University Medical Center of Southern Nevada
Governing Board
February 24, 2021

UMC Emerald Conference Room
Delta Point Building (1st Floor)
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, February 24, 2021
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 2:00 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
Robyn Caspersen
Harry Hagerty
Laura Lopez-Hobbs
Christian Haase
Renee Franklin
Jeff Ellis – via phone
Mary Lynn Palenik – via phone

Ex-Officio Members:

Present:
Barbara Fraser, Ex-Officio
Dr. Frederick Lippmann, Chief of Staff
Dr. Marc Kahn Dean UNLV

Absent:
None

Others Present:
Mason VanHouweling, Chief Executive Officer
Matthew Maddox, CEO of Wynn Resorts
Carissa Rey, Academic and External Affairs Officer
Jennifer Wakem, Chief Financial Officer
Tony Marinello, Chief Operating Officer
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 January 27, 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 amended. Motion carried by unanimous vote.

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

Chair O'Reilly requested to hold out Item 19 for separate discussion.

FINAL ACTION:

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

SECTION 2. CONSENT ITEMS

ITEM NO. 4 Approve the February 2021 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on February 23, 2021; and take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 5 Approve the Clinical Quality and Professional Affairs Committee's recommendation for approval of the UMC Policy and Procedures Committee's activities from its meeting held on November 30, 2020; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Policy Packet

ITEM NO. 6 Approve the Fiscal Year 2020 Audit Report from BDO USA, LLP, Certified Public Accountants for University Medical Center of Southern Nevada; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- BDO Audit Report

ITEM NO. 7 Ratify the Addendum 1 to Provider Agreement with P3 Health Partners-Nevada signed by the Chief Executive Officer; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Provider Agreement – Addendum One

ITEM NO. 8 Approve the Hospital Services Agreement with LifePrint Health, Inc. d/b/a OptumCare; and authorize the Chief Executive Officer to sign the Agreement; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Hospital Service Agreement

ITEM NO. 9 Approve the Sixth Amendment to Memorandum of Understanding with HCP IPA Nevada, LLC; and authorize the Chief Executive Officer to sign the Amendment; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Sixth Amendment

ITEM NO. 10 Approve the Master Services Agreement with Versalus Health, LLC; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Master Services Agreement

ITEM NO. 11 Review and approve the award for RFP No. 2020-12 Chronic Care Management to ViziHealth Solutions, Inc. D/B/A Carepointe; authorize the Chief Executive Officer to sign the Service Agreement for Chronic Care Management; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- RFP 2020-12 Chronic Care Management Service Agreement

ITEM NO. 12 Approve the Amendment Three to Agreement for Consulting Services with United Audit Systems, Inc. d/b/a UASI for coding and auditing services; and authorize the Chief Executive Officer to sign the Amendment; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Amendment Three

ITEM NO. 13 Approve the Agreement for Medical Coding Support with Fort Topco, Inc. d/b/a AGS Health, LLC; authorize the Chief Executive Officer to exercise any extension options; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- AGS Health Agreement

ITEM NO. 14 Approve the First Amendment to the Agreement for Advertising & Marketing Services with R&R/CRR Holdings, LLP d/b/a B&P Advertising; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- First Amendment
- Disclosure of Ownership
- Incremental Budget – Attachment A

ITEM NO. 15 Approve the Professional Services Agreement for Radiology Clinical Coverage with Ellis, Bandt, Birkin, Kollins & Wong, PLLC d/b/a Desert Radiology; and authorize the Chief Executive Officer to sign the Agreement; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Professional Services Agreement

ITEM NO. 16 Approve the Professional Services Agreement for Cardiology Clinical Coverage with Nevada Heart and Vascular Center (Resh), LLP; and authorize the Chief Executive Officer to sign the Agreement; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Professional Services Agreement

ITEM NO. 17 Approve the Professional Services Agreement for Hospitalist Clinical Coverage with RABessler, M.D., PC d/b/a Sound Physicians of Nevada II; and authorize the Chief Executive Officer to sign the Agreement; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Professional Services Agreement

ITEM NO. 18 Approve the Microsoft Enterprise Agreement, Enterprise Enrollment, and Pricing Proposal with CDW Government; and authorize the Chief Executive Officer to sign the Agreements and process any additional fund requests for the annual true-ups that are within his delegation; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Enterprise Agreement
- Enterprise Enrollment
- Previous Enrollment Agreement Form
- Amendment to Contract Documents
- Enterprise Enrollment Product Selection Form
- Program Signature Form
- Quote Confirmation
- Sourcing Letter
- Disclosure of Ownership

FINAL ACTION:

A motion was made by Member Hagerty to approve the Items 4-18 on the Consent Agenda as recommended. Motion carried by unanimous vote.

Agenda Item 19 will be discussed during the CEO Update.

SECTION 3: BUSINESS ITEMS

At this time, Item 21 was taken out of order.

ITEM NO. 21 Receive training from Rani Gill, Compliance Officer, to include ethical principles and values provided to UMC's patients and their families; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Rani Gill, Compliance Officer provided an overview of the ethical principles and values provided to UMC patients and families. She began by stating that ethics is knowing the difference between what you have a right to do and what is right to do. Healthcare ethics and compliance promotes the rights of patients and provides quality of care and treatment free of financial influence.

The history of compliance programs and how it is built on ethical behavior was provided. This is a value-oriented program. She continued by explaining the four ethical principles of autonomy, non-maleficence, beneficence and justice, and how they relate to our patients and families. Freedom to choose is a patient's ethical right and an ethical obligation of the hospital. Patients' rights are published throughout the facility.

Employees and medical staff are required to avoid conflicts of interest. This is a fiduciary responsibility of the Governing Board. She continued by highlighting ethical principles in the Stark Law, regulatory protections and being fiscally responsible. Conflicts of interest responsibilities of the Governing Board were also reviewed.

FINAL ACTION: None

At this time, the discussion returned to Item 20.

ITEM NO. 20 Receive a presentation from Matthew Maddox, CEO of Wynn Resorts, Ltd., on community outreach with UMC; and take any action deemed appropriate. *(For possible action)*

Chairman O'Reilly thanked Matthew Maddox for his dedication and commitment to the community and employees, as well as working with UMC.

Mr. Van Houweling added that Mr. Maddox and the Wynn staff have been a pleasure to work with and reflected on the collaboration of working with him over the past year.

Mr. Maddox provided an overview of the events that took place in preparation of the COVID outbreak hitting Las Vegas and the steps taken to set up testing, a health and safety plan, as well as the extraordinary operational plans put in place for testing and vaccinations in order to establish efficiency and comfort for employees and hotel.

A PCR Lab was installed on site, which will provide the ability to process approximately 4-5K tests per week. The goal is to show the State that it is safe to come back to Las Vegas and will allow the Wynn to be an additional resource for the city. He noted the increase in capacity in airlines and hotel room bookings. A conversation ensued regarding the process moving forward and the challenges in reopening the city safely.

Chair O'Reilly added that with every challenge, we have greater opportunities.

At this time, Members Franklin and Hobbs expressed their appreciation to Mr. Maddox for the staff and shared positive experiences they have encountered when visiting and assisting with the operations at the Encore site location.

FINAL ACTION: None

ITEM NO. 22 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 summary from the February 17, 2021 meeting.

There was no public comment, a quorum of members was present, and the minutes from January 20, 2021 and agenda were approved.

Member Caspersen explained the process of approving and or ratifying contracts during the Audit and Finance Committee meeting. She also provided an explanation of the financial statement provided to the Governing Board. A review of COVID related expenses were reviewed. Adjusted patient days, payor mix and admissions have been strong and consistent. Outpatient and inpatient surgeries are trending well. Trends in ED visits and quick care and primary care locations were discussed.

The Committee also addressed CEO performance goals and objectives for FY 2020, which is on track to exceed budget. SWB is also being managed well. The budget process for FY22 is beginning.

There were no emerging issues identified and no public comments**.**

FINAL ACTION: None

ITEM NO. 23 Discuss 2021 initiatives of the Governing Board Audit and Finance Committee, to include updates on Epic and Kaufman Hall; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- PowerPoints

DISCUSSION:

Epic Electronic Health Record Briefing

Maria Sexton, CIO, began the discussion by providing an update on the Epic Electronic Health Record (EHR) process. She explained the organizational objectives of Epic and the strategic planning that has been put in place to embrace process changes and build on functionality. She added that governance is key and decisions are made at the strategic and tactical levels throughout the organization.

Implementations in FY21 of Phoenix, Beaker, Cosmos and Healthy Planet systems were reviewed.

Some of the strategic initiatives, which include texting ability of quick care wait times, virtual appointment requests and check-in, standardized Epic data exchange options and expanded telemedicine services were discussed.

Syntellis Modules (Kaufman Hall)

Next, Jennifer Wakem, CFO, provided a presentation on the financial software system that UMC uses to get hospital data. This software helps with efficiency and service line profitability.

She briefly provided an overview of the five modules UMC uses, cost accounting, decision support, budgeting, financial planning and productivity.

Chair O'Reilly asked if sample reports are submitted to the Committee. Ms. Wakem responded that reports are provided to the Strategy Committee.

The conversation continued regarding the hospital statistics that are provided through Kaufman Hall.

FINAL ACTION: None

ITEM NO. 24 Receive the monthly financial report for January FY21; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- January FY21 Financial Report

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial report for January FY21. This was a very good month and we are doing well compared to prior year.

- Key Indicators for January was discussed.

- Admissions were down 20%. The adjusted average daily census was 576. Volumes have been good and acuity has been high. Hospital CMI was 1.97 and Medicare was 2.08.

- Inpatient surgeries were down 1% and outpatient surgeries were down 5%. Quick care and ER visits continue to be down over prior year. ED to admission conversion rate increased 3% over prior year.

- The unemployment national average is 6.7%. Nevada continues to be well above at 9.2%. Ms. Wakem next shared statistics of the unemployment rates over the past 15 years to compare where we are now.

- The summary income statement for January was positive. There was no significant payor mix deterioration for the month.

- Year to date for January we are at a loss of $22.3 million. We are working on cost savings measures with respect to COVID purchases.

- Salaries, wages and benefits for January was above prior year $1.5 million. Opportunities to improve were in contract labor and overtime. The adjusted ADC of 576 created the need for overtime and contract labor.

- In all other expenses, Ms. Wakem stated that COVID related expenses are the key drivers for the expenses.

- There have been more than 800K COVID tests from May 2020 to January 2021.

FINAL ACTION: None

ITEM NO. 25 Receive a report from the Governing Board Strategic Planning Committee; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**

None

DISCUSSION:

Member Hagerty addressed the Board evaluation scores relating to Strategy. The goal is to be the leading academic medical center in southern Nevada, by leading in the service lines that are important to the community as it evolves. He added that the sacred six service lines may not remain the same and flexibility is needed as the community evolves. He stated that we should consider the investments along the lines of our strategic initiatives moving forward.

Mr. Hagerty continued with a report of the Strategic Planning Committee meeting. The Committee met on February 4, 2021 meeting at 9:00 am. There was no public comment, a quorum of members was present, and the minutes and agenda were approved.

An update was provided on inpatient market positions. Our inpatient market share in 2020 decreased to 8.4% and we were 5th overall. Medicaid was the largest payor at 43.5% and together with Medicare, CMS accounted for 70.4% of our inpatient revenue.

There has been good growth in ambulatory and in general surgery showed a significant drop in the market share, due to the suspension of elective surgeries and the rise in COVID infections. He continued by reporting on the statistics in orthopedics, cardiac services, oncology and pediatrics.

A report was received on UMC's response to the COVID crisis.

Lastly, the Committee reviewed the CEO performance objectives.

There were no emerging issues identified and no public comments and the meeting adjourned.

FINAL ACTION: None

ITEM NO. 26 Discuss 2021 initiatives of the Governing Board Strategic Planning Committee, to include the Sacred Six service lines and advancement of the Academic Health Center; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Tony Marinello, Chief Operating Officer, reviewed the FY 2021 Strategic Committee goals. He provided an update on the ambulatory clinics and the expansion of services and locations.

A review of the strategic plans of the six focus areas of cardiology, general surgery, oncology, orthopedics and pediatrics was discussed.

He concluded his report by talking about the future endeavors between UNLV and UMC to become the premier Academic Health Center. Partnership opportunities include joint branding, service line expansion, cost savings, future shared services and collaboration between surgeons and UMC to drive efficiencies, flow and resource management.

Member Hagerty commended the team on the advancements in measuring the service lines to make them profitable.

Chair O'Reilly added that along with telemedicine, the lab could be added as one of the sacred six. Member Hagerty agreed and stated that it could be used in marketing all of the service lines.

FINAL ACTION: None

ITEM NO. 27 Receive an update on the University of Nevada, Las Vegas School of Medicine; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Dean Kahn announced that the SOM has received notice of full accreditation. He added that they are one of two schools that have reached this achievement. This is great news for the partnership, the university and the community.

Part of the top tier program for the university includes the Academic Health Center. A new role of Vice President of Health Affairs has been created to help move the program forward.

Construction of the new building is ahead of schedule and due to take occupancy late summer or early fall of 2022.

In an effort to train physicians for the future, they are going to start combined programs with the School of Public Health and the School of Business with the MD programs. These combined degree programs are set to be operational during the upcoming academic year.

FINAL ACTION: None

At this time, the Board returned to discuss Consent Item 19

ITEM NO. 19 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Lease Agreement with the Clark County Department of Aviation for leased space at McCarran International Airport; authorize the Chief Executive Officer to exercise the extension option; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Lease Agreement

DISCUSSION:

Mr. Van Howeling spoke about the opportunity that has become available to expand service into McCarran Airport to add a travel medicine clinic at LAS with UMC branding. This is to include branding of hand sanitizers. Lab testing and other technology platforms are being explored. This will also provide a clinic for use to the airport employees.

Member Hasse advised that he will abstain due to his construction interests.

FINAL ACTION:

A motion was made by Member Franklin to approve Consent Item 19, and make a recommendation to the Board of Hospital Trustees to approve the agreement. Motion carried by majority vote. Member Haase abstains.

ITEM NO. 28 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 updated the Board that the vaccines administered to date are approximately 30K. The 65 and older population are being vaccinated. There have been approximately 970K COVID-19 tests performed. He noted that testing is going down and the LVCC testing site will be absorbed by clinics and UMC's Advanced Center for Health.

The COVID-19 Recovery Clinic, to support patients with post-COVID issues, will be opening March 1st at the existing location of Sunset Primary Care. The hours of operation will be 6pm – 11pm. Initial visits will be 40 minutes and follow-up visits will be 20 minutes. Another location is set to open at the Centennial location. This is an important service for the community

Dr. Lippmann echoed the sentiment that community support is needed and it has been recognized that individuals are suffering long term medical, psychological and economic difficulties and these matters need to be addressed.

Visitation in the hospital has been reinstated with limited hours and guests.

Lastly, he highlighted HLI and Wellness Center Manager, Amy Runge for being honored as Vegas Inc. Magazine "Healthcare Headliners" for UMC. Congratulations!

FINAL ACTION: None

ITEM NO. 29 Closing comments by Chairman John O'Reilly and directions to staff on the Governing Board Annual Governance Improvement Plan; and take any action deemed appropriate. *(For possible action)*

DISCUSSION:

Chair O'Reilly suggested that we have a standing agenda item titled "Governing Board 2021 Action Plan" and share input that can be received from the committees through their Committee Chair and have particular items that would be meaningful for discussion at the Board level and to select highlighted items for discussion that may require Board action

This is not to duplicate what is already being done at the committee level, but will be in addition to the committee's activities. This could include an action plan for the community, with lessons learned from the COVID experience, to minimize the economic devastation that has been experienced.

Member Hagerty mentioned that there are subjects that are sensitive and are less easily discussed in a public forum. Chair O'Reilly stated that those topics could be discussed in a closed meeting session to the extent permitted by open meeting requirements.

FINAL ACTION:

None

SECTION 4: EMERGING ISSUES

ITEM NO. 30 Identify emerging issues to be addressed by staff or by the Board at future meetings and direct staff accordingly. *(For possible action)*

FINAL ACTION:

None

COMMENTS BY THE GENERAL PUBLIC:

Comments from the general public were called for before going into closed session. No such comments were heard.

There being no further business to come before the Board at this time, at the hour of 4:00 PM, Chair O'Reilly adjourned the meeting, and the Board recessed to go into closed session.

SECTION 5: CLOSED SESSION

ITEM NO. 31 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; and direct staff accordingly. *(For possible action)*

The meeting was reconvened in closed session at 4:12 PM.

At the hour of 5:20 PM, the closed session on the above topic ended.

FINAL ACTION: No action was taken by the Board.

There being no further business to come before the Board at this time, at the hour of 5:20 PM. Chair O'Reilly adjourned the meeting.

Minutes Prepared by <u>Stephanie Ceccarelli</u>

APPROVED: March 31, 2021