University Medical Center of Southern Nevada
Governing Board Meeting
September 29, 2021

Emerald Conference Room
Delta Point Building (1st Floor)
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, September 29, 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 2:05 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
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. Frederick Lippmann, Chief of Staff
Dr. Marc Kahn, Dean UNLV

Absent:

Others Present:
Tony Marinello, Chief Operating Officer
Jennifer Wakem, Chief Financial Officer
Kurt Houser, Chief Human Resource Officer
Maria Sexton, Chief Information Officer
Danita Cohen, Chief Experience Officer
Susan Pitz, General Counsel
Stephanie Ceccarelli, Board Secretary

SECTION 1. OPENING CEREMONIES

CALL TO ORDER

PLEDGE OF ALLEGIANCE

INVOCATION

ITEM NO. 1 PUBLIC COMMENT

Chair O'Reilly asked if there were any persons present in the audience wishing to be heard on any item on this agenda.

Speakers: None

ITEM NO. 2 Approval of Minutes of the meeting of the UMC Governing Board held on August 25, 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)***

Chairman O'Reilly requested Consent Item 15 will be held for brief discussion later during the meeting.

FINAL ACTION:

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

SECTION 2: CONSENT ITEMS

ITEM NO. 4 Approve the September 2021 Medical and Dental Staff Credentialing Activities for University Medical Center of Southern Nevada (UMC) as authorized by the Medical Executive Committee (MEC) on September 28, 2021; and take action as deemed appropriate. ***(For possible action)***

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

ITEM NO. 5 Approve the performance objectives for the CEO for Fiscal Year 2022 as recommended by the Human Resources and Executive Compensation Committee; and take action as deemed appropriate. (*For possible action*)

DOCUMENT(S) SUBMITTED**:**
- CEO Goals

ITEM NO. 6 Approve the Policy for Vaccination of Healthcare Workers for SARS COVID-19, as recommended by the Human Resources and Executive Compensation Committee; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- HCW Vaccination Policy
- UMC Employee Health Policy 6.1

ITEM NO. 7 Ratify the Cerner System Amendment 11 with Cerner Corporation for the Epic Beaker Transition Project; authorize the Chief Executive Officer to execute future Change Order within his delegation of authority; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Amendment No. 11
- Disclosure of Ownership

ITEM NO. 8 Approve and authorize the Chief Executive Officer to sign the Acknowledgment to Amended and Restated Professional Services Agreement with Robert B. McBeath, M.D., P.C. d/b/a OptumCare Anesthesia; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Acknowledgment and Disclosure of Ownership

ITEM NO. 9 Approve and authorize the Chief Executive Officer to sign the Professional Services Agreement for Internal and Family Medicine Residents and Family Medicine Chief Residents Moonlighting Services, and exercise any extension options with the Board of Regents of the Nevada System of Higher Education for and on behalf of the Kirk Kerkorian School of Medicine at UNLV ("UNLVSOM"); 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 Master Customer Agreement with Sectra, Inc. for the PACS Enterprise Radiology Imaging System; authorize the Chief Executive Officer to exercise any extension/renewal options; or take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 11 Approve and authorize the Chief Executive Officer to sign the Purchase Agreement with KLS-Martin, L.P. for cranial/maxillofacial equipment and supplies; authorize the Chief Executive Officer to exercise any

extension/renewal options; or take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 12 Approve and authorize the Chief Executive Officer to sign the Service Agreement with California Transplant Services, Inc. for Skull Flap Storage; or take action as deemed appropriate. (*For possible action*)

DOCUMENT(S) SUBMITTED**:**
- Skull Flap Storage Agreement
- 501c3 Letter of Determination

ITEM NO. 13 Approve and authorize the Chief Executive Officer to sign the Pricing Agreement with Allergan USA, Inc.; or take action as deemed appropriate. (*For possible action*)

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

ITEM NO. 14 Approve and authorize the Chief Executive Officer to sign the Purchase Agreement with Bio-Rad Laboratories, Inc. and University Medical Center of Southern Nevada for the purchase and maintenance of an Automated Immunohematology System; 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**:**
- Purchase Agreement

ITEM NO. 15 Approve and authorize the Chief Executive Officer to sign the Agreement for Construction Management Services for UMC's Exterior Redesign and Construction Project with Grand Canyon Construction, Inc. d/b/a Grand Canyon Development Partners; authorize the Chief Executive Officer to exercise any extension options or change orders; or take action as deemed appropriate. *(For possible action)*

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

This item will be discussed later during the meeting.

FINAL ACTION:

A motion was made by Member Mackay that Consent Items 4-14 be approved as presented. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 16 Receive annual required training from Rani Gill, Compliance Officer, on compliance for hospital governing boards; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Rani Gill, Compliance Officer provided the refresher annual Compliance Training for the Governing Board.

The goal of compliance is to prevent fraud, waste and abuse. The seven elements of an effective compliance program as outlined by DHHS and OIG include:

1. Policies and procedures,
2. Oversight,
3. Training and education,
4. Open communication,
5. Enforcement of violations,
6. Auditing and monitoring, and finally
7. Corrective actions to identified problems.

The seven elements of the UMC Compliance Program framework are divided into 3 areas: prevention, detection and response. She reviewed the compliance risk areas and national compliance risk areas that the Board needs to be aware of and also stressed the value of communication and responding to the issue in a timely manner.

Governing Board members can support compliance by supplying reasonable oversite and setting a tone from the top, as well as having knowledge of current compliance related issues and risks through quarterly and annual compliance reporting.

The goal of compliance is to be proactive and not reactive. It is an investment and by working together, everyone has a part in setting a culture of compliance.

Chairman O'Reilly invited Ms. Gill to feel free share any compliance issues that needs to be brought to the Board's attention.

FINAL ACTION:
None

ITEM NO. 17 Review and discuss the Governing Board 2021 Action Plan, to include an informational presentation on the Epic System from Maria Sexton, Chief Information Officer; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Maria Sexton, Chief Information Officer, provided a brief update highlighting what has been taking place with Epic over the past 12 months, what is currently in progress and the roadmap moving forward over the next 12 months.

Over the past 12 months Epic implementations have included Phoenix transplant services, Cosmos Patient Data Mining, ambulatory optimization, quick care wait times texting, and surge units/additional beds have been created.

The projects in progress currently include the go-live of Beaker, which is set for November 2nd. Telemedicine expansion is being integrated, as well as RealTime Eligibility and Claims Services, Enterprise Document Management, continued ambulatory optimization and surgery patient status texting. Epic Honor Roll is a 12-month program which includes earning incentives. The areas of focus will include patient experience, population health, financial and ease of use for providers. The conversation continued with UMC's Epic Gold Star status and opportunities of improvement in the program. We are currently at 5-star status.

Future plans with Epic include Healthy Planet, which is an integrated population health platform. Bones orthopedic and wisdom dental modules, Epic On My Way, texting for primary care appointments and statement availability are also on the 12-month roadmap. Hyperdrive conversion will speed up the Epic platform.

Two internal Epic Post-UGM meetings are planned for September 30th and October 5th for those who attended the seminar.

Ms. Sexton confirmed that UMC's software systems are all integrated and supported by Epic.

FINAL ACTION:
None

ITEM NO. 18 Receive an update 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 meeting held on Thursday, September 21, 2021 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 the Human Resources FY22 CEO performance objectives and the overall FY22 CEO Performance plan, which were both approved. Next, there was a discussion regarding the UMC Vaccination Policy for Healthcare Workers, which will be effective November 1st and all UMC employees will need to be vaccinated by November 1st. This item was also approved by the Committee. Finally, the Committee had a discussion regarding the current nursing shortage and UMC's nursing staff recruitment efforts.

There were no emerging issues identified and no public comments. The meeting adjourned at 3:00 p.m.

FINAL ACTION:
None

ITEM NO. 19 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, September 22, 2021 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 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.

The Committee received a report from UMC's Internal Auditor; there were no finding to report as a result of the audit. An informational presentation on Epic Systems was also received. Financial results from July and August FY22 and year to date financials were reviewed.

There was focus on trending stats, data functions and financial results. Key financial indicators were also reviewed, as well as COVID expenses. There was in depth discussion on capital plan spending. Cash flow is strong and liquidity is good.

There were no emerging issues, no public comment and the meeting adjourned at 3:38 PM.

FINAL ACTION:
None

ITEM NO. 20 Receive the monthly financial report for July and August FY22; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
July and August FY22 Financials

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial reports for July and August FY22.

The key indicators for July showed significant volume. Admissions were 1,917, almost 10% over prior year. The AADC had an average of 602 for the month and acuity remains high. Hospital CMI was 1.91 and Medicare CMI was 1.94. There were 891 inpatient surgeries, which was a record. ER visits totaled 9,920. Quick cares were up 18% and volumes continue to be strong.

The income statement for the month showed net revenue over budget $7.6 million and expenses were over budget $5.3 million. Total income from ops showed positive earnings of almost $500k.

Salaries, wages and benefits were over budget due to increased volumes; overtime continues to be high. She reminded the Board of the nursing shortage and the internal plans to reduce contract labor, along with overtime. HR recently held a very successful hiring fair with 18 new hires and we are receiving assistance with nursing recruitment through our current vendor.

All other expenses in July show supplies significantly over prior year due to volume. A discussion ensued regarding the budget offset.

Next was a review of the key indicators for August, which also showed significant volume. Admissions were 1,904. The AADC set a record at 675 for the month and acuity remains high. Hospital CMI was 1.87 and Medicare CMI was at 2.04. Inpatient surgeries are 3% over budget and outpatient surgeries were 9% above budget. ER visits were 6% over budget. Quick cares volumes continue to be strong, setting a new record high of 17,472.

The income statement for the month of August showed net revenue over budget $10.5 million and operating expenses were over budget $4.5 million. Total income from ops showed positive earnings of $4.3 million.

Salaries, wages and benefits and other expenses were consistent with prior month. There was continued discussion regarding the adjusted average daily census and patient length of stay.

FINAL ACTION:

None

ITEM NO. 21 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:

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

Construction continues ahead of schedule. The medical education building is taking shape and the goal is to take occupancy by the end of summer or early fall of 2022.

The School is entertaining an opportunity to attain funding for an ambulatory clinical building and research building, which will have generational impact in the community. Strategic planning for the academic health center continues.

Over 1,440 applications have been received for the medical staff. There have been continued discussions regarding strategically improving the GME program.

The school is also working with UMC to expand the number of clinical trials that are being done. There was continued discussion regarding challenges in the debates over masks and vaccination status within the community.

FINAL ACTION:
None

ITEM NO. 22 Receive an update from the Hospital CEO; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION:

Mason Van Houweling, UMC CEO provided the following updates:

- COVID Statistics – 45 in-house
- Mandatory vaccines and boosters - UMC has adopted a new vaccination policy requiring all employees must be fully vaccinated effective November 1st. Pfizer has approval for 3rd dose and boosters and Moderna has been approved for the 3rd dose. Shots available beginning October 4th.
- RN Job Fair – There were 18 on-the-spot offers to nurses.
- Brief update provided on the Façade project manager
- Elevator refurbish underway throughout the hospital
- Privacy curtains and blinds are being replaced
- UMC received the Platinum Award and Hope Award from Nevada Donor Network
- Organizational Excellence Award from National Palliative Care Association
- TIP (Trauma Intervention Program) recognizes UMC as a state leader
- UMC in the News – Healthcare Heroes, COVID Recovery Clinic, Unvaccinated Cases
- UMC Foundation “Grateful Patient” Program
- UMC Foundation 5K – October 16th at Sunset Park – 8:00 am
- Dr. Vohra was recognized for achieving 30 years of service – Congratulations Dr. Vohra!

- Carissa Rey is leaving UMC to pursue an opportunity with another facility. Ms. Rey thanked UMC for all of the support and opportunities she has received.

FINAL ACTION:
None

At this time the Board returned to discuss Item 15.

ITEM NO. 15 Approve and authorize the Chief Executive Officer to sign the Agreement for Construction Management Services for UMC's Exterior Redesign and Construction Project with Grand Canyon Construction, Inc. d/b/a Grand Canyon Development Partners; authorize the Chief Executive Officer to exercise any extension options or change orders; or take action as deemed appropriate*. (For possible action)*

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

DISCUSSION:

None

FINAL ACTION:

A motion was made by Member Mackay that Item 15 be approved as presented. Motion carried by unanimous vote.

SECTION 4: EMERGING ISSUES

ITEM NO. 23 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. *(For possible action)*

DISCUSSION:

Ex-Officio Member Dr. Lippmann informed the Board that a memorandum would be going out requiring all privileged providers at UMC to be vaccinated.

Sanctions to providers out of compliance have been reinstituted. There are currently over 130 providers on suspension.

FINAL ACTION:
None

<u>COMMENTS BY THE GENERAL PUBLIC</u>:

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

A motion was made by Member Caspersen 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 3:37 PM, Chair O'Reilly adjourned the meeting, and the Board recessed to go into closed session.

<u>SECTION 5: CLOSED SESSION</u>

ITEM NO. 24 Go into closed session, NRS 241.015(3)(b)(2), to receive information from the General Counsel regarding potential or existing litigation involving matters over which the Board had supervision, control, jurisdiction or advisory power, and to deliberate toward a decision on the matters; and direct staff accordingly. *(For possible action)*

The meeting was reconvened in closed session at 3:44 PM.

At the hour of 4:02 PM, the closed session on the above topic ended.

<u>FINAL ACTION TAKEN:</u>

None

There being no further business to come before the Board at this time, at the hour of 4:02 PM. Chair O'Reilly adjourned the meeting.

APPROVED: October 27, 2021

Minutes Prepared by: Stephanie Ceccarelli, Board Secretary