University Medical Center of Southern Nevada
Governing Board
November 18, 2015

UMC Emerald Room
901 Rancho Lane, Suite 180
Las Vegas, Clark County, Nevada
Wednesday November 18, 2015
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, November 18, 2015, at the hour of 2:00 p.m. The meeting was called to order at the hour of 2:10p.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
Renee Franklin
Donald Mackay, M.D.
John White
Harry Hagerty
Michael Saltman
Laura Lopez-Hobbs
Jeff Ellis (via conference phone)

Absent:
Eileen Raney, Vice Chair - (Excused)

Ex-Officio Members:

Present:
Mason VanHouweling, Chief Operating Officer
Thomas Schwenk, M.D., Dean, University of Nevada School of Medicine
Barbara Atkinson, M.D, Planning Dean, UNLV School of Medicine
Dale Carrison, D.O., Chief of Staff

Absent:
None

Also Present:
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 October 21, 2015. ***(Available at*** **University** ***Medical Center, Administrative Office) (For possible action)***

FINAL ACTION: A motion was made by Member Saltman 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 Chair O'Reilly that the agenda be approved as presented. Motion carried by unanimous vote.

SECTION 2. BUSINESS ITEMS

ITEM NO. 4 Receive an overview from Dr. Jeffrey Cummings and Dr. Kate Zhong related to the Cleveland Clinic. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:** PowerPoint

DISCUSSION: Dr. Jeffrey Cumming, MC, ScD, Director of Neurology/Psychiatry at the Cleveland Clinic, Lou Ruvo Center for Brain Health accompanied with Dr. Kate Zhong, MD, MSC, FRCP, Senior Director, Clinical Research and Development gave a brief presentation on the Cleveland Clinic.

The Cleveland Clinic is a nonprofit multispecialty academic medical center that integrates clinical and hospital care with research and education.

Dr. Cummings provided the historical background and present focus of the clinic.

Dr. Cummings encouraged everyone to sign up at Healthtybrains.org as it tells you how to take care of your brain and you can sign up for clinical trials.

A discussion of possible UMC collaboration was undertaken. In response, regarding possible clinic support for traumatic brain injury in the armed services population, Dr. Cummings replied that the clinic focused on chronic traumatic encephalopathy, the disorder that athletes may develop. They have studied over 600 boxers and mixed martial artists and are following them longitudinally to study them further.

FINAL ACTION: No action taken.

ITEM NO. 5 Receive a report from the Human Resources and Executive Compensation Committee; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:** None

DISCUSSION: Laura Lopez-Hobbs, Chair of the Human Resources and Executive Compensation Committee gave a brief overview of what was discussed at their last meeting on November 17, 2015.

The committee received a report on HR turnover rate and vacancy rate; UMC's turnover rate is at 12.7, which is better than the 14% industry standard.

The committee requested a process for filling the frozen position, be closely communicated with the budget process.

The committee received a report on staff access to communication and support. Currently the portal is only available on the intranet and the committee suggested that perhaps there is way to make the portal available to other employees via the internet, for those who do not have access to a computer at work but may at home.

A report was given on the nursing population and how UMC can attract more nurses.

FINAL ACTION: No action taken

ITEM NO. 6 Receive a report from the Audit and Finance Committee; and take any action deemed appropriate. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:** None

DISCUSSION: Member Mackay gave a brief summary from the last Audit and Finance Committee meeting that was held on November 10, 2015.

Some items of interest were;

-Audit report; BDO reported results from the financial audit of the hospital, no issues were found and the audit was completed on time and on budget.

-Rani Gill reported on a HIPAA audit and stated that all findings have been addressed and a training program has been put in place to prevent future privacy issues from arising.

-Contract Management Software is set to go live on December 31.

-EHR Software timeline; a final recommendation will be brought to the Board in January.

-ICD 10; no backlog reported.

-September 2015 Financial report; 4 consecutive months with positive income.

FINAL ACTION: None taken.

ITEM NO. 7 Receive the monthly financial report for September 2015; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:** August FY2016 Financials

DISCUSSION: Chief Financial Officer, Stephanie Merrill gave a review of the financials for September FY 2016.

-Three Consecutive months with positive operating income.
-Continued volume and payor mix improvements have helped to contribute to the favorable variance over budget.
-Occupancy remains at about 90% of capacity.
-Outpatient surgeries are still exceeding prior year's volumes.
-Outpatient clinics continue to outperform prior years.
-Cash flow exceeded projections in September.
-Net Revenue was better than budget by $5.4 million.
-Total Operating expense were better than budget by $1.2.
-Operating costs are under budget by $1.2 million.
-Overtime is at 5.1%, a bit higher than we would like.
-Average daily census, 376.
-ED volumes are right on track.
-Endo and Robotics have dropped due to a provider who was out for the month.

The audit will be distributed to the Board this week and will be discussed presented at the December board meeting.

FINAL ACTION: No action taken.

ITEM NO. 8 Receive an update on the University of Nevada School of Medicine; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:** None

DISCUSSION: Tom Schwenk, Dean of UNSOM explained that UNSOM and UNLV are deeply engaged in the transition with the LV campus. It is a challenging and complex process and will get more challenging in the future.

The implication for UNSOM is that they need to engage in a strategic plan process about who they are after this transition. They are launching this plan across the institution that will come to a discussion with an outside facilitator and will involve a rebranding process.

UNSOM is deep into the residency application season and they have received a large amount of applications. They have restructured the GI fellowship and this was done in collaboration with UMC.

They are in the process of closing in on budget negotiations with Mason and staff for the current fiscal year.

FINAL ACTION: None taken.

ITEM NO. 9 Receive an update on the University of Nevada Las Vegas School of Medicine; and direct staff accordingly. ***(For possible action)***

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

DISCUSSION: Barbara Atkinson, Dean of UNLV gave an overview of what has been happening these past few months.

She explained that PricewaterhouseCoopers (PWC) has been here working on many projects. The first and main project is helping UNLV with their accreditation documents that are due on December 1, 2015. PWC has also been helping them on their practice plan. Another project is the Outpatient Community Health Clinics; figuring out how these clinics will work is a large project.

The School of Medicine is currently working on finding a site for their Medical Education building and they are hoping to get the 10 acres of land from the County. If this doesn't move ahead they will put the building on the Shadow Lane Campus, which is less ideal due to size. They have already picked the architect so they are hoping to get the land deal finalized so they have something to show the donors.

FINAL ACTION: None taken.

ITEM NO. 10 Receive an update from the Hospital CEO; and direct staff accordingly. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
-UMC Hospital Acquired Conditions and Patient Safety Indicators June – October 2015
-Project Neon Handout
-EHR Selection Timeline Update

DISCUSSION: Mason VanHouweling, Chief Executive Officer provided the following operational updates.

-The titling of the ten acres is well under way with the DA's office and County Management.
-The orthopedic residency is slated to start in July.
-Our Leapfrog score has increased to C, which is par with several campuses but our goal is an A
-Project Neon: The Governor approved the design build contractor; Kiewit Infrastructure West Co. NDOT will issue a notice to proceed. Mason and staff will meet with Dale Keller, the Project Manager to discuss concerns that they have regarding access to the hospital.
-On November 7, 2015 UMC participated in an active shooter exercise at the Lied Building.
- UMC was presented with a trophy for the Silver award for our value analysis program. This looks at our products and supplies that we use for patient care for procedures, at the most cost effective price.
-Interim Health Committee: The Governor has announced that the next session will be healthcare focused.
-EHR timeline: UMC established a selection committee, issued an RFI, 5 vendors replied, demos were done, Cerner and Epic have been chosen to proceed. Surveys are being compiled on the demos and the subcommittees are going back to the vendors for further clarification. Reference checks will then be done.

A discussion of the timeline shows an April/May implementation.

Chair O'Reilly asked when the terms that are up for expiration are going to the Board of County Commissioners.

CEO VanHouweling replied that after approval at last month's Governing Board meeting, he signed off on them to go before the BCC at their December 1, 2015 meeting.

FINAL ACTION: None taken.

ITEM NO. 11 Approve future meeting dates and times through calendar year 2016; and take any action deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:** 2016 Meeting Date Schedule

DISCUSSION: Chair O'Reilly asked the other members to review the 2016 meeting schedule and to let him know if there are any conflicts. He would like to put this on the December Agenda for final approval but for now, we can say this schedule is tentative.

FINAL ACTION: None taken.

SECTION 3: CONSENT ITEMS

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

ITEM NO. 12 Approve 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 June 23, August 25, and September 22, 2015. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Memorandum dated June 23, 2015
- Memorandum dated August 31, 2015
- Memorandum dated September 22, 2015

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

ITEM NO. 13 Approve the Agreement for STAT Testing Services between BioReference Laboratories, Inc. and University Medical Center of Southern Nevada and authorize the Chief Executive Officer to sign future amendments; and take action as deemed appropriate. ***(For possible action)***

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

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

ITEM NO. 14 Approve ratification of the Integrated Care Notes Agreement with Truven Health Analytics, Inc.; and take action as deemed appropriate. ***(For possible action)***

DOCUMENT SUBMITTED:
-Truven Health Analytics Order Form

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

ITEM NO. 15 Approve the Medical Student Affiliation Agreement between The Board of Regents of the Nevada System of Higher Education on behalf of the University of Nevada School of Medicine (UNSOM) and University Medical Center of Southern Nevada (UMC) (which includes an MOU between UNSOM and UMC to memorialize the participation of medical students

enrolled at clinical programs from July 25, 2013 to November 17, 2015); and take action as deemed appropriate. *(For possible action)*

DOCUMENT SUBMITTED:
-Agreement
-MOU

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

ITEM NO. 16 Approve the new "Professional Services Agreements (Individual and Group Physician On-Call Coverage)" for Ophthalmology and Gastroenterology; and take action as deemed appropriate. *(For possible action)*

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

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

ITEM NO. 17 Approve Amendment One to the Partnership Agreement between University Medical Center and FocusOne Solutions, LLC; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
-Amendment One to Partnership Agreement

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

ITEM NO. 18 Approve the Network Participation Agreement between OneHealth and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
-Network Participation Agreement

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

SECTION 4: EMERGING ISSUES

ITEM NO. 19 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. *(For possible action)*

None

SECTION 5: CLOSED SESSION

ITEM NO. 20 Go into closed session, pursuant to NRS 241.015(3)(b)(2), to receive information from legal counsel regarding potential or existing litigation involving a matter over which the Board had supervision, control, jurisdiction or advisory power, and to deliberate toward a decision on the matter; and direct staff accordingly. *(For possible action)*

A motion was made by Chair O'Reilly that the Board go into closed session pursuant to NRS 241.015(3)(b)(2). Motion carried by unanimous vote.

At the hour of 3:10 p.m., the Board recessed to go into closed session.

The meeting was reconvened in closed session at 3:20 p.m.

At the hour of 4:16 p.m. the closed session was adjourned.

FINAL ACTION: No action was taken by the Board.

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.

There being no further business to come before the Board at this time, at the hour of 4:16 p.m. Chairman O'Reilly adjourned the meeting.

Minutes Prepared by: Terra Lovelin

APPROVED: _____________December 16, 2015________