University Medical Center of Southern Nevada
Governing Board
January 26, 2022

Emerald Conference Room
Delta Point Building – 1st Floor
901 S. Rancho Lane
Wednesday, January 26, 2022
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 2:07 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
Laura Lopez-Hobbs
Christian Haase
Renee Franklin
Robyn Caspersen – via WebEx
Harry Hagerty – via WebEx
Jeff Ellis – via WebEx
Mary Lynn Palenik – via WebEx

Ex-Officio Members:

Present:
Barbara Fraser, Ex-Officio
Dr. Marc Kahn Dean, Kirk Kerkorian SoM at UNLV
Dr. Meena Vohra, Chief of Staff

Absent:
None

Others Present:
Mason VanHouweling, Chief Executive Officer
Jennifer Wakem, Chief Financial Officer
Tony Marinello, Chief Operating Officer
Brian Knudsen, Ward 1 City Councilman
Susan Pitz, General Counsel
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

ITEM NO. 2 Approval of Minutes of the regular meeting of the Governing Board on December 15, 2021. ***(Available at University Medical Center, Administrative Office) (For possible action)***

FINAL ACTION: A motion was made by Member Mackay 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 Franklin that the agenda be approved as presented. Motion carried by unanimous vote.

SECTION 2. CONSENT ITEMS

ITEM NO. 4 Approve the December 2021 and January 2022 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on December 28, 2021 and January 25, 2022. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- December 2021 and January 2021 Credentials Packets

ITEM NO. 5 Approve and authorize the Chief Executive Officer to sign the Letter of Award for Bid No. 2021-06 Enterprise Quick Care Phase Two Renovation to Monument Construction, the lowest responsive and responsible bidder authorize the Chief Executive Officer to exercise an Change Orders within his delegation of authority; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Invitation to Bid
- Bid 2021-06 Letter of Award
- Disclosure of Ownership

ITEM NO. 6 Approve and authorize the Chief Executive Officer to sign the Amendment 1 to the Purchaser Specific Agreement with Airgas USA, LLC for Medical Cylinder Gases and Inventory Control Management and exercise any renewal options; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- Purchaser Specific Agreement – Amendment 1
- Sourcing Letter
- Disclosure of Ownership

ITEM NO. 7 Approve and authorize the Chief Executive Officer to sign Water Safety Scope of Work Agreement with Nalco Company, LLC for water safety services; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- Water Safety Services Agreement

ITEM NO. 8 Approve and authorize the Chief Executive Officer to sign the Purchase Commitment Agreement with Cepheid for the purchase of COVID-19 4-Plex Test Kits; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- Cepheid EZ Agreement
- Terms and Conditions
- Disclosure of Ownership

ITEM NO. 9 Approve and authorize the Chief Executive Officer to sign the Interlocal Agreement with Clark County, NV for sub-recipient grant funding; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- Interlocal Agreement

ITEM NO. 10 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Amendment 1 to Client Agreement with FocusOne Solutions, LLC for professional temporary and direct hire staffing services; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- Amendment 1 to Client Agreement

FINAL ACTION:

A motion was made by Member Mackay to approve Items 4-10 on the Consent agenda as recommended. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 11 Receive an informational update and discussion on The Medical District from Ward 1, City Councilman Brian Knudsen; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED:
- None submitted

Chairman O'Reilly introduced Ward 1 City Councilman Brian Knudsen and thanked him for his service to the community. Mr. Knudsen provided a brief history of his relationship with UMC and thanked the Board for their invitation.

Councilman Knudsen represents Ward 1, which includes the Medical District. He highlighted the investments and improvements going on in the area, with the intended purpose of making healthcare a priority. There is a responsibility and an obligation to improve the infrastructure in the district. He discussed the environment that will help the growth plan of healthcare to thrive in the area.

He went on to discuss the improvements with the School of Medicine and the continued investments in support of the school, as well as the parking structure and additional medical office spaces that are planned for the future. The first phase of the development project is on Shadow Lane, continuing on to Pinto Lane, Charleston and Rancho and other areas that will be transformed.

Land on Rancho and Oakey will be transformed into a dog park. There was continued discussion regarding public and private investments, additional amenities that will be coming to the area and infrastructure upgrades.

The City is working with the Medical District Board to identify where there are gaps and what needs to be changed in the state structure to improve healthcare and strengthen UMC. A façade rehab will create synergy and incentivize additional developments within the community.

Councilman Knudsen thanked UMC for their support and leadership in addressing the needs of the community.

Mr. Van Houweling also thanked Councilman Knudsen for his support to UMC and the Board.

Chairman O'Reilly requested an update on the financial partnership and coordination with the parking structure project and wanted to insure that the upgrades planned for UMC have been coordinated with the City and staff. A discussion ensued regarding the health challenges that firefighters face and the critical shortages of healthcare workers.

FINAL ACTION: None

ITEM NO. 12 Review and discuss the potential topics for the Governing Board 2022 Action Plan calendar; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- None submitted

DISCUSSION:

Chair O'Reilly thanked all of the Board members for their participation in the Governing Board survey. He highlighted the importance of reviewing and focusing on the following topics for CY2022:

- Review of UMC's Mission, Vision and Values;
- Focus on community health needs and expand collaborative partnerships;
- Reviewing legislative goals and relationship with political leaders;
- Strategic planning and continued updates on the progress of the façade project and physical plant changes;
- Continue to understand and improve the collaboration with physician leaders and medical staff.

Chair O'Reilly suggested that an extended meeting be scheduled for February to address the aforementioned topics, as well as any other subject matter that the Board would consider important for discussion.

FINAL ACTION:
None

ITEM NO. 13 Receive a report from the Governing Board Audit and Finance Committee; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- None submitted

DISCUSSION:

Member Caspersen provided a report on the meeting held on Wednesday, January 19, 2022 at 2:03pm. There was a quorum in attendance. There was no public comment and minutes and the agenda were both approved unanimously.

Due to the holiday schedule, the financial reports for November and December, as well as YTD financial results were reviewed. Trends in increased volumes and revenues were discussed. There was also discussion on the financial impact that COVID-19 has had on hospital operations, SWB and staffing challenges. Statistics regarding key financial indicators, profitability, labor costs, as well as liquidity and various cash collections were discussed.

An update on the hospital's capital spending was provided. The cash position of the hospital is strong, despite delays in the receipt of federal supplemental payments.

The business items were reviewed and approved by the Committee during the meeting. All of the contracts that were approved are a part of today's consent agenda.

There were no emerging issues, no public comment and the meeting adjourned at 3:15 PM.

ITEM NO. 14 Receive the monthly financial reports for November and December FY22, and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**

- November and December FY22 Financials

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial report for November and December FY22.

Key indicators for November showed volumes were significantly over budget. Admissions exceeded budget by approximately 11%. The AADC showed an average of 648 for the month. Length of stay was 10% over budget. Acuity is high. Hospital CMI was 1.92 and Medicare CMI was 2.16. Inpatient surgeries were almost 22% above budget and outpatient surgeries were 3% over budget. There were 11 transplants in the month. ER visits continue to climb. Quick cares were about 5% above budget and primary cares were consistent with budget.

The income statement showed overall net patient revenue was above budget $15 million. Operating expenses were above budget $7.2 million. Income from operations showed $3.2 million in earnings compared to a budgeted loss of $4.3 million.

Ms. Wakem next presented the financials for the month of December.

Key indicators for December were similar to November with high volumes and length of stay. Acuity remains high. The hospital currently has 8 overflow areas.

The income statement showed $11.6 million overall net revenue and other operating expenses above budget $6.4 million. Income from operations was $3.6 million with a budgeted loss of $1.4 million. Year to date showed positive income of $15.3 million in earnings, with a budgeted loss of $12.8 million.

Salaries, wages and benefits for December presented the highest expense. Most labor costs were attributed to increased patient volumes. Opportunities for improvement continue in staffing and labor costs. To date, 30 nurses have been hired into the nursing float pool.

Dr. Kahn commented that it is nice to see that deliveries are up.

FINAL ACTION:

None

At this time, Chairman O'Reilly thanked Dr. Lippmann for his service as Chief of Staff. He also kindly welcomed Dr. Meena Vohra to the Board as the new Chief of Staff.

Item 15 was tabled for discussion at a later time during the meeting. The Board moved out of order to hear Item 16, CEO Update.

ITEM NO. 16 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 update with a discussion about the Beautify and Unify ReVITALize UMC project update. The bid proposal was posted in the Las Vegas Review Journal on January 9, 2022 and a schedule of the timeline was presented.

He next provided an update on the following topics:

- COVID stats update – There has been an increase in pediatric cases. He shared an overview of the staffing challenges, COVID patient volumes and testing statistics.
- Elective surgeries – There have been a reduction in the number of elective surgeries that occur due to staffing shortages.
- CMS Vaccination Mandate ruling – The ruling was upheld. Staff will need to be fully vaccinated or have an accommodation by the end of the month. 98% of UMC staff is fully vaccinated.
- Supply chain update – Supply chain has done a good job in sourcing and we are doing well in this area. There is a shortage in blood due to a reluctancy to donate.
- SB248/Public option – This Bill, regarding the limitation of medical collections in the state, is being monitored closely. Public Option is coming in 2024; updates will be provided.
- Pancreas approved – The application has been approved and we are anticipating the first transplant scheduled toward the end of March.
- Short-term bed plan – UMC is making plans to transform the 4^{th} and 5^{th} floors of the Trauma building into patient care areas and building out temporary patient care rooms to accommodate volumes.
- Elevator remodel – 10 out of 15 are complete
- Butterfly ultrasounds units
- Additional teleboxes
- UMC Online Care – This service has helped decompress the urgent care and primary care offices.

Chair O'Reilly recommended that the Board set up their accounts and requested that staff send out the instructions to set up the online care service.

FINAL ACTION: None

At this time, the Board returned to Item 15 for a report from Dean Kahn.

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 submitted

DISCUSSION:

Dr. Kahn informed the Board that on January 25th, the School received full accreditation with commendation from the Accreditation Council of Graduate Medical Education (ACGME). There were no citations.

The building construction remains on schedule and will be a nice addition to the Medical District. This is good for UNLV and UMC. Occupancy is anticipated for the late summer or the fall of 2022.

Dean Kahn commented on the continued strategic collaboration to create an Academic Health Center that will benefit and care for the community.

March 20th will be the first match to determine residency for 4th year students and the medical school graduation will be in May and the key speaker chosen will be Don Snyder. Dates and times will be provided at a later time.

Lastly, he emphasized the need to continue to work together to receive more GME positions in Nevada. The deadline to submit the CMS grant applications is March 31st.

FINAL ACTION: None

ITEM NO. 17 Elect a Chair and Vice Chair to the Governing Board to serve a two-year term ending January 2024; and take any action deemed appropriate. *(For possible action)*

DISCUSSION:

Chair O'Reilly indicated that he and Dr. Mackay would be honored to continue to serve for another two-year term.

FINAL ACTION:

Member Franklin made two motions for Chair O'Reilly and Dr. Mackay to continue for another two-year term in their capacities as Chair and Vice-Chair, respectively. Both motions carried by unanimous vote, with noted abstentions below.

(Chair O'Reilly and Dr. Mackay abstained from voting on their respective nominations)

ITEM NO. 18 Finalize the meeting dates for calendar year 2022 for the Governing Board and the Governing Board's standing committees; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- 2022 Meeting Calendar

DISCUSSION:

Chair O'Reilly stated that the meeting dates have been suggested and documented previously. The meetings dates for the Governing Board and the

Committees were reconfirmed and there were no changes to the approved meeting schedules. Meeting dates are subject to change as needed with proper notice.

FINAL ACTION:

A motion was made by Dr. Mackay to approve the meeting schedule change for the calendar year 2022. Motion carried by unanimous vote.

ITEM NO. 19 Review and accept the standing committee assignments for calendar year 2022; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- 2022 Meeting Calendar

DISCUSSION:

Chair O'Reilly asked if any changes were necessary to committee assignments or if members preferred for committees to remain as they are now. There was no indication provided that any changes were required.

FINAL ACTION:

A motion was made by Member Dr. Mackay confirm the reappoint the Committee assignments for the calendar year 2022. Motion carried by unanimous vote.

Chairman O'Reilly appoints and reappoints all of the existing Chair members to their current position. This will be revisited next year.

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)*

DOCUMENT(S) SUBMITTED**:**
- None

DISCUSSION:

Chairman O'Reilly welcomed Dr. Vohra to the Board and invited her to provide a report at this time or at a future meeting.

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 Mackay to go into closed session pursuant to NRS 241.015(3)(b)(2).

There being no further business to come before the Board at this time, at the hour of 3:12 PM, Chair O'Reilly adjourned the meeting, and the Board recessed to go into closed session.

SECTION 5: CLOSED SESSION

ITEM NO. 21 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 3:15 PM.

At the hour of 3:38 PM, the closed session on the above topic ended.

FINAL ACTION TAKEN:

None

There being no further business to come before the Board at this time, at the hour of 3:38 PM. Chair O'Reilly adjourned the meeting.

APPROVED: February 23, 2022

Minutes Prepared by Stephanie Ceccarelli