University Medical Center of Southern Nevada
Governing Board
June 22, 2016

UMC Emerald Room
901 Rancho Lane, Suite 180
Las Vegas, Clark County, Nevada
Wednesday June 22, 2016
2:00 p.m.

The University Medical Center Governing Board met in regular session, at the regular place of meeting in the Emerald Room, 901 Rancho Lane, Suite 180, Las Vegas, Clark County, Nevada, on Wednesday, June 22, 2016, at the hour of 2:00 p.m. The meeting was called to order at the hour of 2:10 p.m. by Chair John O'Reilly and the following members were present, which constituted a quorum of the members thereof:

CALL TO ORDER

Board Members:

Present:
John O'Reilly, Chair
Eileen Raney, Vice Chair
Renee Franklin
Donald Mackay, M.D.
Harry Hagerty
Laura Lopez-Hobbs
Jeff Ellis

Absent:
Michael Saltman - Excused

Ex-Officio Members:

Present:
Thomas Schwenk, M.D., Dean, University of Nevada School of Medicine

Absent:
Barbara Atkinson, M.D, Planning Dean, UNLV School of Medicine (Excused)

Also Present:
Mason VanHouweling, Chief Executive Officer
Susan Pitz, General Counsel
Terra Lovelin, Board Secretary

SECTION 1. OPENING CEREMONIES

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.

Speaker(s): None

ITEM NO. 2 Approval of minutes of the regular meeting of the UMC Governing Board on May 25, 2016. *(Available at* University *Medical Center, Administrative Office) (For possible action)*

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

SECTION 2. BUSINESS ITEMS

ITEM NO. 4 Receive an update by Mr. Ryan Wheeler, Deputy Project Director for Project Neon and NDOT. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Project Neon Update

DISCUSSION: Chair O'Reilly introduced Mr. Wheeler and thanked him for being present today to give an update on the project.

The current contracted budget with the contractor is $560 million dollars but the final cost is over $1 billion with right of way acquisitions.

When improvements are complete at the spaghetti bowl, specifically 95 east to south on I-15, this will be upgraded to an A/B level, from its current grade of D/F.

Chair O'Reilly asked what the traffic count at Charleston and 215 is now and what will it be in the future.

Mr. Wheeler replied he will get back to him with the specific counts as soon as he gets that information.

One notable improvement from the project will be at Bearden, which is currently a very fragmented road. They are making this street into a through route all the way to Shadow Lane which will give EMS direct access to the ED and Trauma Center.

Jorge Cervantes with the City Manager's Office, City of Las Vegas explained that they have a project that will be going on concurrently with Project Neon where they are realigning Bearden with signals. They are also working on a project to improve Shadow Lane.

Mr. Wheeler explained that next month they should start to see major construction activities. The department will communicate the impacts to the public frequently as certain off ramps could be closed for as long as three months.

Summary of impacts:
-New connection at Grand Central Parkway to Western
-No impacts to I-15 mainline
-No impact to US 95 mainline
-MLK closed between Oakey and I-15 Southbound on ramp
-Spaghetti bowl ramp detour
-3 ramp closures: MLK on-ramp to US 95 North, I-15 to MLK Boulevard and US 95 Southbound to Rancho Exit
-US95 Mainline: 2017 Season
-No impacts to I-15 mainline until the 2018 season
-MLK will be closed for about 4 months between Oakey and I-15 southbound

This information could change as the design changes so Mr. Wheeler and his team have multiple social media accounts such as Facebook, LinkedIn, and Twitter as well as a website and frequent email blasts. There is also a hotline number and they are working with local media to help disseminate information.

Doctor Mackay asked if consideration was given to having an entry exit point at Alta and I-15.

Mr. Wheeler responded that consideration was given but not designed because there are currently on and off ramps that are very close to the spaghetti bowl.

It was asked of the Board if they had any entity that Project Neon should include in their first responders meeting that is held weekly.

Mr. VanHouweling responded that as long as they include AMR, Community and Medic West in these meetings, as well as Fire and Metro they are sitting well.

Dean Atkinson said that in her projection, in the next 15 years the projection is for 4,000 new jobs in the medical district.

<u>FINAL ACTION</u>: No action taken.

ITEM NO. 5 Receive a presentation about the vision for the Academic Health Center from the UNLV School of Medicine Founding Dean. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- Academic Health Center Vision PowerPoint

DISCUSSION: Dean Atkinson introduced three of the key people on her team, Maureen Schaefer, Chief of Staff, Tracey Green, Vice Dean for Clinical Affairs, and Pam Udall, Director of Communications.

Community projects and continuing education will be key components in the new Academic Health Center.

Dean Atkinson gave a presentation on the history of the hospital in Kansas where she came from. In 2014 the hospital was one of the top 50 grossing hospitals in the US at 4 billion dollars. It is also ranked in the top 50 for all the 12 major specialties that they perform.

The goal is to match this success to Las Vegas and to bring UMC and UNLV School of Medicine up to this level. It will take partnerships and with the land grant agreement just signed, this will be a great start. They want to grow and expand the residencies including the sub-specialties.

The physician pipeline can be long with four years of college, four years of medical school and 3 years of residency. The need to have more board certified specialists is important. They are starting with 60 students with the hope to increase to 120 when the new medical building is complete.

The plan is to have three primary care community sites throughout the region. They want to keep the specialists in Las Vegas, near UMC. Currently, UNLV School of Medicine is renting a few floors in the 2040 building, as well as offices at shadow lane for temporary space for faculty and students.

Chair O'Reilly' asked about the lease at 1701 West Charleston and Dean Schwenk replied that they still hold that lease and they will manage it depending on the needs of UNLV. They will sublease the building if it is not needed.

FINAL ACTION: No action taken.

ITEM NO. 10 Receive an update on the University of Nevada School of Medicine; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED:
- None Submitted

DISCUSSION: Dean Schwenk said that the new name of the school, effective July 1, 2016 will be the University of Nevada Reno. UNR-SOM will be the abbreviation.

FINAL ACTION: No action taken.

ITEM NO. 6 Receive a report from the Clinical Quality and Professional Affairs Committee; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Member Ellis, Chair of the Clinical Quality and Profession Affairs Committee gave a brief overview of what was discussed at the last meeting on June 20, 2016.

- Doctor John Fildes, Director of Trauma gave a report summarizing his presentation to the Health Board regarding the potential expansion of trauma designations in Clark County
- Approval of amended medical and dental staff bylaws
- Quality metrics: HCAHPS / ICARE4U
  -The committee has asked for additional information regarding specific floors on the trend compared to prior years of performance metrics
- 5 priorities regarding infections and other issues
- Looking for additional help with medical coding
- LeapFrog 1st Quarter Results
  -Results lag behind by almost a year and a half
- CMS Star Rating has been delayed; it was supposed to be out in July

FINAL ACTION: No action taken.

ITEM NO. 7 Receive a report from the Strategic Planning Committee; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Member Raney, Acting Chair of the Strategic Planning Committee gave a brief overview of what was discussed at the last meeting on June 16, 2016.

- The committee had their first public comment from a marijuana advocate in search of policy assistance
- The master plan and the timeline was discussed
- The strategic plan was reviewed as well as the need for a steering committee
  -Staff will work on creating a charter for this committee
- Renee suggested that all decisions and/or ideas that are either revolutionary or controversial be brought to the committees attention so everyone knows what is going on.

Dr. Carrison asked what the speaker's purpose was and Member Raney replied that she was looking for the development of public policy on the use of medical marijuana for the treatment of medical conditions.

He reminded everyone that there is more tar and residue in marijuana than in cigarettes.

FINAL ACTION: No action taken.

ITEM NO. 13 Recognize the service of John White. *(For possible action)*

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

DISCUSSION: Chair O'Reilly presented Mr. White with a plaque and commended him on his service to the Board and UMC. John will no longer be on UMC's Governing Board as he needs to dedicate himself full time to his new position as Interim Chancellor of our university system.

Mr. White thanked the Board and said he is very proud of his service with the Board and their success.

ITEM NO. 8 Receive a report from the Audit and Finance Committee; and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: There was no meeting this month due a lack of a quorum.

FINAL ACTION: No action taken.

ITEM NO. 9 Receive the monthly financial report for April 2016; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Management Discussion and Analysis FY2016 April

DISCUSSION:
-Tenth Consecutive month with positive net operating income
-Net patient AR is down from the prior month and also the prior year
-Outpatient surgery is better than last month
-Payor mix is similar to prior months
-Salaries and benefits were over budget mainly due to overtime
-Average daily census was 396 for the month
-We are lower on the endo volume due to transition issues

Member Hagerty asked about the net PPE and asked if there were any significant disposals of assets.

Ms. Merrill replied that there has not been any disposals of assets.

FINAL ACTION: No action taken.

ITEM NO. 11 Receive an update from the Hospital CEO; and direct staff accordingly. *(For possible action)*

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

DISCUSSION: CEO VanHouweling mentioned a letter that was written by a patient that complimented our ER and physicians including Dr. Carrison, Dr. Zyniewicz and Dr. McCourt who took care of this patient.

A few other notable updates included:

- Formal transfer of UNLV land on June 21
- The BCC approved the 2040 lease to house the temporary medical school.
- Health Board Votes on Addition of New Trauma Centers on June 23rd
- "Hello Mayor" – Hour long show on UMC's Trauma Center airing now on City Channel 2
- Supportive news coverage by the Review Journal on why our community does not need to double the number of Trauma Centers
- Review Journal published "UMC Does Financial About Face" on Sunday, June 11
- Review Journal published subsequent Editorial "UMC Out of the Red" on June 17th
- Review Journal published "Dr. Douglas Fraser Wants to Help People When They Need it Most" on May 30th
- American Heart Association Awards
- Minor equipment is being delivered throughout the hospital ("You Asked, We Listened")
- Employee Service Awards – Friday at noon at Texas Station- honoring 25, 30 and 35 year employees
- Fundraiser for Children's Hospital of Nevada "Bloody Mary Challenge"
- On schedule and on budget with EPIC; staff are working towards their certifications

FINAL ACTION: No action taken.

ITEM NO. 12 **Receive a presentation and review and recommend for approval by the Board of County Commissioners also sitting as the Board of Hospital Trustees for University Medical Center of Southern Nevada (UMCSN) the Lease Agreement between Serenity Now, LLC, and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Lease Agreement and Itemized List
- Quickcare Expansion
- Capital – Cash Brief

DISCUSSION: Mr. VanHouweling explained that Matt Cova is working on strategic initiatives for UMC.

Mr. Cova has discussed this clinic opportunity with the Strategic Committee and is here today for the entire Board's approval. He went over the projected revenue for the proposed clinic, the history of why previous clinics have closed and the payor mix.

This three room clinic location is turnkey and staff will consist of one physician, one RN and a front office person. This will operate under our current tax ID number.

Chair O'Reilly would like to take a look at this in six months to a year. He also complemented Mr. Cova and staff on a thorough report and great presentation.

Mr. Cova will make sure they provide a lookback in six months with a detailed Proforma analysis.

FINAL ACTION: A motion was made by member Raney to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 14 **Submit a recommendation to the UMC Board of Hospital Trustees for the appointment of a new Governing Board member for a term ending December 31, 2016 in order to replace a vacated position; and take any action deemed appropriate. *(For possible action)***

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

DISCUSSION: Chair O'Reilly's recommendation to the Board of Hospital Trustees is that Robyn Caspersen be appointed to fill the vacancy of John White.

FINAL ACTION: A motion was made by member Raney to approve as recommended. Motion carried by unanimous vote.

FINAL ACTION: No action taken.

ITEM NO. 15 Review and reorganize the standing committee assignments and make changes necessary for the remainder of the calendar year 2016 and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Current and Proposed Committee List

DISCUSSION: Chair O'Reilly made reference to the current committee list and the proposed list. The suggestion is to appoint member Raney as the Chair of Strategic Planning, member Hagerty as the Chair of Audit and Finance and appoint Ms. Caspersen to the Strategic Planning, HR, and Audit and Finance committees after her appointment by the Board of Hospital Trustees.

FINAL ACTION: A motion was made by Dr. Mackay to approve as recommended. Motion carried by unanimous vote

SECTION 3: CONSENT ITEMS

All matters of this section were considered to be routine and were acted upon in one motion.

ITEM NO. 16 Approve changes to the UMC Management Compensation Plan document and recommend approval to the UMC Governing Board. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Management Compensation Plan (redlined)

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 17 Approve and recommend approval by the Board of Hospital Trustees, the amended Medical and Dental Staff Bylaws of University Medical Center of Southern Nevada; as accepted and voted on by the Medical Executive Committee and General Medical Staff on April 26, 2016. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Conflict of Interest Policy

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 18 Approve the Barostim neo Clinical Trial Agreement between CVRx, Inc. ("CVRx"), Nevada Heart and Vascular Center (Resh) LLP ("Nevada Heart"), and University Medical Center of Southern Nevada ("UMC") [which includes a Memorandum of Understanding ("MOU") between UMC and Nevada Heart in connection with the services of the Principal Investigator] and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- MOU
- Clinical Trial Agreement

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 19 Approve the Startup and Milestone Site Agreements between Duke University acting on behalf of Duke Clinical Research Institute (Duke), Board of Regents of the Nevada System of Higher Education on behalf of the University of Nevada, Reno (UNR), and University Medical Center of Southern Nevada (UMC) [which includes a Memorandum of Understanding (MOU) between UMC and UNR in connection with the services of the Investigator; and an Indemnification Letter between Cempra Pharmaceuticals, Inc. (Cempra), UMC, and UNR]; and take action as deemed appropriate. *(For possible action)*

DOCUMENT SUBMITTED:
- Site Agreement (Milestone)
- Site Agreement (Startup)
- MOU

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 20 Approve the NexoBrid Clinical Study Agreement ("CSA") between MediWound Ltd. ("MediWound"), Board of Regents of the Nevada System of Higher Education obo University of Nevada, Reno ("UNR"), and University Medical Center of Southern Nevada ("UMC") [which includes a Memorandum of Understanding ("MOU") between UMC and UNR in connection with the services of the Principal Investigator] and take action as deemed appropriate. *(For possible action)*

DOCUMENT SUBMITTED:
- Clinical Trial Agreement
- MOU

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 21 Approve the new Participating Provider Agreement for Physicians and Allied Health Professionals and Facility Providers between University Medical Center of Southern Nevada ("UMC") and Amerigroup Nevada, Inc. ("Amerigroup"); and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- Letter of Agreement
- Draft Agreement

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 22 Approve the award of Bid No. 2016-04, UMC 2040 Building (Floors 3 and 4) Tenant Improvements Project, to Rafael Construction Inc., the lowest responsive and responsible bidder; and take action as deemed appropriate. *(For possible action)*

DOCUMENT SUBMITTED:
- Lease Executive Summary
- Notice of Award
- Notification of Intent to Award
- Bid Form
- Lease Invitation to Bid

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 23 Recommend for approval by the Board of County Commissioners also sitting as the Board of Hospital Trustees for University Medical Center of Southern Nevada (UMCSN) the Addendum to the Participation Amendment between HealthTrust Purchasing Group, L.P. and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENT SUBMITTED:
- Amendment to Participation Agreement

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 24 Approve the Consulting Agreement between Diamond Healthcare Corporation and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENT SUBMITTED:
- Consulting Agreement

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 25 Approve the Schedule for ServiceElite between International Business Machines Corporation and University Medical Center of Southern Nevada for IBM servers repair and maintenance; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- Proposal for IBM Services
- Service Extension Report

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 26 Approve the Pharmacy Compliance Consulting Services Agreement between Intelligent Compliance Solutions, LLC and University Medical Center of Southern Nevada for the 340B Program Audits; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- Agreement for Pharmacy Compliance Consulting
- Disclosure of Ownership

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 27 Approve the Clinical Affiliation Agreement between University of Arizona and University Medical Center of Southern Nevada; and take action as deemed appropriate. (For possible action)

DOCUMENTS SUBMITTED:
- Clinical Affiliation Agreement

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 28 Approve the Clinical Affiliation Agreement between University of Washington and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- Clinical Affiliation Agreement

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 29 Approve the Professional Services Agreement between Kidney Specialists of Southern Nevada and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- Professional Services Agreement

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 30 Approve the Professional Services Agreement for Individual and Group Physician On-Call Coverage for Urology Services; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- Professional Services Agreement (Group Physician On-Call)
- Professional Services Agreement (Individual Physician On-Call)

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 31 Approve the Professional Services Agreement between Emergency Medicine Physicians of Clark UMC (McCourt), PLLC, and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- Agreement

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 32 Recommend approval by the Board of County Commissioners, sitting as the Board of Hospital Trustees, the proposed increase to the room/bed rates and other service charges of University Medical Center of Southern Nevada, and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- None submitted

FINAL ACTION: A motion was made by member Franklin to approve as recommended. Motion carried by unanimous vote.

SECTION 4: EMERGING ISSUES

ITEM NO. 33 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. *(For possible action)*

Dr. Mackay asked what the threshold was for evoking the trauma activation fee.

Dr. Carrison replied that a trauma activation is based on physiological criteria. Those activations require all the resources to be brought on that signal patient.

Mr. VanHouweling stated that there is no body that exists currently that regulates those trauma activation fees.

COMMENTS BY THE GENERAL PUBLIC:

A period devoted to comments by the general public about matters relevant to the Board's jurisdiction will be held. No action may be taken on a matter not listed on the posted agenda. Comments will be limited to three minutes. Please step up to the speaker's podium, clearly state your name and address and please ***spell*** your last name for the record.

All comments by speakers should be relevant to the Board's action and jurisdiction.

Speaker(s): None

There being no further business to come before the Board at this time, at the hour of 4:15 p.m. Chairman O'Reilly adjourned the meeting.

Minutes Prepared by: Terra Lovelin

APPROVED: August 24, 2016