University Medical Center of Southern Nevada
Governing Board Meeting
January 25, 2023

Emerald Conference Room
Delta Point Building (1st Floor)
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, January 25, 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 2:07 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
Robyn Caspersen
Chris Haase
Mary Lynn Palenik
Harry Hagerty
Renee Franklin (via WebEx)
Jeff Ellis (via WebEx)

Ex-Officio Members:

Present:
Dr. Meena Vohra, Chief of Staff
Steve Weitman, Ex-Officio

Absent:
Barbara Fraser, Ex-Officio
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
Shana Tello, Academic and External Affairs Administrator
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:

Debbie Springer – Public Sector Executive Vice President for SEIU

Chair O'Reilly inquired as to which agenda item the speaker was addressing her comments upon, realizing this was a general comment ment for the final public comment.

The Board moved on to the next agenda item to approve the minutes of the previous meeting.

ITEM NO. 2 Approval of Minutes of the meeting of the UMC Governing Board held on December 14, 2022. ***(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)***

FINAL ACTION:

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

SECTION 2: CONSENT ITEMS

ITEM NO. 4 Approve the December 2022 and January 2023 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on December 27, 2022 and January 24, 2023; and take action as deemed appropriate. ***(For possible action)***

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

ITEM NO. 5 **Approve and authorize the Chief Executive Officer to sign the Hospital Participation Agreement for Managed Care Services with Prominence HealthFirst; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- All Payer Hospital Agreement
- Disclosure of Ownership

ITEM NO. 6 **Approve and authorize the Chief Executive Officer to sign the First Amendment to Provider Services Agreement with Molina Healthcare of Nevada, Inc.; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Medicare Comp Amendment – Redacted
- Disclosure of Ownership

ITEM NO. 7 **Approve and authorize the Chief Executive Officer to sign the Amendment to Preferred Provider Agreement with Culinary Health Fund Administrative Services, LLC; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Preferred Provider Agreement
- Disclosure of Ownership

ITEM NO. 8 **Approve and authorize the Chief Executive Officer to sign the Provider Agreement with Alireza Farabi, M.D., P.C. for Professional Services; authorize the Chief Executive Officer to exercise any extension options; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Provider Agreement
- Disclosure of Ownership

ITEM NO. 9 **Ratify the Professional Services Agreement for Cardiovascular Anesthesiology On-Call Coverage with Fielden, Hanson, Isaacs, Miyada, Robison, Yeh, Ltd. d/b/a USAP-Nevada; authorize the Chief Executive Officer to exercise any extension options; or take action as deemed appropriate. *(For possible action)***

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

ITEM NO. 10 **Approve and authorize the Chief Executive Officer to sign the Second Amendment to Agreement for Promotion, Advertising, & Marketing Services with RR/CRR Holdings dba B&P Advertising; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Agreement for Advertising and Marketing

- Disclosure of Ownership

ITEM NO. 11 Approve and authorize the Chief Executive Officer to sign the Agreement for 340B Recovery Services with Cloudmed Solutions, LLC; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Service Agreement
- Business Associate Agreement
- Disclosure of Ownership

ITEM NO. 12 Approve and authorize the Chief Executive Officer to sign the First Amendment to Acknowledgement Form with Laboratory Corporation of America Holding and its Subsidiaries for reference laboratory testing service; authorize the Chief Executive Officer to execute future Amendments within his delegation of authority; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Acknowledgment Form
- Sourcing Letter

ITEM NO. 13 Approve and authorize the Chief Executive Officer to sign the Master Service Agreement with Encompass Studio for Architectural Design and Documentation Services; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Master Services Agreement
- Disclosure of Ownership

ITEM NO. 14 Approve and authorize the Chief Executive Officer to sign the Professional Service Agreement with EV&A Architects for Trauma 4 & 5 Patient Room Design; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Service Agreement
- Disclosure of Ownership

ITEM NO. 15 Approve and authorize the Chief Executive Officer to sign the Amendment Two to Professional Service Agreement for Architectural Design of UMC's exterior campus façade with Brad Henry Friedmutter & Associates, Ltd. d/b/a Friedmutter Group; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Professional Services Agreement – Amendment 2

ITEM NO. 16 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Guaranteed Maximum Price Amendment for RFP No. 2022-02 ReVITALize UMC Façade Project

with Martin-Harris Construction, LLC for construction services as the Construction Manager at Risk; authorize the Chief Executive Officer to exercise amendments and necessary change orders within the not-to-exceed amount of this Project; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Guaranteed Maximum Price Amendment

ITEM NO. 17 **Award Bid No. 2022-11, West Loading Dock Remodel, to Monument Construction, the lowest responsive and responsible bidder; authorize the Chief Executive Officer to exercise any Change Orders within his delegation of authority; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- Bid Form
- Notice of Award
- Disclosure of Ownership

ITEM NO. 18 **Approve and authorize the Chief Executive Officer to sign the First Amendment to Coding Services Agreement with Medovent Solutions; authorize the Chief Executive Officer to exercise any future Amendments within his yearly delegation of authority; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- First Amendment to Coding Services Agreement
- Disclosure of Ownership

ITEM NO. 19 **Approve and authorize the Chief Executive Officer to sign the Agreement with Steris Corporation for Surgical Lights and Equipment Booms; authorize the Chief Executive Officer to exercise any future Amendments within his delegated authority; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- Agreement
- Sourcing Letter
- Disclosure of Ownership

ITEM NO. 20 **Approve and authorize the Chief Executive Officer to sign the Service Order Agreement for Network Infrastructure Equipment with Switch; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED:
- Service Order
- Disclosure of Ownership

FINAL ACTION:

A motion was made by Member Mackay that Consent Items 4-20 be approved as presented. Motion carried by unanimous vote. Chair O'Reilly abstained from Item 15.

At this time, Chair O'Reilly requested a brief pause to confer with General Counsel.

Chair O'Reilly stated that noticing that there were several individuals in the audience that were present to speak during the public comment section at the end of the meeting, it was requested to take the public comment that is reserved for the end of the meeting to be done at this time; counsel advised that there would still be a public comment section reserved for the end of the meeting as well.

At this time public comment was heard:

Speaker: Debbie Springer, Las Vegas

My name is Debbie Springer and I am the Public Sector Executive Vice President for SEIU Local 1107. I'm here today to speak up for the more than 3,400 workers SEIU represents at UMC. A dramatic shift in HR policy is creating an unhealthy environment for both patients and workers. This policy requires any worker to call in sick at least 8 hours before the beginning of their shift. Workers who don't meet the 8-hour threshold are being disciplined. I have already heard from workers who have had to go to work sick because they can't meet the 8-hour limit. That's not the best for them, that's not the best for our patients and it's not the best for our community. Have you ever woken up sick? Now decide whether to go to work or to be disciplined. Decide whether to go and treat cancer and COVID patients. Decide whether to go through the ordeal of an HR investigation. Decide if it's worth risking your job to stay home. That's ridiculous. Workers aren't allowed to call in sick during their shift or to fall sick during their shift. They have to find a cover before they're allowed to leave. So workers are just staying at work while they're sick. Is that what's best for the workers, for the patients, for the community? No. This is no way to treat employees, especially front line workers who carried our community on or backs during the pandemic. Employees should not fear discipline and be afraid to use their sick leave when they need it. We have worked together with management in the past to resolve our differences. The present issue should be no different. The relationship between members and hospital leadership has been cooperative and healthy. We even hosted a job fair together last week. UMC is the only public hospital in southern Nevada. The community would not want this kind of treatment toward their healthcare workers that care for them when they need them most. Our request is that we come up with a reasonable and fair solution for all workers at UMC. Thank you.

Speaker: Elizabeth Bolhouse, Las Vegas

My name is Elizabeth Bolhouse and I am the SEIU Chief Nursing Stewart. I represent over 1,400 CNAs here, and I'm just here to say that the 8-hour call off rule is not reasonable, it's not fair and it's not working. What's happening is that people are coming in to work and they are leaving the shift sick, because they'll still get the absence occurrence, but they won't get the discipline for the less than

8-hour notice. It is much easier to staff a plan at the beginning of a shift knowing that you are short, than have someone leave midway. In 2014, SEIU negotiated with UMC to remove the rule that said to leave with less than 2-hour notice you would not get paid, (inaudible), to save their time for a later date. And we collaborated with UMC because we did not want that to happen. We want our staff to take care of our patients and to do our job well. This 8-hour rule has been in the contract for over a decade. It's never been enforced; it's never been a disciplinary measure. And the fact that we're healthcare professionals. Ms. Bolhouse referred to Article 37 of the Attendance Policy that has 5 sections. If there is a minority abusing the system, please don't throw the book at all of us, because it truly disheartens those who work hard. Management has a responsibility to enforce the contract and I don't think management has done their job. Thank you.

Speaker: Theresa McGowan, Las Vegas

My name is Theresa McGowan and I am Chief Ancillary Stewart of SEIU at UMC, my second term. The reason why I am here today is to ask that Article 37; I did some research, I went through some past contracts in the SEIU office. Article 37 has not been changed since 1999. It has never been enforced. It has never been an issue. It has never been this severe. An example of an employee who called in to work less than 8 hours was given. There is no disciplinary track and it hasn't changed. My concern and the reason I am speaking today, this contract that I hold dearly, I live by, this is being misrepresented. The word must, the word shall, the word required, is nowhere in Article 37 when it comes to calling off. It says responsible. Ninety percent of the 4,065 employees here are responsible to call in with ample notice. The ten percent that's not or abusing, setting trends, it's that 10%. But basically its management, they're inconsistent in following the CBA. We wouldn't have this problem if there was more consistency. Thank you.

Chair O'Reilly stated that the comments in public comment are not for debate. He emphasized that all comments that are made are taken very seriously and he assured that management takes the comments seriously also. He asked that Mr. Van Houweling comment on these challenges that are created due to absenteeism during his CEO report. Chair O'Reilly thanked everyone for coming.

At this time, the Board continued to the Section 3.

SECTION 3: BUSINESS ITEMS

ITEM NO. 21 Receive a presentation from Shana Tello, UMC Academic and External Affairs Administrator, regarding the upcoming legislative session; and direct staff accordingly. *(For possible action)*

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

DISCUSSION:

Shana Tello, Academic and External Affairs Administrator provided a high level overview of the upcoming 82nd Legislative Session.

A review of the recent State and Federal election results was provided, as well as a list of the current local representatives that oversee and assist UMC.

The 82nd Legislative session starts on February 6th and ends on June 6th; the session lasts for 120 days. There are 94 healthcare related BDRs in legislation that could currently impact UMC, as well as the healthcare industry as a whole. The challenges that are experienced and the goals for the upcoming legislative session were discussed. Ms. Tello also gave a brief overview of the Governor's State of the State address, which was very encouraging for our state.

A list of items that are a focus for the new Administration, as well as State Budget and State Budget information was reviewed. Federal and State legislative priorities for 2023 were also discussed. It was noted that the public health emergency is expected to end spring of 2023. Key expected healthcare legislation include Medical Malpractice Reform, Medicaid Provider Fee Program, Nursing Ratios and Nurse Licensure Compact. A timeline of the budget and budget overview was shown.

UMC's legislative review for the 2023 session include modernization to NRS 450, CRNAs, Healthcare Worker Violence and the 340B Drug Pricing Program.

A high level review of some of the bills from the last legislative session and governmental activities that UMC supported were shown.

FINAL ACTION:
None

ITEM NO. 22 Review and discuss the potential topics for the Governing Board 2023 Action Plan calendar; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

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 that should be discussed during CY2023:

- Expand the strategic planning discussion;
- Establish a strong financial position, maintain and improve it;
- Improve contracts with payors and vendors;
- Improve the position of the hospital in the community;
- Focus on and expedite the Magnet status approach and commitment, as well as improve Leapfrog scores;
- Additional focus on the sacred six service lines and other service lines;

- Work with UNLV to expedite to provide a greater and more significant Academic Health and Science Center
- Focus on community health needs and expand collaborative partnerships;
- Continue to understand and improve the collaboration with physician leaders and medical staff.

These are just a few topics that should be focused on during the year. Ratings were consistent with prior years.

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. Please reach out if you have any specific items that you would like to discuss.

FINAL ACTION:
None

ITEM NO. 23 Receive a report from the Governing Board Human Resource 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 meeting held on Monday, January 23, 2023 at 2:00 pm. There was a quorum in attendance. There was no public comment. The minutes and the agenda were both approved.

The Committee discussed minor changes related to the FMLA policy, which were approved by the committee.

Next, the Committee received an update on employee hiring and staff turnover. The percentage of staff turnover includes per diem employees. It was noted that there have been more hires than terminations. Tracking of the per diems will be done separately. Lastly, the Committee reviewed exit survey data. Terminations by department will be tracked.

Emerging issues were discussed and after last call for public comment, the meeting was adjourned.

FINAL ACTION:
None

ITEM NO. 24 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, January 18, 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.

The Committee received a report regarding financial results from November and December FY23 and year to date financials, which included trended stats and data were reviewed. Strong admissions continue which resulted revenues in excess of budget. SWB continues to be above budget. Surgeries were also below budget for the month of December. Key financial indicators were reviewed. Average length of stay continues to be of concern and focus of management. There were two new indicators reported for the Telemedicine and Orthopedic Clinic.

Next the status of the FY23 Performance Goals were reviewed.

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.

Emerging issues were discussed, there was no public comment and the meeting adjourned at 3:16 PM.

FINAL ACTION:
None

ITEM NO. 25 Receive the monthly financial report for November and December FY23; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
November and December FY23 Financials

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial reports for November and December FY2023.

The key indicators for November showed strong admissions, above budget almost 3%. The AADC remains high, 7.5% above budget. Average length of stay dropped to 6.41 days. Overall acuity was 1.82 and Medicare CMI was 1.94. Inpatient surgeries were down 17%. Outpatient surgeries were down 29%. There were 11 transplant cases. ER visits were significantly over budget, 9%. Quick cares were up 23% above budget and primary cares were almost 20% above budget. New indicators: in Telehealth, there were 667 visits for the month. November was the first month of Orthopedic Clinic volumes with 665 patients. Deliveries were 12% above budget.

The income statement for the month showed net revenue above budget $3.6 million and operating expenses were $2.3 million. Total income from ops was $1.6 million on a budgeted loss of $400K.

Key indicators for December admissions were 2,006, which is a record. The AADC remains high, length of stay was 7.33. Overall hospital acuity was 1.90 and Medicare CMI was 1.88. Surgeries were down 2.2% and outpatient surgeries were down 26%. There were 8 transplants. ER visits were approximately 3% above budget. Quick cares were up 12% above budget and primary cares were almost 12% above budget. Telehealth visits were at 729 for December and outpatient Orthopedic was 658. There were 137 deliveries.

The income statement for the month showed net revenue above budget $5.7 million and expenses were $8 million above budget. Total income from ops showed a loss of $1.7 million. The year to date income statement were next reviewed.

Salaries, wages and benefits were $4 million higher for the month; staff has been doing well managing overtime. All other expenses were reviewed. Utilities continue to be higher than expected.

She informed the Board that the budget process will begin soon.

Chairman O'Reilly asked about challenges and the economic burden that occurs due to employee call-ins and non-productive time. Ms. Wakem responded we budget 10% of non-productive time and at UMC we run at 15%. We have to hire more because there is a greater usage on non-productive time. People end up in overtime and we have to back-fill staff, which is costly.

FINAL ACTION:

None

ITEM NO. 26 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:

The Dean was not present for today's meeting.

FINAL ACTION:
None

ITEM NO. 27 Receive an update from the Hospital CEO; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**

CEO Update

<u>DISCUSSION</u>:

Mason Van Houweling, UMC CEO provided the following updates:

Maria Hernandez was recognized as Employee of the Year for 2022. Congratulations!

- Anesthesia – There are now 12-15 rooms operating and surgical volume is increasing. There are 4 rooms dedicated to orthopedic surgeries.
- Length of Stay
- Transfers – UMC is ranked #1 in kidney survival rates and wait times.
- First Pancreas Transplant - The first transplant at UMC was successful.
- UMC Career Fair – Desert Springs is closing. A career fair was held for those employees. There were 108 hires 54 full-time and 54 per diem.
- Re*Vital*ize Update – Thank you to the Board for your approval of this project.
- Public Safety – Metal detection devices are being installed throughout the hospital.
- Increase in CPR Classes
- UMC Event Medicine
    - Dr. Ketan Patel – has been appointed co-chair NHL Medical Standards Committee
- Human Trafficking Conference – this will educate staff on how to identify victims.
- Mr. Van Houweling reviewed the UMC Community brochures of recent activities and events.

Lastly, Mr. Van Houweling addressed the comments that were made during public comment period regarding UMC's call in policy. We value all of our employees at UMC, we depend on them and we need them supporting at the bedside. He spoke about how UMC and SEIU have worked together for many years to make this the best hospital in the state. UMC continues to grow despite challenges. He continued, stating that patients need and deserve 8 hours. Daily over 200 employees call out for various reasons.

This is about readiness, this is about notification and this is about allowing our staff and management to staff and provide the care that they deserve. We need our employees and it takes all of us. He stated, "We hear you and we take this seriously." We will continue to work with union leadership for a solution. This is a Team UMC issue. The discussion continued regarding this subject matter.

<u>FINAL ACTION:</u>
None

ITEM NO. 28 Review and accept the standing Committee assignments for the calendar year 2023; and take any action deemed appropriate. *(For possible action)*

<u>DISCUSSION:</u>

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 Haase to confirm the Committee assignments for the calendar year 2023. 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. 29 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.

Speaker: Elizabeth Bolhouse, Las Vegas

Ms. Bolhouse said that she loves UMC. She has spent 23 years of her life here. There is a mathematical problem, there are 3 surge units open and they exceed the bed capacity of 4 South, which takes 68 people to run it. How is it there 3 surge units open and need an additional 68 people to run them 24/7 and we are not short staffed and call-ins are not a problem? We are not adequately staffed. Abuse of call-ins is a problem, I agree. But if the 8 hour rule has been in place since 1999, then why is it just now being enforced? Something's not adding up. The math is not adding up. Thank you.

FINAL ACTION TAKEN:

None

There being no further business to come before the Board at this time, at the hour of 3:41 PM. Chair O'Reilly adjourned the meeting.

APPROVED: February 22, 2023

Minutes Prepared by: Stephanie Ceccarelli, Board Secretary