenik (via WebEx)

Ex-Officio Members:

Present:
Steve Weitmann (WebEx)
Dr. Marc Kahn, Dean of Kirk Kerkorian SOM at UNLV

Absent:
Dr. Meena Vohra, Chief of Staff (Excused)

Others Present:
Mason Van Houweling, Chief Executive Officer
Tony Marinello, Chief Operating Officer
Jennifer Wakem, Chief Financial Officer (via WebEx)
Susan Pitz, General Counsel
Stephanie Ceccarelli, Governing Board Secretary
Deputy Chief Kyle Ward
Deputy Sendy Lopez
Tabitha Pederson, Sr. Economic Development Specialist – Economic and Urban Development
Shahn Douglas, Executive Director of Downtown Vegas Alliance
Rani Gill, Compliance Officer

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 August 30, 2023. ***(Available at University Medical Center, Administrative Office) (For possible action)***

FINAL ACTION:

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

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

Chair O'Reilly held out agenda Item 12 for separate discussion.

FINAL ACTION:

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

SECTION 2: CONSENT ITEMS

ITEM NO. 4 Approve the September 2023 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on September 26, 2023; 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 Number Four to Provider Agreement with P3 Health Partners-Nevada, LLC for managed care services; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment 4 – Provider Agreement – Redacted

- Disclosure of Ownership

ITEM NO. 6 **Approve and authorize the Chief Executive Officer to sign the Amendment Number Four to Provider Services Agreement with Intermountain IPA NV, LLC f/k/a HCP IPA Nevada, LLC for managed care services; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- Amendment 4
- Disclosure of Ownership

ITEM NO. 7 **Approve and authorize the Chief Executive Officer to sign the CAPS IV Services Agreement with Central Admixture Pharmacy Services, Inc. for compounded sterile preparation services; authorize the Chief Executive Officer to execute future amendments within the not-to-exceed yearly amount of this Agreement; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- CAPS IV Services Agreement

ITEM NO. 8 **Approve and authorize the Chief Executive Officer to sign the Sub-Participating Addendum with AT&T Corp., for wireless communication services and equipment; authorize the Chief Executive Officer to execute any extension options or amendments; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- AT&T_8717_Sub-PA_FirstNet Turnkey Offer - Final
- Business Associate Agreement
- Disclosure of Ownership

ITEM NO. 9 **Approve and authorize the Chief Executive Officer to sign the Master Agreement with MediQuant, LLC for archival software and services; authorize the Chief Executive Officer to exercise any extension options; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- Master Agreement – Redacted
- Disclosure of Ownership

ITEM NO. 10 **Approve and authorize the Chief Executive Officer to sign the Amendment A05 to Professional Services Agreement with Southern Nevada Health District for sub-recipient grant funding; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- Amendment A05 to Professional Services Agreement

ITEM NO. 11 **Approve and authorize the Chief Executive Officer to sign the Professional Services Agreement with Essential Associates Holdings, LLC for radiology**

clinical services; authorize the Chief Executive Officer to exercise renewal options within his delegation of authority; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Professional Services Agreement

FINAL ACTION:

A motion was made by Member Mackay that Consent Items 4-11 be approved as presented. Motion carried by unanimous vote.

ITEM NO. 12 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Fourth 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**:**
- Settlement Agreement

DISCUSSION**:**

Chair O'Reilly asked for a brief discussion regarding the term of the lease and additional renewal options.

Ms. Pitz explained that this is was a long standing real estate lease and this is the last year of the lease; the last exercise of the last renewal. The term expires October of 2024.

FINAL ACTION:

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

SECTION 3: BUSINESS ITEMS

ITEM NO. 13 Receive an informational presentation from Deputy Chief Kyle Ward of the Department of Public Safety regarding safety measures in the Medical District; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
PowerPoint Presentation

DISCUSSION:

Mr. Van Houweling introduced Deputy Chief Kyle Ward and Lt. Sendy Lopez, who shared an update on the safety and security initiatives, activities and service provided by the department within in the community and the downtown area.

The departments provides the public with law enforcement and detention services, as well as manages the city jail, which includes the deputy city marshals, who provide public safety at city parks and facilities, as well as Animal Protection Services. They partner with all agencies, Federal, State, Local and Tribal. Their jurisdiction includes 140 square miles, 83 parks, 62 miles of trails and 130 city facilities.

The department has embraced many different ways to keep the community safe. Lt. Lopez reviewed several departmental and community safety implementations, which include technology and data enhancements, evidence based policing, partnership and community engagement, a new substation on Fremont Street, a Flex team and a Conditions team. The discussion continued with an explanation of programs that have been put in place to engage the community.

Lastly, there was a statistical review of the arrests and citations issued by the Fremont Street Flex teams and Conditions teams to help keep the community safe.

Thank you for your service and keeping the community safe. A discussion ensued regarding some of the technology programs that have been implemented.

FINAL ACTION:
None

ITEM NO. 14 Receive an informational presentation from Tabitha Pederson, Sr. Economic Development Specialist of Economic and Urban Development, regarding recent developments in the Las Vegas Medical District; and direct staff accordingly. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
PowerPoint Presentation

DISCUSSION:

Tabitha Pederson, Sr. Economic Development Specialist for the Department of Economic and Urban Development, provided a summary of the activities of the growth that has taken place within the Medical District. A map of the medical district was presented.

The city's primary goal and objective is to improve healthcare within the community. Approximately 674 acres make up the Medical District. A summary of all of the developments were reviewed. She reviewed the infrastructure construction phasing plan for public works, which totals about $130 million in various projects that are being invested in the district. UMC is leading the way and is part of the overall $500 million dollar investment plan in the downtown district. This also encourages development.

A snapshot of what is going on in the area was provided. UMC is leading the way and is part of the $500 million dollar investment of the medical district. UNLV is planning the addition of an ambulatory care building and a public health lab. She highlighted Lumina, which is a 54-bed senior living memory care facility, which includes state of the art care for dementia patients. G2 is for medical office space and hotel for the community. The city is involved in 3 multi-family structures have been planned for the area, which will result in over 500 new multi-family units. The discussion continued with a review of the Innovation District and Smart City growth in the city.

Las Vegas was ranked the best city for startups and fastest growing for entrepreneurial based businesses and this is something we want to foster. The discussion continued with a review of the public art in the Medical District. They are working with teams of artist to create original art works for display around the city. The Las Vegas Medical District Public Art Plan aims to create a connection between the city of Las Vegas and the downtown medical and health care community. The commissioned works of art will generate an interconnected visual representation that unites the area and celebrates a thriving medical and health care community.

The primary objectives and goals of the Medical District were shared with the Board, along with the nine service area gaps, including ENT, Pediatric and Ortho/Spine, which were at the top of the list. She added that the aforementioned medical office space will help drive the service gaps in the district. Lastly, there was a brief discussion regarding bio tech and bio health sciences and how the city can support growth and attract businesses to fill gaps in the healthcare needs.

Member Caspersen asked how often interaction occurs with groups trying to bring business development opportunities to Southern Nevada. Ms. Pederson responded they do a lot of outreach for business wishing to expand.

FINAL ACTION:
None

ITEM NO. 15 Review and discuss the Governing Board 2023 Action Plan, to include an informational overview of the Downtown Vegas Alliance by Shahn Douglas, Executive Director of the Downtown Vegas Alliance; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
PowerPoint Presentation

DISCUSSION:

Shahn Douglas, Executive Director for the Downtown Vegas Alliance shared an overview of the downtown area. The DVA is celebrating its 15th anniversary as an organization this year. This is a 501(c)(6) non-profit organization which is formed by business leaders and property owners. There are over 80 members and multiple districts that make up the downtown alliance.

The purpose is to see downtown grow and thrive and make it a better place to live. She continued with describing their principles as downtown Vegas visionaries, cultivating relationships within the community and promote business

momentum. She continued by sharing the promise and position of the downtown alliance to have a positive influence within the community.
The benefits of being part of the DVA is the connection with city leaders and business owners with the power of a collective voice to drive the future of downtown. Exclusive member events are available, as well as special opportunities to promote business. Monthly mixers and anniversary event in November. The DVA promotes the UMC Foundation Evening of Hope.

Lastly, a list of members and sponsors was shown.

FINAL ACTION:
None

At this time, Chairman O'Reilly heard Item 17, due to time constraints.

ITEM NO. 17 Receive an update a report from the Governing Board Audit and Finance Committee; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Member Caspersen provided a report on the meeting which was held on Wednesday, September 20, 2023 at 2:00 pm. There was a quorum in attendance. There was no public comment and minutes and the agenda were both approved unanimously.

Financial results were presented for the month of August. The Committee discussed the significant balance and aging of supplemental payments and reviewed steps to expedite payments to UMC. A dashboard to monitor and report activity is being developed.

The business items were reviewed and approved 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 one contract that was tabled for discussion and approval by the Committee until the October meeting.

There was one emerging issue to discuss the process in changes to scope of work in agreements. There was no public comment and the meeting adjourned at 3:16 PM.

FINAL ACTION:
None

At this time the Board heard Item 18.

ITEM NO. 18 Receive the monthly financial report for August FY24; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
August FY24 Financials

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial reports for August FY24.

The key indicators for August showed admissions were below budget 2.3%. The AADC was at 553 and LOS was a record low at 5.96. Hospital CMI was 1.78 and Medicare CMI was 2.09.

There were 807 inpatient surgery cases, which was below budget almost 11.5% and there were 571 outpatient surgeries. There were 14 transplants for the month. ER visits were 8% below budget. Approximately 22.6% of patients are being admitted from the ED.

Quick cares were 12% below budget and there were 7,075 primary care visits were for the month, which was a record high. Telehealth had 432 visits, Ortho clinic visits were over budget 8% and there were 157 deliveries.

The summary income statement for the month showed net revenue below budget $6.2 million and operating expenses were $5.3 million below budget. Total income from ops was $4.4 million. Next was a review of the YTD income statement. Operating revenue was below budget $9.4 million and operating expenses was $9.1 million below budget. Income from ops before depreciation and amortization was $9.6 million on a budget of $9 million.

Salaries, wages and benefits were below budget almost $3.8 million favorable to budget. Overtime was at a record low. Staff has been doing well managing overtime. All other expenses were below budget $1.5 million due to the decrease in supplies.

FINAL ACTION:

None

The Board returned to Item 16.

ITEM NO. 16 Receive annual training on Corporate Compliance for hospital governing boards and on UMC's HIPAA Privacy Program from Rani Gill, Compliance Officer; and direct staff accordingly. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
PowerPoint Presentation

DISCUSSION:

Rani Gill, UMC Compliance Officer, provided an overview of the compliance program and HIPAA at UMC.

- <u>UMC Compliance Program - False Claims Act</u>

The purpose of the compliance program is to prevent violations of law, mitigate liability and reduce costs if there is a violation, demonstrate ongoing efforts to comply with laws and regulations, maintain effective internal controls and to improve the quality, efficiency and consistency of service.

The discussion focused on the False Claims Act, which prohibits knowingly filing or causing to be filed a false or fraudulent claim for payment with the federal government. There is an express or implied certification of compliance with Medicare or Medicaid rules when a claim is submitted. Penalties include civil monetary penalties per claim and interest on damages and exclusion from Medicare and Medicaid.

Violations originate from fraud, Qui Tam or whistleblower suits, Stark Law violations and retaining identified and quantified overpayments. A historical example from 2002 of a fraud allegation, as well as current examples from 2023 were reviewed.

The federal government collected over $2 billion in False Claims Act settlements and judgments in FY2022. Recoveries since 1986 have totaled more than $72 billion.

- <u>Health Insurance Portability and Accountability Act (HIPAA)</u>

PHI, which is commonly understood to be patient medical record, is any information transmitted or maintained by an entity in any medium, including demographic information used to identify a person.

Examples of information protected by HIPAA include, written documentation and all paper records, spoken and verbal information, including voice mail messages, any electronic information, photographic images, as well as audio and video recordings. Permitted use of PHI is only for treatment, payment or certain healthcare operations.

All workforce members, including Board Members, Providers, Administrators and all staff are responsible for adhering to privacy safeguards. Safeguard areas for the Board were reviewed.

The hospital has a duty to keep patient information and data private and secure. UMC has developed detailed privacy and information security policies as part of its HIPAA compliance program. The HIPAA penalties depend on the tier level of culpability and can include civil monetary penalties, as well as potential criminal penalties.

The Board asked if there is anything in particular they should focus on. Ms. Gill responded that if a privacy or compliance matter comes up, please bring it to her department so that they may promptly address the matter.

Mr. Van Houweling stated that compliance and HIPAA matters are taken very seriously at UMC.

Dean Kahn added that there is a strict social media policy at the school for students regarding social media.

FINAL ACTION:
None

ITEM NO. 19 Receive an update on the Kirk Kerkorian School of Medicine at UNLV; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Dr. Marc Kahn, Dean of the Kirk Kerkorian School of Medicine at UNLV, updated the Board on the activities of the school.

Dean Kahn began by letting the Board know that a local OBGYN will be joining the school full-time and a new Chair of OBGYN has been added to the faculty. A new Chair of Psychiatry and new Chair of Neurology has been added. The hope is to make UMC the top stroke center in the community.

The commented on the new cadaver lab at the school.

Dean Kahn mentioned that Dr. Mike Daubs was listed as a Healthcare Hero this year.

The school is in the process of hiring more faculty due to an anticipated increase of class size.

Lastly, there is a focus on clinical trials and there should be an increase in clinical trials for the benefit of the community.

Chair O'Reilly asked how many residents are in the psych program. Dean Kahn responded that there are 10 a year for the 44year program and there are 2 per year in the pediatric program for the 2-year program.

There was continued discussion regarding the inspired change in the cadaver program.

FINAL ACTION:
None

ITEM NO. 20 Receive an update from the Hospital CEO; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**

CEO Update

DISCUSSION:

Mr. Van Houweling began his CEO hospital updates with a review of the Community Outreach booklet.

- Trauma reverification – American College of Surgeons – Thank you to the Trauma department for a successful survey.
- Radiology update – We are building the department. Using Medicus temporarily for these services.
- ReVITALIZE update – In October we will go before the City Council to secure redevelopment funding. North trauma lot is completed and the south trauma lot is under construction. Work is being done on the 7th story tower. He noted that the construction on Charleston Blvd. is not a part of the UMC project, it is a city project.
- IT Update - New process are in place for the IT team regarding password resets, security processes and after hours assistance
- ED/CT-X-ray – State inspection scheduled for the end of October – There is a cat scanner being moved into the ED department to assist with throughput
- OR – is currently under construction
- Evening of Hope Gala – Limited tickets available. – There are now 24 chefs that will be highlighted at the event.

Chair O'Reilly asked for an Epic update on the progress that is being made on the checklist. Mr. Van Houweling responded that there would be an update on Epic at the next meeting.

FINAL ACTION:
None

SECTION 4: EMERGING ISSUES

ITEM NO. 21 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.

FINAL ACTION TAKEN:

A motion was made by Member Mackay to go into closed session.

There being no further business to come before the Board at this time, at the hour of 4:02 p.m., Chair O'Reilly adjourned the meeting, and the Board recessed to go into closed session.

SECTION 5: CLOSED SESSION

ITEM NO. 22 Go into closed session pursuant to NRS 241.015(3)(b)(2), 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 4:15 PM.

At the hour of 4:54 PM, the closed session on the above topics ended.

FINAL ACTION TAKEN:

None

There being no further business to come before the Board at this time, at the hour of 4:54 PM, Chair O'Reilly adjourned the meeting.

APPROVED: October 25, 2023

Minutes Prepared by: Stephanie Ceccarelli, Board Secretary