University Medical Center of Southern Nevada
Governing Board
February 23, 2022

Emerald Conference Room
Delta Point Building – 1st Floor
901 S. Rancho Lane
Wednesday, February 23, 2022
2:00 PM.

The University Medical Center Governing Board met in regular session, at the location and date above, at the hour of 2:00 PM. The meeting was called to order at the hour of 2:07 PM by Chair O'Reilly. The following members were present, which constituted a quorum of the members thereof:

CALL TO ORDER

Board Members:

Present:
John O'Reilly, Chair – via WebEx
Donald Mackay, M.D., Vice-Chair
Laura Lopez-Hobbs
Christian Haase
Renee Franklin – via WebEx
Robyn Caspersen
Harry Hagerty
Jeff Ellis – via WebEx
Mary Lynn Palenik – via WebEx

Ex-Officio Members:

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

Absent:
None

Others Present:
Mason VanHouweling, Chief Executive Officer
Jennifer Wakem, Chief Financial Officer
Tony Marinello, Chief Operating Officer
Kurt Houser, Chief Human Resource Officer
Susan Pitz, General Counsel
Ron Roemer, Director of Clinical Research and Compliance
Danita Cohen, Chief Experience Officer
Shana Tello, Academic and External Affairs Administrator
Stephanie Ceccarelli, Board Secretary
Staff from the Healthy Living Institute
Pat Kelly, President and CEO, Nevada Hospital Association
Kevin Schiller, Deputy County Manager, Clark County

Joanna Jacob, Government Affairs Manager, Clark County
Matthew Driscoll, R&R Partners, Government Affairs Communications Director

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

At this time, Chair O'Reilly turned the meeting over to Vice Chair Mackay to continue running the meeting.

ITEM NO. 2 Approval of Minutes of the regular meeting of the Governing Board on January 26, 2022. *(Available at University Medical Center, Administrative Office) (For possible action)*

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

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

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

SECTION 2. CONSENT ITEMS

ITEM NO. 4 Approve the February 2022 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on February 22, 2022. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- February 2022 Credential 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 December 1, 2021; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- December Hospital Policies and Procedures

ITEM NO. 6 **Approve the Basic Financial Statements and Single Audit Information from BDO USA, LLP, Certified Public Accountants for University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**

- UMC Basic & Single Audit Packet

ITEM NO. 7 **Approve and authorize the Chief Executive Officer to sign the Supply Agreement and its Schedules and Exhibits with Shoulder Innovations for the purchase of shoulder surgery implants; or take action as deemed appropriate. *(For possible action)***

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

ITEM NO. 8 **Approve and authorize the Chief Executive Officer to sign the Amendment Two to RFP2019-16 Service Agreement with Aargon Agency, Inc. d/b/a Aargon Collection Agency for collection agency self-pay bad debt services; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment 2 to Service Agreement

ITEM NO. 9 **Approve and authorize the Chief Executive Officer to sign the Fourth Amendment to Agreement with Change Healthcare Technologies, LLC for renewal of the InterQuallicenses, training and certifications; or take action as deemed appropriate. *(For possible action)***

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

ITEM NO. 10 **Approve and authorize the Chief Executive Officer to sign the Amendment One to SmartForce Workforce Management Software Agreement with Ability Network, Inc. Grant authority for Chief Executive Officer to execute any Amendment or extension within his delegation; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment 1 to Order Form
- Disclosure of Ownership

ITEM NO. 11 **Approve and authorize the Chief Executive Officer to sign the Service Agreement, and exercise any extension options with CyraCom International, Inc. for Translation Services; or take action as deemed appropriate. *(For possible action)***

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

- Disclosure of Ownership

ITEM NO. 12 **Approve and authorize the Chief Executive Officer to sign the Amendment 3 to the Federal Demonstration Partnership (FDP) Cost Reimbursement Subaward for the Western Regional Alliance for Pediatric Emergency Management Program with The Regents of the University of California, San Francisco; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**

- Subaward Amendment

ITEM NO. 13 **Approve and authorize the Chief Executive Officer to sign the Second Amendment to the Provider Agreement, and exercise any extension options with Specialized Delivery Services for Courier Services; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment 2 to Provider Agreement
- Disclosure of Ownership

ITEM NO. 14 **Approve and authorize the Chief Executive Officer to sign the Renewal Change Order, and exercise any extension options with RQI Partners, LLC for the Resuscitation Quality Improvement Program; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Quote
- Program Renewal Change Order
- Disclosure of Ownership

ITEM NO. 15 **Approve and authorize the Chief Executive Officer to sign the Amendment Three to Professional Services Agreement for Hematology and Medical Oncology Clinical Coverage with Robert B. McBeath, M.D., PC d/b/a OptumCare Cancer Care; or take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment 3

FINAL ACTION:

A motion was made by Member Hagerty to approve Items 4-15 on the Consent agenda as recommended. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 16 **Introduction and opening comments from Chairman John O'Reilly regarding the Governing Board 2022 Action Plan; and direct staff accordingly. *(For possible action)***

<u>DOCUMENT(S) SUBMITTED</u>**:**
- None submitted

Chairman O'Reilly provided brief introductory comments regarding the purpose of the agendized Governing Board Action Plan items for today's meeting, which are a result of the survey items that the Board Members would like to focus on and address throughout the year.

<u>FINAL ACTION</u>:
None

ITEM NO. 17 Review UMC's Mission, Vision and Values and discuss updates, if any; and take any action deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- PowerPoint Presentation

<u>DISCUSSION:</u>

Mr. Van Houweling provided a review of UMC's Mission, Vision and Values. He encouraged that any follow-up could be provided to the committees and staff to revisit and refine as necessary. UMC Mission Vision and Values are reviewed during the orientation process for all new hires.

He provided a breakdown of what UMC's Mission is, which is to serve the community by providing patient-centered care in a fiscally responsible and learning focused environment. Our vision is to be the premier academic health center. UMC partners with UNLV to reach this goal. The values that encompass compassion, accountability, integrity and respect were highlighted.

The for pillars of UMC are experience, excellence, employees and economics, which are the core values that continue to support the organization.

<u>FINAL ACTION</u>:
None

ITEM NO. 18 Receive a presentation on outreach efforts provided by UMC's Healthy Living Institute to meet the Southern Nevada community's health needs; and take any action deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>**:**
- PowerPoint Presentation

<u>DISCUSSION:</u>

Danita Cohen, Chief Experience Officer, introduced members of the Healthy Living Institute and gave an overview of some of the activities and education the Healthy Living Institute provides to the community.

HLI has been educating the community for over 20 years. Some activities center around pre-natal classes, providing childbirth education, baby basics and infant/child CPR education, etc. HLI also provides community education classes like Daddy Boot Camp classes for new fathers, Safe Sitter classes for youths, and Float Like a Duck, which is a community partner event providing instruction regarding drowning, burn prevention, hands only CPR and water preparedness.

Other programs that were discussed include Car Seat Safety, a variety of wellness exercise classes, biking safety, social events that are exclusive to seniors in the community and wellness and injury prevention. Ms. Cohen highlighted that HLI has performed over 10K tests and vaccines. All of the programs represent UMC.

FINAL ACTION:
None

ITEM NO. 19 Receive a presentation from Ron Roemer, Director of Clinical Trials Research, regarding the Clinical Trials Research year in review and future activities; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Power Point Presentation

DISCUSSION:

Ron Roemer provided a year in review of the research activities taking place with Clinical Trials Research in the Clinical Trials Office (CTO) and the Institutional Review Board (IRB).

The IRB membership is made up of 8 primary voting members, 5 alternate members and 1 non-scientific member from the community. Members vary from different therapy areas including doctors, nurses and pharmacy. Slides presented showed 263 active IRB studies broken down by facility, department and study type. The largest group studies run by UMC oncology, orthopedic surgery, emergency medicine and pediatrics and the largest groups run by UNLV are surgery and trauma, pulmonary critical care, pediatric surgery and internal medicine. There were a total of 255 IRB submissions processed between December 1, 2020 and November 30, 2021. A breakdown of the types of submissions was provided.

The CTO manages the operations and compliance of trials conducted at UMC for reimbursement. A breakdown of active CTO studies by department, as well as screenings and enrollments by departments was provided.

Member Hagerty stated that this is an opportunity for collaboration between UMC and the medical school.

Dean Kahn added that the school would like to expand clinical trials and this is a key area for alliance and strategy.

FINAL ACTION:

None

ITEM NO. 20 Discuss current and pending legislation impacting UMC and the healthcare industry and discuss 2022 legislative goals; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Shana Tello, Academic and External Affairs Administrator provided a review of the legislation that is currently impacting UMC, as well as the healthcare industry as a whole, the challenges that are experienced, and the goals for the upcoming legislative session. The intent is to provide safe quality care to patients. The focus is centered around patient protection efforts, transparency, and healthcare transactions. Updates were provided on governmental activities and initiatives that UMC is currently working on. There were over 90 bills that were presented during the last legislative session.

Ms. Tello next shared a list of those individuals on UMC's legislative team and the committees that they represent. A high level overview of some of the current legislative and governmental activities that UMC supported or opposed was shown, as well as the future legislative goals and healthcare industry initiatives.

Pat Kelly, President and CEO of the Nevada Hospital Association, thanked the Board for their service to the hospital during these difficult and challenging times. He spoke about the number one issue of hospitals, which is staffing. Nevada needed over 4K RNs and over 3K LPNs to meet the national average. Every state is experiencing problems. Other areas of the hospital are also suffering. A comprehensive look at hospital needs are being discussed. He added that there are several hospitals that are near trouble. The Nevada Healthcare Quarterly Report website lists financial situation hospitals in Nevada. Behavioral health services are suffering greatly. He provided updates on the following bills: SB329 – Mergers and Acquisitions, SB248 – Medical Debt and SB420 – Public Option.

Kevin Schiller, Deputy County Manager, Clark County, stated that behavioral health, substance abuse and housing causes UMC to be the last stop. This ties up the ERs and drives up costs. The goal is to create resources. A pilot program, which will embed care teams with metro has been created to create joint response. COVID has created an opportunity to deliver this service. The discussion continued regarding the focus on programs to assist the homeless, those with substance abuse and those that are COVID impacted. The discussion continued regarding the partnership with managed care organizations and social service efforts. Other areas of focus are the lack of mental health treatment services in the state and those that are undocumented or uninsured.

Joanna Jacob, Government Affairs Manager, Clark County, provided a high level overview of the Children's Behavioral Health Committee which address the emerging behavioral and mental health issues of children. Child Haven supports children who come into county custody for short term care until placement can be found. She describes some of the issues that have been experienced due to unmet mental health needs for children. A pilot program is being created to report out on the particular needs of youth in the community and provide accurate reporting of beds needed. Quick Care clinics will also be able to report. The pilot will be to demonstrate the feasibility of reporting this data. Mr. Schiller highlighted that Child Haven is a licensed child care facility.

Matthew Driscoll, R&R Partners, Government Affairs Communications Director stated that there are a couple of milestones. He anticipates that the next legislative session will be very busy and candidates seeking to serve in 2023 have to register by March 18th and go through primary elections on June 14th. UMC is engaged and committed to be closely involved in the coming legislative session.

Mr. Van Houweling thanked the panel for their time and support.

FINAL ACTION:
None

ITEM NO. 21 Receive a report from the Governing Board Human Resource and Executive Compensation Committee and discuss 2022 initiatives; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Kurt Houser presented the summary of the HR meeting held on January 31, 2022. There was a quorum in attendance. There was no public comment and minutes and the agenda were both approved unanimously.

The Committee reviewed and discussed FY22 CEO Goals for Human Resources and the status on achieving those goals. An action plan to review the engagement survey results has been developed and will be reviewed with leadership. Other goals discussed include improving onboarding processes, implementing market adjustments and succession planning. He stated that the goals are on track for being met.

The Committee next drafted changes to the management plan.

Finally, the Committee discussed and approved staffing for critical care areas.

There were was no emerging issues. There was no public comment and the meeting adjourned at 3:05 PM.

FINAL ACTION:
None

ITEM NO. 22 Receive a report from the Governing Board Strategic Planning Committee and discuss 2022 initiatives; and take any action deemed appropriate. ***(For possible action)***

DISCUSSION:

Member Hagerty provided a report on the activities and priorities of the Strategic Planning Committee held on February 3, 2022.

There was a quorum in attendance. There was no public comment and minutes and the agenda were both approved unanimously.

He stated that the strategic direction of UMC is to become, together with the Kirk Kerkorian School of Medicine at UNLV, the leading Academic Medical Center in Southern Nevada.

The Committee receive a report on the UMC service lines and their performance. CEO goals were summarized and the status of how the goals are being tracked was provided. There is good progress being made in achieving these goals.

Next, there was a brief review of the status of the FY23 budget and also discussion regarding telehealth implementation, and strategic next steps regarding the services that will be provided. An update on the façade masterplan was given.

There was an emerging issue about what the hospital of the future looks like. There was no public comment and the meeting adjourned at 10:59 am.

FINAL ACTION:
None

ITEM NO. 23 Receive a report from the Governing Board Clinical Quality and Professional Affairs Committee and discuss 2022 initiatives; and take any action deemed appropriate. ***(For possible action)***

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

DISCUSSION:

At this time, Vice Chair Mackay provided the Clinical Quality report.

The meeting was held on February 7, 2022 at 3:03 pm. There was a quorum in attendance. There was no public comment and minutes and the agenda were both approved unanimously.

An update on COVID-19 was received from Dr. Asad, Medical Director of Infectious Disease. The Committee also received a report from Ron Roemer on the activities of the Clinical Trial Research activities of CY2021.

Next, Deb Fox, CNO presented an update on the Pathways to Excellence and Magnet journey status. Quality, safety, infection and regulatory updates were reviewed. HCAHPS scores and CEO performance objectives were reviewed. A review of all safety events and grievances was provided. All events were reported timely and action was taken and monitored through the Patient Safety Committee.

UMC Policies and procedures were approved and Medical and Dental Staff Bylaws were also approved.

Emerging issues were identified and there were no public comments and the meeting adjourned at 4:05 p.m.

Next, Dr. Mackay discussed the 2022 Clinical Quality Initiatives. The Committee focuses around 3 main areas, which are Improving the Quality and Safety Program, Patient Experience and Regulatory Compliance.

FINAL ACTION:
None

ITEM NO. 24 Receive a report from the Governing Board Audit and Finance Committee and discuss 2022 initiatives; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Member Caspersen provided a summary of what is done during the Audit and Finance Committee meeting. The primary responsibility is to oversee the financial activities at UMC; which includes a variety of activities such as reviewing the annual budget, managing capital spending and contract review. The committee also reviews the CEO performance goals and reviews labor costs.

Next, Member Caspersen shared a brief report on the meeting held on Wednesday, February 16, 2022 at 2:03 pm. There was a quorum in attendance. There was no public comment and minutes and the agenda were both approved unanimously.

The Committee reviewed the BDO Single Audit report, which is a review of federal funds. There were no findings. Internal audit provided a report on the audit of COVID-19 vaccine cards and how they are managed. There was one finding, which has been resolved, with new controls in place.

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

There were was one emerging issue to invite the County CFO to one of the Audit and Finance meetings. There was no public comment and the meeting adjourned at 3:05 PM.

FINAL ACTION:
None

ITEM NO. 25 Receive the monthly financial report for January FY22; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- January 2022 Financials

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial report for January FY22.

The hospital was busy in January. Key indicators for January showed admissions on budget. AADC was 657. Average length of stay continues to be high at 7.4 days. Acuity remains high. Hospital CMI was 2.07 and Medicare CMI was 2.20, which is a record. Outpatient surgeries were 67% below budget due to stopping elective surgeries during the month. ER visits are on budget. ED to admit was at 20%. Quick cares were over budget by 20%.

The income statement showed almost $11.5 million overall net revenue and other operating expenses above budget $6.4 million. Income from operations was $2.9 million with a budgeted loss of $2 million. Year to date showed positive income of $18.2 million in earnings, with a budgeted loss of $15 million.

Salaries, wages and benefits for January presented the highest expense at $7.6 million over budget. Most labor costs were attributed to increased patient volumes. Opportunities for improvement continue in staffing and labor costs. All other expenses were favorable to budget; supplies are the primary driver due to a decrease in surgeries and implants.

Ms. Wakem next provided an update on the Provider Relief funding that the hospital has received. UMC has applied for additional funding.

Lastly, the Board was provided an update on the FY23 Budget process timeline. The final budget will be submitted to the County on April 28th.

FINAL ACTION:
None

ITEM NO. 26 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**:**
- PowerPoint Presentation

DISCUSSION:

Dr. Vohra, Chief of Staff reported on the operations of the Medical and Dental Staff. As of February 15th, there are 988 Physicians and 150 Advance Practice Professionals. The medical staff elects the leaders of the Medical Executive Committee (MEC), which is comprised of the Chief of Staff, Vice Chief, Secretary/Treasurer, Department Chiefs, 4 Members at Large and the Past Chief of Staff. There are 13 department chiefs. A list of the Department Chief responsibilities, as well as the organization chart for 2022 was shown.

Dr. Vohra next shared the process of credentialing medical staff professionals.

Ongoing projects include medical record completion, documentation improvements and identifying and obtaining needed equipment to improve patient care and safety.

A discussion ensued regarding the credentialing process and the application fees required.

FINAL ACTION:
None

ITEM NO. 27 Receive an update from the Dean of the Kirk Kerkorian, School of Medicine at UNLV, Las Vegas School of Medicine; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

The Medical Education building construction is ahead of schedule. Occupancy is anticipated for the late summer or the fall of 2022. Notification was received at the city Council meeting that additional funds have been received for two additional buildings, a research building and ambulatory/ambulatory care building.

Match day for students is scheduled for May 18th and graduation is coming up soon. This will be the 2nd matched and 2nd graduating class.

Dean Kahn commented on the continued strategic collaboration to create an Academic Health Center that will benefit and care for the community. The school is working with UMC as part of the Build Back Better Act to increase the number of GME positions in Nevada. The deadline to submit the CMS grant applications is March 31st. The conversation continued regarding the application process and strategic growth opportunities for UMC and UNLV.

Lastly, notification was received that the Pediatric Program received full accreditation.

FINAL ACTION:
None

ITEM NO. 28 Receive an update from the Hospital CEO; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- CEO Update Presentation

DISCUSSION:

Mr. Van Houweling provided an update on the following topics:

- COVID stats update – COVID patient volumes have gone down significantly; length of stay should go back to pre-COVID numbers.
- Elective surgeries – Surgery volumes are back to 100%.
- Mask mandate lifted – UMC still follows the guidance of CMS related to masking and vaccines. Masks are still required in patient care areas.
- Monoclonal Antibody Clinic – This service has been suspended.
- Visitor policy – The policy has been adjusted and allows visitors between 9am to 8pm. The policy will be revised as needed.
- Laser therapy for burn scars – In partnership with UNLV, the first in Nevada was performed this month.
- UMC Online Care – This service is now operational.
- Re*Vital*ize UMC – RFP responses due by March 10th
- Elevator refurbish to be complete by March 4th and so far they are looking good.
- UMC was recognized by the American Nursing Organization as Exemplar in the nation for safe staffing ratios.
- On March 8th, UMC will meet with UNLV Health Administration Public Health to partner and build alignment.
- The Car Show will be coming back on April 23rd. This event benefits the Children's Hospital.

FINAL ACTION:
None

ITEM NO. 29 Closing comments by Chairman John O'Reilly and provide any directions to staff on the 2022 Governing Board Action Plan; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Chairman O'Reilly thanked the Board members and staff members for their input at the meeting today. He invited the Board members to submit any questions, suggestions or clarifications regarding the Action Plan to Mr. Van Houweling or himself. He added that an action plan item should be on the agenda every month going forward.

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)*

DISCUSSION:

None

COMMENTS BY THE GENERAL PUBLIC:

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

A motion was made by Member Hagerty to go into closed session pursuant to NRS 241.015(3)(b)(2).

There being no further business to come before the Board at this time, at the hour of 3:21 PM, Vice Chair Mackay 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 450.015(3)(b)(2), to receive information from UMC's Office of General Counsel regarding potential or existing litigation involving a matter over which the Board has supervision, control, jurisdiction or advisory power, and to deliberate toward a decision on the matter; and direct staff accordingly.

The meeting was reconvened in closed session at 3:27 PM.

At the hour of 3:42 PM, the closed session on the above topic ended.

FINAL ACTION:
None

There being no further business to come before the Board at this time, at the hour of 3:42 PM. Vice Chair Mackay adjourned the meeting.

APPROVED: March 30, 2022

Minutes Prepared by Stephanie Ceccarelli