

**University Medical Center of Southern Nevada  
Governing Board Audit and Finance Committee Meeting  
November 6, 2024**

---

UMC ProVidence Suite  
Trauma Building, 5<sup>th</sup> Floor  
800 Hope Place  
Las Vegas, Clark County, Nevada

The University Medical Center Governing Board Audit and Finance Committee met at the location and date above, at the hour of 2:00 p.m. The meeting was called to order at the hour of 2:00 p.m. by Chair Robyn Caspersen and the following members were present, which constituted a quorum.

**CALL TO ORDER**

**Board Members:**

**Present:**

Robyn Caspersen  
Dr. Donald Mackay  
Jeff Ellis (via WebEx)  
Harry Hagerty (via WebEx)  
Christian Haase (via WebEx)  
Mary Lynn Palenik (via WebEx)

**Absent:**

None

**Others Present:**

Tony Marinello, Chief Operating Officer  
Jennifer Wakem, Chief Financial Officer  
Chris Jones, Executive Dir. Of Support Services  
Shana Tello, Academic and External Affairs Administrator  
Susan Pitz, General Counsel  
Lia Allen, Assistant General Counsel - Contracts  
Stephanie Ceccarelli, Board Secretary  
BDO USA, LLP Representatives

**SECTION 1. OPENING CEREMONIES**

**ITEM NO. 1 PUBLIC COMMENT**

Committee Chair Caspersen asked if there were any public comments 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 Audit and Finance Committee meeting on October 23, 2024. (For possible action)**

FINAL ACTION:

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

**SECTION 2. BUSINESS ITEMS**

**ITEM NO. 4 Receive and recommend for acceptance by the Governing Board the Fiscal Year 2024 Basic Financial Statements and Single Audit Information from BDO USA, LLP, Certified Public Accountants for University Medical Center of Southern Nevada; and direct staff accordingly. (*For possible action*)**

DOCUMENTS SUBMITTED:

- Presentation – Audit Wrap-Up
- Basic Financial Statement and Single Audit

DISCUSSION:

John Barry, Engagement Partner, Aaron Rios, Engagement Director and Trupti Jadav, Engagement Senior presented the BDO Audit wrap-up for fiscal year 2024.

The status of the audit was reviewed. The audit of the financial statements and the schedule expenditure of federal awards have been completed. The audit objectives and the scope of work performed were reviewed. An unmodified opinion was issued on the hospital's financial statements and single audit report, which included the schedule of expenditures of federal awards (SEFA), and on compliance requirements that could have direct and material effect on each major federal program.

Results of the audit, including accounting practices, policies and estimates were reviewed. There were no significant changes in accounting policies and practices during FY2024. Significant accounting estimates were disclosed in Note 1 of the financial statements. A summary of recently issued accounting pronouncements is included in Note 2. No significant changes were made to the processes or significant assumptions used to develop the significant accounting estimates in 2024. The quality of the hospital financial reporting was appropriate.

There were no corrected or uncorrected misstatements related to accounts or disclosures that were presented to management.

Internal controls were reviewed, with no significant deficiencies or material weaknesses reported. There were also no significant changes in the planned audit strategy or any communication issues.

The Committee thanked the BDO representatives for their service to UMC and Ms. Wakem and her team for their work on the audit.

Ms. Wakem will provide a copy of the signed letter of representation to Chair Caspersen.

Links to the management quality report were provided.

FINAL ACTION TAKEN:

A motion was made by Member Mackay to receive and accept the results of the BDO Audit Report and make a recommendation to the Governing Board to accept the BDO Audit Reports and Financial Statements as presented. Motion carried by unanimous vote.

**ITEM NO. 5 Receive an update report from the Chief Financial Officer; and direct staff accordingly. (For possible action)**

DOCUMENTS SUBMITTED:

- None

DISCUSSION:

Ms. Wakem reminded the Committee that there were no October financial statements due to the early timing of the meeting this month.

FINAL ACTION TAKEN:

None taken

**ITEM NO. 6 Review and recommend for ratification by the Governing Board the Amendment Two to the Hospital Agreement with Alignment Health Plan of Nevada, Inc. for Managed Care Services; or take action as deemed appropriate. (For possible action)**

DOCUMENTS SUBMITTED:

- Second Amendment to Hospital Services Agreement – Redacted
- Disclosure of Ownership

DISCUSSION:

This amendment will be effective December 1<sup>st</sup> and will extend the agreement through December 31, 2026. This amendment shall also add hospitalist, emergency physician and urgent care center service rates to the agreement.

FINAL ACTION TAKEN:

A motion was made by Member Mackay to ratify and make a recommendation to the Governing Board to ratify the amendment. Motion carried by unanimous vote.

**ITEM NO. 7 Review and recommend for approval by the Governing Board the First Amendment to Master Service Agreement for Architectural Design and Documentation Services with Encompass Studio LLC; or take action as deemed appropriate. (For possible action)**

DOCUMENTS SUBMITTED:

- Master Service Agreement – First Amendment
- Disclosure of Ownership

DISCUSSION:

This is a request to increase funding and extend the term of the agreement for two years. The agreement may be terminated at any time upon 30 days' notice.

FINAL ACTION TAKEN:

A motion was made by Member Mackay to approve and make a recommendation to the Governing Board to approve the amendment. Motion carried by unanimous vote.

**ITEM NO. 8 Review and recommend for approval by the Board of Hospital Trustees for University Medical Center of Southern Nevada, the Agreements with DNV Healthcare USA Inc. for Management System Certification/Accreditation; authorize the Chief Executive Officer to execute any future amendments or addendums; or take action as deemed appropriate. (For possible action)**

DOCUMENTS SUBMITTED:

- Management System Certification – Accreditation
- Business Associate Agreement
- Disclosure of Ownership

DISCUSSION:

This request is to enter into a new agreement with DNV Healthcare USA Inc. for Management System Certification/Accreditation. DNV will provide hospital accreditation and will help UMC meet regulatory requirements and improve patient safety and quality of care. This will be a three-year term and either party can term the agreement upon 60-days' notice.

The Committee inquired why the hospital is moving to a new vendor. Mr. Marinello responded that this new vendor will provide annual accreditation inspections and will increase quality of outcomes and keeps the facility current.

FINAL ACTION TAKEN:

A motion was made by Member Mackay to approve and make a recommendation to the Board of Hospital Trustees to approve the agreement. Motion carried by unanimous vote.

**ITEM NO. 9 Review and recommend for approval by the Governing Board the Agreement with Insight Direct USA Inc. for the purchase of computers; authorize the Chief Executive Officer to execute extensions and amendments; or take action as deemed appropriate. (For possible action)**

DOCUMENTS SUBMITTED:

- Quotation
- Sourcing Letter
- Disclosure of Ownership

DISCUSSION:

This purchase agreement will allow UMC to replace outdated computers systems that are not able to support Windows 11. This will be an HPG agreement.

FINAL ACTION TAKEN:

A motion was made by Member Mackay to approve and make a recommendation to the Governing Board to approve the agreement. Motion carried by unanimous vote.

**ITEM NO. 10 Review and recommend for ratification by the Governing Board the Telemedicine Professional Services Agreement (Pediatric Neurology) with Pokroy Medical Group of Nevada, Ltd. d/b/a Pediatrix Medical Group of Nevada; authorize the Chief Executive Officer to exercise any extension options; or take action as deemed appropriate. (For possible action)**

DOCUMENTS SUBMITTED:

- Telemedicine Professional Services Agreement
- Disclosure of Ownership

DISCUSSION:

This is a new one-year agreement for the vendor to provide tele neurology services for pediatric hospital patients. The ratification is requested, as the new agreement needed to be entered into prior to the November 1s effective date.

FINAL ACTION TAKEN:

A motion was made by Member Mackay to ratify and make a recommendation to the Governing Board to ratify the agreement. Motion carried by unanimous vote.

**ITEM NO. 11 Review and recommend for approval by the Governing Board the Equipment Schedule No. 018 to Master Agreement 21237667 with Flex Financial, a division of Stryker Sales, LLC; or take action as deemed appropriate. (For possible action)**

DOCUMENTS SUBMITTED:

- Equipment Schedule No. 018 & ProcCare
- Disclosure of Ownership

DISCUSSION:

This equipment schedule will add an equipment and service plan for neuro power and bone mill equipment. Upon expiration, UMC may option to purchase or return the equipment. This is a 24-month term and includes a service plan under HPG.

FINAL ACTION TAKEN:

A motion was made by Member Mackay to approve the agreement and make a recommendation to the Governing Board to approve the agreement. Motion carried by unanimous vote.

**ITEM NO. 12 Review and recommend for approval by the Governing Board the Amendment Six to Agreement with Terminix International Company Limited Partnership d/b/a Terminix Commercial for Integrated Pest Management Program; or take action as deemed appropriate. (For possible action)**

DOCUMENTS SUBMITTED:

- Integrated Pest Management Program – Amendment Six
- Disclosure of Ownership

DISCUSSION:

This amendment will extend the term of the agreement and add additional funding to provide services to new and existing locations.

FINAL ACTION TAKEN:

A motion was made by Member Mackay to approve and make a recommendation to the Governing Board to approve the agreement. Motion carried by unanimous vote.

**ITEM NO. 13 Review and recommend for approval by the Governing Board the Residency Affiliation Agreement for dental anesthesia training with The Board of Regents of the Nevada System of Higher Education on behalf of the University of Nevada, Las Vegas School of Dental Medicine; authorize the Chief Executive Officer to execute future amendments within the not-to-exceed amount of this Agreement; or take action as deemed appropriate. (For possible action)**

DOCUMENTS SUBMITTED:

- Residency Affiliation Agreement

**DISCUSSION:**

This is a new residency program with the School of Dental Medicine. Dental residents will work at UMC for 2-years and provide consultative, operating room and emergency room treatment. This program is subject to commence on November 15<sup>th</sup>.

The Committee asked how many residents would be compensated. Ms. Tello responded that there would be three residents per year as they progress through the post graduate years. The third year is done in an outpatient setting. This is a separate program from GME. Ms. Tello continued with details regarding the program salary costs.

**FINAL ACTION TAKEN:**

A motion was made by Member Mackay to approve and make a recommendation to the Governing Board to approve the agreement. Motion carried by unanimous vote.

**SECTION 3: EMERGING ISSUES**

**ITEM NO. 14 Identify emerging issues to be addressed by staff or by the Audit and Finance Committee at future meetings; and direct staff accordingly. (*For possible action*)**

At this time, Chair Caspersen asked if there were any public comment received to be heard on any items not listed on the posted agenda.

There were none.

**COMMENTS BY THE GENERAL PUBLIC:**

SPEAKERS(S): None

There being no further business to come before the Committee at this time, at the hour of 2:27 p.m., Chair Caspersen adjourned the meeting.