University Medical Center of Southern Nevada
Governing Board Meeting
April 26, 2023

Emerald Conference Room
Delta Point Building (1st Floor)
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, April 26, 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 2:12 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
Mary Lynn Palenik
Chris Haase
Jeff Ellis (via WebEx)
Laura Lopez-Hobbs (via WebEx)
Harry Hagerty (via WebEx)

Ex-Officio Members:

Present:
Dr. Meena Vohra, Chief of Staff

Absent:
Renee Franklin (Excused)
Steve Weitman (Excused)
Dr. Marc Kahn, Dean of Kirk Kerkorian SOM at UNLV

Others Present:
Mason Van Houweling, Chief Executive Officer
Tony Marinello, Chief Operating Officer
Jennifer Wakem, Chief Financial Officer
Shadaba Asad, MD, Medical Director, Infectious Diseases
Patrick Burrus, Grand Canyon Project Manager
Shana Tello, Academic and External Affairs Admin
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 meeting of the UMC Governing Board held on March 29, 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)***

Item 17 was held for discussion

Due to time constraints, the order for Items 21 and 22 were switched.

Item 30 was tabled to be heard at the next meeting.

FINAL ACTION:

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

SECTION 2: CONSENT ITEMS

At this time, the Board discussed Agenda Item 17.

ITEM NO. 17 Approve and authorize the Chief Executive Officer to sign the Agreement with the Board of Regents of the Nevada System of Higher Education on behalf of the Kirk Kerkorian School of Medicine at the University of Nevada, Las Vegas and UNLV Medicine d/b/a UNLV Health for EMR system access; authorize the Chief Executive Officer to execute any extension options and amendments; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- EMR System Access Agreement

Chairman O'Reilly commented that UNLV has not agreed to the proposed terms of this agreement and suggests that UMC consider the agreement terms as indicated in the agenda item, which includes a 30-day out clause. He suggested a motion be made to approve the agreement as proposed as an offer to UNLV to accept or reject the agreement as written, with the understanding that the 30-day termination clause by UMC is exclusive and discretionary.

FINAL ACTION:

A motion was made by Member Haase that Agenda Item 17 be approved with the above conditions. Motion carried by unanimous vote.

At this time the remaining Consent items were reviewed for approval.

ITEM NO. 4 **Approve the April 2023 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on April 25, 2023; and take action as deemed appropriate.** ***(For possible action)***

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

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 meetings held on February 1, 2023 and March 1, 2023; or take action as deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Policies and Procedures – February 2023
- Policies and Procedures – March 2023

ITEM NO. 6 **Approve and authorize the Chief Executive Officer to sign the Amendment One to 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 Service Agreement – Amendment 1
- Disclosure of Ownership

ITEM NO. 7 **Approve and authorize the Chief Executive Officer to sign the Amendment Five to Primary Care Physician Participation Agreement with Optum Health Networks, Inc. for managed care services; or take action as deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Primary Care Physician Agreement – Amendment 5
- Disclosure of Ownership

ITEM NO. 8 **Approve and authorize the Chief Executive Officer to sign the Purchaser Participation Letter and Amendment No. 1 with Cardinal Health 414, LLC for**

radiopharmaceutical products; or take action as deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Purchaser Participation Letter - Amendment 1
- **Exhibit E**
- **Sourcing Letter**
- Disclosure of Ownership

ITEM NO. 9 **Approve and authorize the Chief Executive Officer to sign the Purchase Agreement with CDW Government LLC for Mimecast software solutions; or take action as deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Quote – Redacted
- Sourcing Letter
- Disclosure of Ownership

ITEM NO. 10 **Approve and authorize the Chief Executive Officer to sign the Third Amendment to Agreement with Medline Industries, Inc. for Warehouse and OR Central Stores Consulting, Design and Reorganization Project; or take action as deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Warehouse Agreement – Amendment 3
- Disclosure of Ownership

ITEM NO. 11 **Approve and authorize the Chief Executive Officer to sign the Professional Services Agreement with the Board of Regents of the Nevada System of Higher Education on behalf of the Kirk Kerkorian School of Medicine at the University of Nevada, Las Vegas and UNLV Medicine for Pediatric Gastroenterology On-Call Services; authorize the Chief Executive Officer to execute any extension options; or take action as deemed appropriate.** ***(For possible action)***

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

ITEM NO. 12 **Approve and authorize the Chief Executive Officer to sign the Fourth Amendment to Agreement with Shannon Kane-Saenz for Data Engineering Consultation; or take action as deemed appropriate.** ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Data Engineering Consultant Agreement
- Disclosure of Ownership

ITEM NO. 13 **Approve and authorize the Chief Executive Officer to sign the Amendment One to RFP No. 2020-18 Service Agreement with RSource, LLC d/b/a Knowtion Health for Clinical Denial Services; authorize the Chief Executive Officer to execute amendments within the not-to-exceed amount of this Agreement; or take action as deemed appropriate.** ***(For possible action)***

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Service Agreement – Amendment 1

ITEM NO. 14 Ratify the Purchase Agreement with Mindray DS USA, Inc. for ultrasound systems; or take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Agreement
- Sourcing Letter
- Disclosure of Ownership

ITEM NO. 15 Approve and authorize the Chief Executive Officer to sign the Amendment to Master Agreement with Kinect Energy, Inc. for Energy Management Services; or take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Master Agreement – Amendment 3
- Disclosure of Ownership

ITEM NO. 16 Approve and authorize the Chief Executive Officer to sign the Agreements with Philips Healthcare, a division of Philips North America LLC for the Catheterization Laboratory replacement project; authorize the Chief Executive Officer to execute any future change orders within the not-to-exceed amount of these Agreements; or take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Quote - Redacted
- Turnkey Project – Redacted
- Sourcing Letter

ITEM NO. 18 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, funding for the renewal term of the Hosting Services and License and Support Agreements with Epic Systems Corporation; or take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Hosting Service Agreement
- Disclosure of Ownership

ITEM NO. 19 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Managed Service Provider Agreement with AMN Healthcare, Inc. for temporary and permanent labor staffing services; authorize the Chief Executive Officer to exercise any extension options and execute any applicable candidate request forms and amendments within the not-to-exceed amount of this Agreement; or take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Managed Service Provider Agreement

ITEM NO. 20 Recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the settlement in the matter of District Court Case No. A-22-808884-C, entitled *Shantay Sarah Coleman and Michael Perida v. University Medical Center of Southern Nevada, et al*; and authorize the Chief Executive Officer to execute any necessary settlement documents; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Coleman Release and Indemnity Agreement

FINAL ACTION:

A motion was made by Member Hobbs that Consent Items 4-20 be approved as presented. Motion carried by unanimous vote. Item 17 was excluded from this motion.

SECTION 3: BUSINESS ITEMS

ITEM NO. 22 Receive an educational update from Dr. Shadaba Asad, Medical Director – Infectious Disease, on the status of Candida Auris; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Dr. Asad provided an educational update on the status of Candida auris.

Candida auris is getting a lot of traction in the media, but it is just one organism in a long line of other multi-drug resistant infections. The healthcare system needs to have an active infection control department, a good infectious disease program, a strong antimicrobial program, and an administration understands the threat and that will support the system.

Although Nevada had the highest number of clinical cases during 2022, there have only been 408 cases reported in Nevada between the years of 2013 and 2022.

Dr. Asad described the challenges associated identifying and treating Canida auris, as well as the treatment measures and technology that UMC has in place. Serious infections are more common in patients who are frequently hospitalized and are dependent on different devices, such as ventilators, trach tubes, and other indwelling devices. The difference between clinical infection and a colonization was explained.

To prevent the spread of Candida auris, UMC's action plan is to rapidly identify, correctly treat and develop a strong infection control program. UMC performs identification of Candida on all positive cultures, ensures communication between facilities and conducts screening on units within 72 hours where new cases are identified. The discussion continued on the screening process for C-auris.

Chair O'Reilly asked if it is possible to do swab testing at the hospital. This is something that administration will consider.

There was continued discussion regarding the effect of C-auris on healthcare workers and COVID attributable deaths.

FINAL ACTION:

None

ITEM NO. 21 Receive an update from Grand Canyon regarding the ReVITALize Façade Project at UMC; and take any action deemed appropriate. ***(For possible action)***

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

DISCUSSION:

Patrick Burrus, Project Manager with Grand Canyon, provided a brief update on the Façade project. Artist renderings were shown.

The improvements will include new lighting, 2 healing gardens, new signage and pedestrian walkways and landscaping.

There are 3 phases to the project. Currently, in Phase One, is the trauma building with visitor and employee parking, 7 story tower and the trauma healing garden. Phase 2 will begin in 2024 with work expanding to the southeast and northeast sides of the building, ER building, the 2040 building and the east, the southeast parking lot and the doctors parking lot. In year 3, will begin work on a new driveway off of Shadow Lane.

Groundbreaking and construction work began April 4th. Mr. Burrus continued his presentation with the construction timeline. The city is starting with work on Charleston to interface with the design.

Mr. Van Houweling thanked Patrick, Shana Tello and the Experience team for their assistance with the parking situation.

FINAL ACTION:

None

ITEM NO. 23 Discuss the Governing Board 2023 Action Plan, and receive an informational update on legislation impacting UMC and the healthcare industry from Shana Tello, Academic and External Affairs Administrator; and take any action deemed appropriate. ***(For possible action)***

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

DISCUSSION:

Shana Tello provided an update on the 82nd Legislative session. There are 41 days left and the session ends on June 5th at midnight. A timeline of activity was provided.

There are approximately 185 bills that are being reviewed; several bills that are being looked at closely. Thank you to Dee Towner and the legal department, finance and other departments for their assistance in getting the bills reviewed and feedback provided to the County. We work closely with the NHA. UMC has provided testimony on 4 bills.

She next provided an update on legislative priorities for 2023 and a list Federal and State bills that are being addressed, as well as bills that are being closely monitored by UMC:

SB192 - Modernization of NRS 450 – This will recognize the Governing Board rather than an advisory board. This has passed the Senate committee and has been presented to the Senate floor for vote.

SB289 – Healthcare Worker violence – This will expand the scope of the defined healthcare worker and location. This has passed the Senate committee and is moving to the Assembly.

A high-level overview was provided on Reimbursement/Costs bills, Provider and workforce bills, Provisions related to Healthcare Delivery, Mental and Behavioral Health and Medication and Pharmacy bills. A discussion ensued regarding SB239 – End of Life medication, which is without FDA approval and the use of experimental drugs in healthcare facilities.

Chairman O'Reilly also asked if SB419 is also being followed. Ms. Tello said yes.

FINAL ACTION:
None

ITEM NO. 24 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 Ellis provided a report on the HR Committee the meeting was on March 13th. The meeting was called to order at 2:00 pm. The minutes were approved and the agenda was approved.

The Committee received an update on HR staffing and staffing improvements and department projects. Next was a review of the HR turnover and new hires. There has been a total of 110 new hires.

Next was a review of the operational goals for the fiscal year and we are on track of meeting all goals.

There was one emerging issue regarding specialty physician contracts. There was no public comment and the meeting was adjourned.

FINAL ACTION:

ITEM NO. 25 Receive a report from the Governing Clinical Quality and Professional Affairs Committee; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Member Mackay provided a report on the meeting held on Monday, April 3, 2023 at 3:04 pm. There was a quorum in attendance. There was no public comment. The minutes and the agenda were both approved.

The Committee received an update from Kathy Johnson, Director of Infection Prevention, on the Annual Infection Prevention Program Evaluation and Plan. The plan provides the framework to reduce acquiring and transmitting infections.

An update was provided by Patty Scott on Quality, Safety, Infection and Regulatory issues. The 2022 QAPI Program Evaluation and 2023 Plan were reviewed. This plan provides the framework to establish and sustain a culture of quality, safety and accountability. The Committee next reviewed the performance goals for Clinical Quality.

UMC Policies and Procedures Committee activities were reviewed and approved.

There were no emerging issues identified and no public comments. The meeting adjourned at 4:03 p.m.

FINAL ACTION:
None

ITEM NO. 26 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 provided reports on the Strategic Planning meetings of February 2nd and April 5th. There was a quorum in attendance for both meetings. There was no public comment. The minutes and the agenda were approved for both meetings.

At the February meeting, the Committee received an update on inpatient market share, which has shown improvement. Financial performance of the focused service lines of FY23 were discussed. Initiatives to improve volumes and profitability in FY24 were next discussed. Budget objectives for FY23 were reviewed. UMC continues to play a role in the medical district. The 5-year capital plan is in development and UMC continues to work with UNLV on the creation of an Academic Health Center. Lastly, an update was received on the façade and medical district.

At the April meeting, the Committee reviewed the service line performance and the growth and expansion for all of the hospitals, as well as the competitive landscape related to the healthcare industry. Lastly, there was a discussion of the FY2024 initiatives relating to the budget for 2024.

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

FINAL ACTION:
None

ITEM NO. 27 Receive 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, April 19, 2023 at 2:00 pm. There was a quorum in attendance. There was no public comment. The minutes were approved with amendments and the agenda was approved; both approved unanimously.

Financial results from March FY23 and year to date financials, which included trended stats and data were reviewed. An update of the FY23 organizational goals was received. The Committee received and discussed the proposed final budget for FY24. After discussion, the Committee took action to recommend approval of the proposed final budget.
The business items were reviewed and approved by the Committee during the meeting. All of the contracts that were approved or ratified during the meeting are a part of today's consent agenda.

There were no emerging issues, no public comment and the meeting adjourned at 3:46 PM

<u>FINAL ACTION</u>:
None

ITEM NO. 28 Receive the monthly financial report for March FY23; and take any action deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- March FY23 Financial Report

<u>DISCUSSION</u>:

Ms. Wakem stated that March was a good month. Key indicators showed admissions were below budget approximately 8%.
AADC continues to be high; above budget 16%. LOS is a challenge at 7.11 days, 34% higher than budget, but below prior year.
Hospital acuity was 1.90 and Medicare was 2.5% above budget.
Inpatient surgeries were 836 for the month and there were 471 outpatient surgical cases.
There were 16 kidney transplants, no pancreas cases. ER visits were on budget and 21% of patients in the ED are being admitted.
Quick cares were 2% shy of budget and primary cares were 16% above budget.
Outpatient Ortho clinic were 1,172 visits.

The income statement for March showed operating revenue was strong, $12.5 million above budget. Income from ops was positive $6.7million on a budget of $3.9 million. Year to date March showed revenue above budget $35.8 million. Operating expenses were up. Income from ops was $26.6 on a budget of $29.5 million. She is optimistic that we will meet budget this year.

Salaries, wages and benefits for the month was high. She noted that a substantial amount of the overage is due to anesthesia. Contract labor continues to decline. All other expenses were over $1.5 million.

<u>FINAL ACTION</u>:
None

ITEM NO. 29 Approve the Proposed Final FY 2024 Operating Budget to be submitted to Clark County for consideration; and take any action deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- Final Proposed Budget

<u>DISCUSSION</u>:

Ms. Wakem reviewed the budget for FY2024. Ms. Wakem reviewed the budget assumptions in volume, payor mix, federal supplemental payments and expenses that were built into the budget.

Volume increases were built in. The Fab 5 service lines were reviewed for the budget. The strategic service lines, which include Ambulatory, Cardiac Services, Orthopedics, All Other Surgeries and Women's and Children's were built in separately. We started with run rate and then incorporated the major initiatives for each service line. A significant change for FY24 is with the federal supplemental payments.

Expenses were reduced. Other Major assumptions include in contract labor, reduced by 32.6% and overtime was brought down 3.2%. The employment model for Ortho and anesthesia was incorporated and HPG inflationary factors were built in plus volume adjustments. CPI from existing contracts was also consideered.

Ms. Wakem next reviewed the changes in the key statistics. Key indicators showed admissions up 6.73%, AADC 3.13% and CMI stats remain unchanged. LOS was pulled down slightly to 6.79 days. Inpatient surgeries going up 12% and outpatient surgeries up 11.5%. ER visits pushed up 3% and quick care and primary care locations were increased.

The income statement showed adjusted net revenue going up $86.3 million. Supplemental payments increased $31 million. Overall revenue is increasing significantly. Total income from ops; plus depreciation and amortization was $61.8 million.

Lastly, Ms. Wakem reviewed significant changes in the county contributions to UMC. A lengthy discussion ensued regarding this subject matter.

FINAL ACTION:

A motion was made by Member Mackay to approve and recommend the Final Operating Budget for FY23 be submitted to Clark County as presented. Motion carried by unanimous vote.

ITEM NO. 30 Receive an update from UMC's Chief of Staff, Meena Vohra, M.D.; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

This item was tabled for the next meeting.

FINAL ACTION:
None

ITEM NO. 31 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:

This item was tabled for the next meeting, as the Dean was not present.

FINAL ACTION:
None

ITEM NO. 32 Receive an update from the Hospital CEO; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Mason Van Houweling, CEO provided the CEO updates. He began the discussion stating how busy the hospital has been and thanked the UMC staff for all of their hard work managing hospital operations. He commented on the decision to employ Anesthesiologists. There has been record OR volume and growth with the cardiology program.

- Revitalize construction is underway
  - Patient care noise and parking – starts Monday.
- 3rd Cardiac Cath Lab Specials Lab approved
- First Watchman procedures have been performed in the Cath Lab
- Epic Bones for UMC Ortho & Spine Institute is now live
- Legislative update – AB 411 has passed the assembly. Nursing compact bill failed.
- Trauma Survivors Celebration – May 19th at Caesars
- Cardiovascular Symposium – June 3rd at Red Rock – honoring Dr. Marlon

Next Mr. Van Houweling reviewed the community events and ReVitalize media coverage. The foundation newsletter was reviewed. Lastly, a video of the Happy Days Car show was shown. There were approximately 200 cars showcased at the event. Everything raised will support the UMC Children's Hospital.

SECTION 4: EMERGING ISSUES

ITEM NO. 33 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 Mackay to go into closed session.

There being no further business to come before the Board at this time, at the hour of 4:07 PM, Chair O'Reilly adjourned the meeting, and the Board recessed to go into closed session.

SECTION 5: CLOSED SESSION

ITEM NO. 35 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 5:08 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 5:08 PM. Chair O'Reilly adjourned the meeting.

APPROVED:

Minutes Prepared by: Stephanie Ceccarelli, Board Secretary