University Medical Center of Southern Nevada
Governing Board Meeting
February 22, 2023

Emerald Conference Room
Delta Point Building (1st Floor)
901 Rancho Lane
Las Vegas, Clark County, Nevada
Wednesday, February 22, 2023
1:00 PM.

The University Medical Center Governing Board met in regular session, at the location and date above, at the hour of 1:00 PM. The meeting was called to order at the hour of 1:05 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
Harry Hagerty
Jeff Ellis (via WebEx)
Mary Lynn Palenik (via WebEx)

Ex-Officio Members:

Present:
Steve Weitman, Ex-Officio
Dr. Meena Vohra, Chief of Staff
Dr. Marc Kahn, Dean of Kirk Kerkorian SOM at UNLV

Absent:

Others Present:
Mason Van Houweling, Chief Executive Officer
Tony Marinello, Chief Operating Officer
Jennifer Wakem, Chief Financial Officer
Danita Cohen, Chief Experience Officer
Senator Fabian Doñate, Nevada Legislature
Ron Roemer, Director of Clinical Research and Compliance
Jamie King, Director of Pharmacy
Douglas Moser, Director of Materials Management
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 January 25, 2023. ***(Available at University Medical Center, Administrative Office) (For possible action)***

The minutes were amended to reflect that Member Hagerty was present and in attendance at the meeting.

FINAL ACTION:

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

SECTION 2: CONSENT ITEMS

ITEM NO. 4 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 December 7, 2022 and January 4, 2023; and take action as deemed appropriate. ***(For possible action)***

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

ITEM NO. 5 Approve and recommend approval by the Board of Hospital Trustees the proposed amendments to the UMC Medical and Dental Staff Bylaws and Rules and Regulations; as approved and recommended by the Medical and

Executive Committee on October 25, 2022; and take action as deemed appropriate. (For possible action)

<u>DOCUMENT(S) SUBMITTED</u>:
- Bylaws Summary
- Bylaws

ITEM NO. 6 Ratify the Amendment Number Two to Provider Services Agreement with Intermountain IPA NV, LLC f/k/a HCP IPA Nevada, LLC for managed care services; or take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>:
- Amendment Two
- Disclosure of Ownership

ITEM NO. 7 Approve and authorize the Chief Executive Officer to sign the Amendment Number Two to Provider Agreement with P3 Health Partners-Nevada, LLC for Managed Care Services; and take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>:
- Provider Agreement
- Disclosure of Ownership

ITEM NO. 8 Approve and authorize the Chief Executive Officer to sign the Amendment 1 to Specimen Collection Pricing & Commitment Agreement with Becton, Dickson and Company for specimen collection tubes and related supplies; authorize the Chief Executive Officer to execute any future amendments or renewals within his delegation of authority; or take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>:
- Amendment One to Pricing and Commitment Agreement
- Disclosure of Ownership

ITEM NO. 9 Approve and authorize the Chief Executive Officer to sign the Service Agreement with Eaton Corporation Electrical Engineering Services & Systems for Arc Flash Analysis; or take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>:
- General Terms and Conditions
- Response to Request for Proposal
- Disclosure of Ownership

ITEM NO. 10 Approve and authorize the Chief Executive Officer to sign the Purchaser Services Agreement with Emerald Textile Services, Utah, LLC for linen management and distribution services; or take action as deemed appropriate. *(For possible action)*

<u>DOCUMENT(S) SUBMITTED</u>:

- Purchase Services Agreement
- Sourcing Letter
- Disclosure of Ownership

ITEM NO. 11 Approve and authorize the Chief Executive Officer to sign the Software Use Agreement with Strata Decision Technology, LLC for financial planning and decision support software subscription; authorize the Chief Executive Officer to execute extensions and amendments within his yearly delegation of authority; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Software Use Agreement - Redacted

ITEM NO. 12 Approve and authorize the Chief Executive Officer to sign the Service Agreement with NOVA Geotechnical and Inspection Services, LLC d/b/a Universal Engineering Sciences for special inspections and material testing services; authorize the Chief Executive Officer to execute the extension option and amendments within the not-to-exceed amount of this Agreement; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Service Agreement

ITEM NO. 13 Approve and authorize the Chief Executive Officer to sign the Agreements with WellSky Corporation for blood bank software; authorize the Chief Executive Officer to execute amendments within his delegation of authority; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Order Form – Redacted
- Master License and Services Agreement
- Disclosure of Ownership

ITEM NO. 14 Approve and authorize the Chief Executive Officer to sign the Amendments to Lease Agreement with PNC Bank, National Association for endoscopy scopes and video imaging equipment; authorize the Chief Executive Officer to execute future amendments or renewals; or take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 15 Approve and authorize the Chief Executive Officer to sign the Agreement with ELITechGroup MDX LLC for Reagent Ordering & Service Support; authorize the Chief Executive Officer to exercise any extension options; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Service Agreement – Redacted

- Disclosure of Ownership

ITEM NO. 16 Approve and authorize the Chief Executive Officer to sign the 340B Split Billing Services Agreement and the 340B Contract Pharmacy Services Agreement with Verity Solutions Group, Inc. for 340B administrator services; authorize the Chief Executive Officer to execute any extension options and amendments within his yearly delegation of authority; or take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Contract Pharmacy Services Agreement
- Split Billing Agreement
- Business Associate Agreement
- Sourcing Letter
- Disclosure of Ownership

ITEM NO. 17 Approve and authorize the Chief Executive Officer to sign the Agreement with T Evans RNFA, LLC for Contractor Services; authorize the Chief Executive Officer to exercise any extension options; or take action as deemed appropriate. *(For possible action)*

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

ITEM NO. 18 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Amendment One to Master Professional Services Agreement with Medicus Healthcare Solutions, LLC for anesthesia locum tenens and CRNA staffing 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)*

DOCUMENT(S) SUBMITTED:
- Master Professional Services Agreement – Amendment 1

FINAL ACTION:

A motion was made by Member Franklin that Consent Items 4-18 be approved as presented. Motion carried by unanimous vote.

SECTION 3: BUSINESS ITEMS

ITEM NO. 19 Introduction and opening comments from Chairman John O'Reilly regarding the Governing Board 2023 Action Plan; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED:
None

Chairman O'Reilly provided brief introductory comments regarding the purpose of the agendized Governing Board 2023 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. Board Members are encouraged to share additional topics they would like to discuss with the purpose of providing continued improvement in the care and service UMC gives to the community.

FINAL ACTION:
None

ITEM NO. 20 Receive a presentation regarding a UMC patient's experience; and direct staff accordingly. *(For possible action)*

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

Danita Cohen, Chief Experience Officer shared a video presentation of a family that was helped by the UMC Lion's Burn Care Unit after a fire. The video shared the family's journey and updates were provided on their progress.

Ms. Cohen let the Board know that patient success stories are aired on a show called UMC Digest, which runs on Clark County television.

Chair O'Reilly added that the video shows the importance of what has been done at UMC through the decades and the uniqueness, in part, that it has the only burn care center in the region. He urged the members to continue to focus on the importance of having UMC grow, along with UNLV, as an Academic Health Center in order to better serve our patients and the community.

FINAL ACTION:
None

At this time, the Board heard the presentation for Item 22.

ITEM NO. 22 Receive a presentation from Ron Roemer, Director of Director of Clinical Research and Compliance, regarding Clinical Trials Research, year in review and future activities; and direct staff accordingly. *(For possible action)*

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

DISCUSSION:

Ron Roemer provided a review of the research activities that took place with Clinical Trials Research in the Clinical Trials Office (CTO) and the Institutional Review Board (IRB) in 2022.

As of November 30, 2022, there were 266 active IRB studies, 154 with UMC and 99 with UNLV. A slide with a breakdown of studies done by facility, department and study type was shown. The largest group studies run by UMC were in orthopedic surgery, emergency medicine, pediatrics and infectious disease. The largest groups run by UNLV were in surgery, internal medicine, OBGYN and plastic surgery. There were a total of 190 IRB submissions processed between December 1, 2021 and November 30, 2022. 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. Currently, there are 25 active clinical trials, seven of which are with UNLV. He noted that there has been a decline in COVID studies.

Monthly collaborative research meetings are ongoing with UNLV. Lastly, he reviewed 2 new studies that UMC will be working on in the future.

Dean Kahn mentioned that the school is has a research pharmacy that is being set up to benefit clinical trial patients. There was continued discussion regarding this subject matter.

Chair O'Reilly requested follow up with staff regarding the financial reports related to the clinical trials.

FINAL ACTION:
None

At this time, Item 21 was heard.

ITEM NO. 21 Receive an update from Senator Fabian Doñate, Chair of the Senate Health and Human Services Committee, regarding the current Nevada Legislative session; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Mr. Van Houweling introduced Senator Fabian Doñate, who serves as Democratic Co-Majority Whip and representative of District 10. The Senator also serves as Chair of the Senate HHS, Vice-Chair of Revenue and Economic Development and a member of Senate Education.

Chair O'Reilly also gave a warm welcome to the Senator.

Senator Doñate began the discussion by sharing a little background of himself. He went on to discuss what to look for in the upcoming legislative session and what does healthcare look like post COVID-19 and the work surrounding COVID-19 recovery efforts. There are reforms that we should begin working on now to prepare for future pandemics and future emergencies. He continued the discussion by speaking of bills that are being discussed that will create funding resources that will help healthcare systems throughout the city. This will ensure that the funds are available to public health pandemics within the community.

Some of the efforts that are being looked at in this legislature is to expand access to care and focus on sustainable health and health funding overall.

Senator Doñate next provided an overview of Senate Bill 182 regarding open and closed meeting, as well as other infrastructure bills that he is working on.

Lastly, the Senator thanked UMC for the work that was done during the COVID-19 recovery efforts.

The discussion continued regarding COVID-19 relief and recover, what lessons could be learned from the challenges that we faced and how we can prepare for the future. There was also a brief comment by Chairman O'Reilly regarding legislation that could assist UMC and UNLV in their exclusive relationship to establish an Academic Health Center to serve the benefits of the community and entire region.

Thank you Senator for your support.

FINAL ACTION:
None

ITEM NO. 23 Receive an educational presentation from Jamie King, Director of Pharmacy, regarding the 340B Program at UMC; and take any action deemed appropriate. ***(For possible action)***

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

DISCUSSION:

Jamie King, Director of Pharmacy provided a high-level overview of the 340B drug pricing program.

The program requires pharmaceutical manufacturers to provide discounts to covered outpatient drugs and covered entities. The savings can be 40-60%. The purpose of the program is to allow hospitals to stretch scarce federal dollars to care for vulnerable populations. HRSA oversees this program.

UMC joined the 340B Program in 1994. UMC is a covered entity due to the disproportionate amount of uninsured and underinsured patients that are served at the hospital. Contract pharmacy arrangements allow us to retain savings for UMC and our patients. Referral prescriptions may be captured with appropriate follow up and documentation. UMC is transparent with the 340B program and in FY21 we received $11.4 million in net savings. Ms. King explained how the contract pharmacy arrangement works.

The discussion continued regarding ongoing litigation regarding CMS decreased payments, attacks on contract pharmacies and the impacts these attacks have had on UMC, as well as the next steps for UMC in advocacy, education, transparency and work with legislators to protect the program.

Dean Kahn commented that this program is essential for building specialty services like oncology and rheumatology, both of which require the use of expensive medication.

A discussion ensued regarding the benefits of reopening an outpatient and wellness pharmacy at UMC and the impact of an evolving healthcare pharmacy business.

Chairman O'Reilly asked that Ms. Wakem provide a financial summary/report on pharmacy for a future discussion.

FINAL ACTION:
None

ITEM NO. 24 Receive a presentation from Douglas Moser, Director of Materials Management regarding Supply Chain; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
Presentation

DISCUSSION:

Douglas Moser, Director of Materials Management provided a presentation on 4th quarter supply chain purchasing activities.

Compliance trends have risen since COVID-19. The team has worked hard to get to the proper tier of optimization through our GPO. Two areas of opportunity for improvement are in orthopedic internal/external fixation and regenerative tissue wound care. Mr. Moser pointed out RIWC, Right Item Wrong Channel, which means we are buying the right product, but from the wrong vendor. This is being monitored daily on the HealthTrust site. This year the supply chain has realized $1.2 million in rebates and savings. The discussion continued regarding the savings that are being pursued.

Inflationary outlook and market and pricing outlook for 2023 and 2024 was briefly discussed. UMC uses HealthTrust for approximately 87% of purchases. The discussion continued with a review of the goals that are in place for this year to improve performance. The overall compliance goal for the department is 90%.

FINAL ACTION:

None

ITEM NO. 25 Receive an update on the status of FY23 Organizational Performance Goals; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Mr. Van Houweling provided an update of the overall Organizational Performance Goals for FY2023. There are 4 Committees and each Committee sets goals for the new fiscal year.

Audit and Finance: There are 4 goals. We are on target to hit 2 goals. There is a struggle with the budget and length of stay.

Clinical Quality: There are 5 goals. With infection control measures, we are meeting half of the goals currently. Telemedicine and breast cancer screening goals are being met and doing well with Google and Yelp surveys. We are anticipating the Joint Commission survey before the end of the fiscal year.

Human Resources: Four out of 5 goals are being met at this time. The team is working to lower its recruitment time to hire.

Strategic planning – There are 3 goals that are all on target regarding the growth in the Medical District, the sacred six and our relationship to strategically align with UNLV as an Academic Health Center.

FINAL ACTION:

None

ITEM NO. 26 Receive the monthly financial report for January FY23; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
January FY23 Financials

DISCUSSION:

Ms. Wakem provided a summary of the monthly financial reports for January FY23.

Admissions were 4% over budget and AADC was 652.
Length of stay was just over 7 days, but slightly lower than prior year.
Hospital acuity was down 1.79. Medicare CMI dropped 1.89.
Inpatient surgeries were 6% below budget and outpatient surgeries were down 13%. There are still challenges with anesthesia.
Outpatient surgery cases were down 13%.
There were 16 transplants for the month.
ER visits were on budget and 22.5% of patients coming through the emergency room are being admitted.

Quick cares were down 18% and primary cares were 33% above budget; Peccole, Centennial and Summerlin were the stand outs.
There were 526 telehealth visits and 1,431 in Orthopedic Clinic visits.
Deliveries were 28% above budget. A discussion ensued regarding the stats regarding observation conversion patients and the creation of a stand-alone clinic. Ms. Wakem added that we are working on creating a continuity clinic to reduce the number of individuals that come to the emergency room for non-emergency issues.

The income statement showed operating revenue over budget approximately $5 million. Total operating expenses was over budget approximately $7 million. Earnings before depreciation and amortization were positive $1.8 million on an anticipated budget of $3.7 million, which left a deficit of approximately $1.7 million.

Income statement YTD shows revenue up $15.4 and expenses are up $22.7 million; earnings were $14.3 million, which is approximately $7 million below budget. An increase is anticipated in surgical cases and federal supplemental payments are expected.

SWB was over budget $3.7 million, due to unbudgeted anesthesia and orthopedic hires. Overtime was slightly over budget 6.95%

All other expenses were showing supplies up primarily due to implant and transplants cases. Purchased services is up $1.1 million.

FINAL ACTION:

None

ITEM NO. 27 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:

Chair O'Reilly introduced Dr. Vohra, Chief of Staff and added that we may receive reports more often to comply with comments noted from the Governing Board survey.

Dr. Vohra reviewed the Medical Staff organizational chart which showed a breakdown of the departments and physicians. She next reviewed medical staff office accomplishments, which include decreasing the 15 day medical record delinquency rate from 80% to 4.1%, the department Chiefs' involvement in reporting at MEC, urgent button for radiological procedures, an extra computer for the physician dictation room and the availability of IT/EPIC/HIM staff in the physicians' lounge to assist physicians, policy updates, security enhancement, department meetings reinstituted, to name a few.

Some of the items that are work in progress include verbal order compliance within 48 hours, H&P compliance within 24 hours, brief Op Note/ Operative/Procedure note compliance, educational/informational note holders in the physician lounge and

About 195 physicians have been credentialed in the past year. Average days to process went up including initial applications processed, due to multiple emergency and temporary privileges granted to surgeons and anesthesiologists during the year.

Mr. Van Houweling added that the Med Staff team does a good job in welcoming new physicians to UMC.

FINAL ACTION:

None

ITEM NO. 28 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.

We are in the thick of the legislative session. Grant bills for GME funding are being monitored. More than half of the students do their residency here and he emphasized the need for more GME funding.

The school is hoping to get more funding to increase the class size up to 66 students per class. The hope is to have 90 students per class by 2030. Legislative activity regarding mental health, mal practice and provider laws were discussed. These are items that the school is working on.

March 17th is the Match to find out where students are going and which are coming into the collective programs at UNLV.

A discussion ensued regarding the legislative wish list at UNLV. The Dean responded that their legislative wishes align with UMC, UNR and UNLV.

Chair O'Reilly asked how we are doing with the selection process for Residents. The Dean will provide an update on this topic after the March 17th Match ceremony; 98% of students come from Nevada. There was continued discussion regarding this subject matter.

FINAL ACTION:

None

ITEM NO. 29 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:

The Hospital Association Guide for the Legislative Session was provided.
Shana and Jessica is a 4th year UNLV Administration doing a resident survey.

- Mr. Van Houweling announced that the façade project was approved by the Board of County Commission. Thank you to facilities team, legal team, operations team, Shana Tello and Carissa Rey. Thank you to the team and the Board. We are very excited to get the party started and there will be a ground opening in mid-March.
  Chair O'Reilly added on behalf of the Board – thank you! This has been a focus of the Board for many years.

- Surveys – the last final survey regarding the incident at the hospital showed zero findings and the process was better. Thank you Patty Scott for your leadership. We were recertified for a level 3 NICU Joint Commission survey is coming. The Trauma Survey – will be coming up later this year.
- UMC Center for Transplantation - We did our first pancreas transplant in January. Transplant Center awards were highlighted.
- Lions Burn Care 3-year reverification was achieved.
- Anesthesia – We have 33 providers to date. Working to get 45 total.
- ED CT/X-ray on trauma IR replacement will be happening this week
- Aliante grand opening will be February 28th at 10am
- RJ Op Ed – Metropolitan anchor hospitals
- Nevada Healthcare Legislative guide was provided
- PERS contribution changes – this year the change will be 3.75%. This is the largest increase to date. This is a $10 million contribution in total.
- Leadership symposium- All supervisors and managers were invited to attend a quarterly leadership update to review strategies and goals.
- Real Vegas Most Magnificent Men will be February 23rd at 6pm to honor Chairman John O'Reilly.

There was continued discussion regarding the Governor's position on the subject of increased Medicaid and Residency GME positions in our state and a global Medicaid rate.

FINAL ACTION:
None

ITEM NO. 30 Closing comments from Chairman John O'Reilly; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
None

DISCUSSION:

Chairman O'Reilly provided closing comments referring to the 2023 Governing Board Action Plan. We will summarize topics and monitor them throughout the year to make sure we are on track to addressing the issues of interest and concern to the Board. Any suggestions are always welcome.

FINAL ACTION:
None

SECTION 4: EMERGING ISSUES

ITEM NO. 31 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 Franklin to go into closed session.

There being no further business to come before the Board at this time, at the hour of 3:22 PM, Chair O'Reilly adjourned the meeting, and the Board recessed to go into closed session.

SECTION 5: CLOSED SESSION

ITEM NO. 32 Go into closed session pursuant to NRS 450.140(3) to discuss new or material expansion of UMC's health care services and hospital facilities.

ITEM NO. 33 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 3:22PM.

At the hour of 4:55 PM, the closed session on the above topics ended.

<u>FINAL ACTION TAKEN:</u>

None

There being no further business to come before the Board at this time, at the hour of 4:55 PM. Chair O'Reilly adjourned the meeting.

APPROVED: March 29, 2023

Minutes Prepared by: Stephanie Ceccarelli, Board Secretary