University Medical Center of Southern Nevada
Governing Board Special Meeting
May 26, 2021

UMC Emerald Conference Room
Delta Point Building (1st Floor)
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, May 26, 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 2:04 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
Laura Lopez-Hobbs
Christian Haase
Renee Franklin (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 UNLV
Dr. Frederick Lippmann, Chief of Staff

Absent:
None

Others Present:
Mason Van Houweling, Chief Executive Officer
Tony Marinello, Chief Operating Officer
Jennifer Wakem, Chief Financial Officer
Carissa Rey, Academic and External Affairs Officer
Susan Pitz, General Counsel
James Conway, Assistant General Counsel
Stephanie Ceccarelli, Board Secretary
UMC Foundation Representatives

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 special meeting and the regular meeting of the UMC Governing Board held on April 28, 2021. *(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 Haase that the agenda be approved as amended. Motion carried by unanimous vote.

SECTION 2: CONSENT ITEMS

ITEM NO. 4 Approve the May 2021 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on May 25, 2021; and take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 5 Approve the Addendum 2 to Provider Agreement with P3 Health Partners-Nevada, LLC; and take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 6 Approve Approve the SmartForce Workforce Management Software Agreement with Ability Network, Inc.; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Order Information
- Disclosure of Ownership

ITEM NO. 7 Approve the Second Amendment to Agreement for Data Engineering Consultation with Shannon Kane-Saenz and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Second Amendment to Agreement
- Disclosure of Ownership

ITEM NO. 8 Approve the First Amendment to Master Services Agreement for Consumer Reporting and Ancillary Services and Product and Pricing Addendum with Trans Union LLC for Insurance Discovery Services; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- First Amendment to Agreement

ITEM NO. 9 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada the Sixth Amendment to Preliminary Affiliation Agreement with the Board of Regents of the Nevada System of Higher Education (NSHE) on behalf of the University of Nevada, Las Vegas and its School of Medicine; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Sixth Amendment to Affiliation Agreement

ITEM NO. 10 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Client Agreement with FocusOne Solutions, LLC for temporary labor staffing services; authorize the Chief Executive Officer to exercise the extension option; and take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 11 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada the Lease Agreement with METEJEMEI, LLC for rentable space for the UMC Quick Care and Primary Care at 5860 Losee Road; and take action as deemed appropriate. *(For possible action)*

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

FINAL ACTION:

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

SECTION 3: BUSINESS ITEMS

ITEM NO. 12 Recognize recipients of the annual UMC Foundation Employee Scholarship award; and take any action deemed appropriate. ***(For possible action)***

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

DISCUSSION:

Marsha Al-Sayegh and Aaron Stagg, on behalf of the UMC Foudation, along with John Espinoza, founder of the scholarship award, presented the 2020 UMC Foundation Employee Scholarship Award to the two recipients Alfredo Mejia, Pediatric ER will use the scholarship to further his educator to receive his BSN. Heather Spaulding

FINAL ACTION:

None

ITEM NO. 13 Receive refresher education regarding Public Records, Open Meeting Law and the Local Purchasing Act from James Conway, Assistant General Counsel; and take any action deemed appropriate. ***(For possible action)***

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

DISCUSSION:

James Conway, Assistant General Counsel provided the Board with refresher education on Nevada Law regarding the Public Records Act, Open Meeting Law and the Local Govermnment Purchasing Act.

NRS Chapter 239 – The Public Records Act

- Unless declared by law to be confidential, all books and records of a state or local governmental entity must be made available for the public to inspect, copy or receive a copy.
- Statutory revisions made in 2019 imposed new penalties and requirements on governments regarding public records requests.
- A government entity that willfully fails to comply with NRS Chapter 239 will be subject ot civil monetary fines.

Some of the important changes include limited charges in costs for producing records, additional fees for extraordinary use of personnel or resources is no longer allowed, providing records in an electronic medium and providing records expeditiously as possible.

NRS Chapter 241 - Open Meeting Law amended effective October 1, 2019.
- The intent of Nevada's Open Meeting Law is that the actions of a public body be taken openly and that the public body's deliberations be conducted openly.
- A public meeting may be held by teleconference or videoconference if a quorum is present and a physical location is designated for the meeting where members of the public can attend and participate.
- A public body, under certain circumstances, may now gather to receive training regarding its legal obligations without complying with the Open Meeting Law.
- Under certain circumstances, a subcommittee or working group of a public body must comply with the provisions of the Open Meeting Law.
- A member of a public body may now be found guilty of a misdemeanor and subject to an administrative fine if the member:
  (1) attends a meeting where any violation of the Open Meeting Law occurs;
  (2) has knowledge of the violation; and
  (3) participates in the violation.

No criminal penalty or administrative fine may be imposed on the member of the public body if the violation was the result of legal advice provided by an attorney employed or retained by the public body.

Chair O'Reilly asked if all meetings are being monitored to make sure that the Open Meeting Law is not being violated. Mr. Conway confirmed that all meeting actions are monitored.

NRS Chapter 332 - Local Government Purchasing Act

The notable changes include:

- A local government entity must botain at lease one written quoate for contracts valued at $50K or below; two are required for contracts between $50K and $100K.
- For contracts above $100K, an advertisement for solicitations is required unless a competitive bidding exemption applies.
- The following additional statutory changes added in 2019 resulted in the following competitive bidding exemptions:
  - Maintenance and support for computer hardware and software.
  - Equipment containing hardware or software for computers.
  - The purchase of goods commonly used by hospitals (e.g., medical equipment, implantable devices and pharmaceuticals).

-Prevailing wages must be paid for public works projects with an estimated cost of $100K or more.

FINAL ACTION:

None

ITEM NO. 14 Review and discuss the Governing Board 2021 Action Plan, to include a presentation from Patricia Scott, Quality Patient Safety & Regulatory Officer, to provide a Joint Commission accreditation survey debriefing; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**

- 2021 TJC Survey Findings Update Presentation

DISCUSSION:

Patricia Scott, Quality Patient Safety & Regulatory Officer, provided a debrief of the Joint Commission accreditation survey, which took place on April 27 -30, 2021. The 4-day survey included a total of 7 surveyors: 2 physicians, 4 nurses and 1 engineer, reviewing life safety, ambulatory locations and patient tracers throughout the facility. The surveyors were very complimentary of the organization and staff. They especially enjoyed the Governing Board meeting.

The survey consisted of individual patient tracer activity and there were over 30 patient surveys conducted. A review of competence, data management ermergency management, environment of care, infection control, leadership, life safety, medical staff and medication management were included in the system tracer activity.

The Patient Safer Matrix, which measures high, moderate or low risk items, were discussed. This will allow the organization to prioritize standards and elements of performance. Standards and elements of performance were reviewed, while also surveying the Medicare conditions of participation. There were no conditional CMS findings.

Survey findings included environment of care, medication management and provision of care, as well as other areas for improvement. These areas will require more indepth action planning. Approximately 50% of the plan of action, which is due on July 2^{nd}, has been corrected and completed.

Full accreditation will be awarded by the Joint Commission after the plan of correction has been submitted and approved in July.

Ms. Scott thanked the Board and the leadership team for their support.

The discussion continued regarding the process and the timeline involved in correcting the Safer Matrix issues identified issues and how the codes presented relate to the survey findings.

Mr. Van Houweling added that there was a State Survey that took place the following week.

There was less than 1% of items in the facility that needed correction.

FINAL ACTION:

None

ITEM NO. 15 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 held on Wednesday, May 19, 2021 at 2:02pm. There was a quorum in attendance. There was no public comment and minutes and the agenda were both approved unanimously.

The April FY21 financial statements were reviewed. Revenue and monthly volumes continue to strengthen. Expenses continue to exceed prior year followed by contract labor and SWB, which were over budget due to the high cost of contract labor.

Management is beginning to review the budget in comparison to the pre-pandemic levels of 2019. The cash position of the hospital is strong. Federal supplemental payments are still behind.

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

There was one emerging issue regarding the Legislative update, which was provided by Carissa Rey on the Public Option bill.

There were no public comments and the meeting adjourned at 3:04 PM.

FINAL ACTION:

None

ITEM NO. 16 Receive the monthly financial report for April FY21; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
April FY 2021 Financial Report

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial report for April FY21.

April 2021 was a very good month. Ms. Wakem reminded the Board that April of 2020 was the worst month in volumes and financially.

In key indicators for April were, admissions were 30% higher than prior year. The AADC showed an average of 541 for the month. Inpatient and outpatient surgery volumes were strong. There were 15 transplants for the month. Quick cares were up almost 49%, but primary cares were up 70%.

The income statement for the month reflected that it was a great month. Revenue was almost $20 million over prior year. Operating expenses were up, just shy of $5 million. Income from ops was $7.2 million to the positive.

April YTD income from ops showed a loss of $9.1 million. Ms. Wakem informed the Board that April 2020 year to date showed a negative $7.8 million.

Salaries, wages and benefits showed the month favorable $2.3 million over prior year. She added that contract labor has been high; there are internal plans to reduce contract labor along with overtime.

All other expenses show the major increase is in supplies roughly $2.3 million over prior year. The increase due to implants and the increase in surgeries and transplants. COVID expenses and testing were briefly reviewed.

Covid testing has dropped to roughtly 40K test. Vaccination volumes totaled just under 14K for the month of April.

FINAL ACTION:

None

ITEM NO. 17 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:

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

Dean Kahn reminded the Board that school name has changed and it is now know as the the Kirk Kerkorian School of Medicine at UNLV. The name change was approved by the Board of Regents.

The inaugural graduation at the School of Medicine took place on May 7th.The building project remains ahead of schedule and the plan is to take occupancy by the end of summer or early fall of 2022.

A new class of 60 students has been recruited and the MDMBA program is going to begin in September.

A conversation continued regarding low OB volumes nationwide.
FINAL ACTION:

None

ITEM NO. 18 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, UMC CEO provided the following updates:

We had a very successful Joint Commission survey. Great teamwork!

Mask are required in patient care areas. We continue to screen all visitors entering the facility. The café is now open to visitors.

UMC, in strategic partnership with the school of medicine, is the first in market with the purchase of a new ION Robot, for Robotic Bronchosocopy.

Peccole and Nellis Quick Care and Primary Care locations are going through a refresh.

On the legislative update, we are a five days away from the close of the 81st legislative session. Mr. Van Houweling provided a brief update on the status of the following Patient Protection bills that are being discussed:

SB5 – Telehealth;
SB40 – All Payer Claims Data Base;
The Public Option Bills to expand Medicaid;
SB248 – Collection of Medical debt;

Thank you to Susan, Dee, Carissa and the team for their tireless efforts and participation in the bill review process.

We will continue to provide COVID testing and administer COVID vaccines at the UMC Advanced Center for Health, located at 2231 W. Charleston Blvd.

Nursing Research Empowerment Day winners were displayed. The Board was invited to review the research boards after the meeting.

The Nevada Business Magazine named Tony Marinello as the Healthcare Hero for 2021. Congratulations Tony!

Lastly, Mr. Van Houweling updated the Governing Board on the activities of the CBA contract reopener for the COLA wage increase, which is now being ratified. Thank you to the union partners for their cooperation.

FINAL ACTION:

None

SECTION 4: EMERGING ISSUES

ITEM NO. 19 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. ***(For possible action)***

DISCUSSION:

FINAL ACTION:

None

COMMENTS BY THE GENERAL PUBLIC:

Comments from the general public were called. No such comments were heard.

There being no further business to come before the Board at this time, at the hour of 3:05 PM. Chair O'Reilly adjourned the meeting.

APPROVED: June 30, 2021

Minutes Prepared by: Stephanie Ceccarelli, Board Secretary