University Medical Center of Southern Nevada
Governing Board
October 26, 2016

UMC Emerald Room
901 Rancho Lane, Suite 180
Las Vegas, Clark County, Nevada
Wednesday October 26, 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, October 26, 2016, at the hour of 2:00 p.m. The meeting was called to order at the hour of 2:04 p.m. by Vice Chair Eileen Raney. The following members were present, which constituted a quorum of the members thereof:

CALL TO ORDER

Board Members:

Present:
John O'Reilly, Chair – Via phone
Eileen Raney, Vice Chair (Acting Chair)
Robyn Caspersen
Renee Franklin
Donald Mackay, M.D.
Michael Saltman
Jeff Ellis
Harry Hagerty

Absent:
Laura Lopez-Hobbs - Excused

Ex-Officio Members:

Present:
Barbara Atkinson, M.D, Planning Dean, UNLV School of Medicine

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

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

SECTION 1. OPENING CEREMONIES

ITEM NO. 1 PUBLIC COMMENT

Vice Chair Raney 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 regular meeting of the UMC Governing Board on September 28, 2016. ***(Available at*** **University** ***Medical Center, Administrative Office) (For possible action)***

FINAL ACTION: A motion was made by Dr. 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 Dr. Mackay that the agenda be approved as presented. Motion carried by unanimous vote.

SECTION 2. BUSINESS ITEMS

ITEM NO. 4 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 ("UMC") the Lease Agreement between Blue Diamond CP30 2013, LLC ("Landlord"), and UMC; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
- Lease Agreement
- Site Map
- Preliminary Plan
- Image of Letters
- PowerPoint Presentation

DISCUSSION: Matt Cova, Director of Business Development discussed the Blue Diamond Quick Care proposal.

Mr. Cova stated that UMC has a strong brand and we are reinvigorating that discussion so people know about our quick and primary care. A map was shown of the proposed Blue Diamond location. This location is anchored by Albertsons and has about 100,000 people living in the surrounding area.

Dr. Mackay inquired about the clause in the lease that had to do with flu shots and us not being able to give them.

General Counsel Pitz explained that the landlord has included that provision because of Albertsons and their exclusivity.

There are specifics under permitted uses, in the lease with regards to vaccinations and dispensing products that require a pharmacist. Again, this is due to Albertsons being in the complex and the fact that they have a pharmacy.

We do have exclusivity rights for a convenient care or an emergency care treating walk-ins.

Member Ellis asked Mr. Cova to explain what a downstream transfer was.

Mr. Cova replied it is when a patient who is seen in our quick care and discharged, then goes directly to the hospital and gets admitted.

Member Ellis asked how many people truly choose UMC after they leave our quick care.

Mr. VanHouweling reported statistics on two of the Quick Cares.

Member Raney explained that if none of the projections came through as we hoped, it's a potential spend of $3.5 million over the next five years. The Strategic Committee has asked the hospital to earmark the funds and reserve them in case the need to offset the expense of this arises.

Mr. VanHouweling explained that they are constantly looking at lessons learned and ways to improve and expand.

We will also do a look back six months from opening the Quick Care in both the Strategy Committee meeting and Audit and the Finance Committee to see the progress.

<u>FINAL ACTION</u>: A motion was made by Member Hagerty to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 5 **Receive a report from the Governing Board Clinical Quality and Professional Affairs Committee and take any action deemed appropriate. *(For possible action)***

<u>DOCUMENT(S) SUBMITTED</u>**:**
-None submitted

<u>DISCUSSION</u>: Chair of the Committee, Jeff Ellis gave a summary of what was discussed at the last meeting on October 17, 2016.

A report was given from Dr. Asad on the Zika Virus. The committee looked at HCAHPS scores and we have seen some improvement with the programs that have been put in place. An update on the ICARE4U program was received and one of the initiatives was to have physicians sit down in a chair in the patient's room. This however has presented some issues so it is currently being reviewed.

The next report was on patient complaints and grievances and a new system will be put in place to help with this process. The last report provided to the committee was a report on the hospital infection control program.

FINAL ACTION: No action taken.

ITEM NO. 6 Receive a report from the Governing Board Strategic Planning Committee and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Chair of the Committee, Eileen Raney gave a summary of what was discussed at the last meeting on October 13, 2016.

The committee received an update from Mr. Cova on the competitive landscape of area hospitals and what is going on in the valley. There was also a presentation from B&P Advertising; the firm that develops UMC's advertising strategy. B&P covered their plan regarding future advertising of UMC.

A report on Blue Diamond, Patient Pal and Southern Highlands was given as well as a report on robotics.

A discussion ensued about Diamond Consulting, mental health consultants and moving us forward.

FINAL ACTION: No action taken.

ITEM NO. 7 Receive a report from the Governing Board Audit and Finance Committee and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Chair of the Committee, Harry Hagerty gave a summary of what was discussed at the last meeting on October 12, 2016.

A presentation was given on the status of the EHR project by Brian Rosenberg and a team name was chosen, One UMC.

A report on the August financials was given and revenue was higher than budget and expenses were lower. Staff was asked to separate out the favorable Epic professional services usage.

There are some contracts that will be on consent today as they were not ready in time for approval at the Audit and Finance meeting. The committee has suggested that instead of delaying these contracts, they should be placed on today's agenda.

The committee asked to have a comprehensive review of the surgery department.

CFO Stephanie Merrill will be retiring at the end of the year and the committee has asked to be kept involved in the recruitment of her successor.

FINAL ACTION: No action taken.

ITEM NO. 8 Receive the monthly financial report; and direct staff accordingly. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
-Management Discussion and Analysis August FY 2017 Financials

DISCUSSION: Chief Financial Officer, Stephanie Merrill gave a review of the August FY2016 Financials.

-August was a good month for UMC with positive operating income.
-ED volume declined for the third straight month in August.
-Admissions declined slightly
-Outpatient visits improved from prior month

FINAL ACTION: No action taken.

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

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

DISCUSSION: Dean Schwenk let Mr. VanHouweling know he would not be here today as he is working on his accreditations up in Reno.

FINAL ACTION: No action taken.

ITEM NO. 10 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: Dean Barbara Atkinson announced that last week, UNLV School of Medicine received their preliminary accreditation so they can accept their first class of students. The first day of interviews will be November 14, 2016. The interviews session will include about 40 questions and they can be found on the website.

Also, the school received their ACGME accreditation for graduate medical education.

An agreement was negotiated with UNR School of Medicine and all faculty will be transferred to them and will start as new employees on July 2, 2017.

They have been working with architects and have a rendering of the new nine story building.

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: Mr. VanHouweling congratulated the Dean and provided the board with a few updates.

- Attorney General Settlement
  - UMC received $2M from a settlement with the Attorney General's office to be used to upgrade the aesthetics of Labor/Delivery and purchase equipment to provide the newest technology for women's services.
- Nevada Health Centers
  - A federally qualified health center in Las Vegas decided to stop accepting patients into their OB program as of November 1, 2016.
- RFP on Medicaid Providers
  - NV Department Health and Human Services RFP to review vendors for Managed Medicaid
  - United, Aetna, Amerigroup and Centenne
- Market Share Improvements
  - Increased to #3 in market for admissions (behind Sunrise and Summerlin – Mtn. View dropped to 4th)
- Medical Staff Town Hall on Bylaws

- Review of proposed changes that will bring Bylaws current with best practices. Full Medical Staff vote in December. Proposed changes presented with consultation from Dr. Mary Hoppa from Greeley Consultants.

- UMC Honors Veterans November 11th with Apple Pie and Ice Cream from 6:00 pm to 7:00 pm
- You Drink, You Drive, You Lose UMC Trauma Center's Annual Event to educate area teens on the consequences of drinking and driving
- US News and World Report rates UMC as one of the highest awarded in Nevada for Cardiology and Stroke Care
- Dr. Dale Carrison profiled by Las Vegas Review Journal and honored by Las Vegas Heals for Inspired Excellence

FINAL ACTION: No action 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 amendment to the 2016 Patient Safety Program Management Plan. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
-2016 Patient Safety Program Management Plan

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

ITEM NO. 13 Approve the Ninth Amendment to the PHCS Participating Facility Agreement between MultiPlan, Inc. ("MultiPlan") and University Medical Center of Southern Nevada ("UMC"); and authorize the Chief Executive Officer to sign the amendment. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
-Ninth Amendment of PHCS Participating Facility Agreement

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

ITEM NO. 14 Review and recommend for approval by the Board of County Commissioners also sitting as the Board of Hospital Trustees the Agreement between Relay Health/TransUnion and University Medical Center of Southern Nevada for the RelayHealth Contract Supplement and TransUnion Consumer Reporting and Identification Management Services

Agreement for Revenue Cycle Transactional Activities; and take action as deemed appropriate. *(For possible action)*

DOCUMENT(S) SUBMITTED**:**
-RelayHealth Contract Supplement

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

ITEM NO. 15 **Approve the Agreement between Bernoulli Enterprise, Inc. and University Medical Center of Southern Nevada for End User Software License and Solution Purchase Agreement; and authorize the Chief Executive Officer to sign the Agreement. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- End User Software License & Solution Purchase Agreement

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

ITEM NO. 16 **Recommend for approval by the Governing Board Amendment One to Agreement for Medical Coding Support between P2P Staffing Corporation d/b/a MedPartners HIM and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Amendment One to Agreement for Medical Coding Support

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

ITEM NO. 17 **Recommend for approval by the Governing Board the Statement of Work to migrate Fluency for Transcription from McKesson Horizon to EPIC between MModal Services, Ltd. and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:
- Statement of Work Version 1.3

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

ITEM NO. 18 **Recommend for approval by the Governing Board the Clinical Trial Agreement between PPD Development, LP ("PPD"), University Medical**

Center of Southern Nevada ("UMC"), and Board of Regents, Nevada System of Higher Education obo University of Nevada, Reno ("UNR"), and the accompanying Form of Indemnity for Clinical Studies between all three parties, and also the Memorandum of Understanding ("MOU") between UMC and UNR for the services of the Principal Investigator; and take action as deemed appropriate. *(For possible action)*

DOCUMENT SUBMITTED:
- Clinical Trial Agreement
- Form of Indemnity
- MOU

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

ITEM NO. 19 **Recommend for approval by the Governing Board the Letter of Agreement for Revenue Cycle Vendor Compliance and Management Program with Healthfuse, LLC and authorize the Chief Executive Officer to exercise the extension option; and take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
- Healthfuse

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

ITEM NO. 20 **Recommend for approval by the Governing Board the Emerald Preferred D-EVO No Fault Service Agreement between FujiFilm Medical System USA, Inc. and University Medical Center of Southern Nevada; and take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
- Service Agreement
- Disclosure of Ownership

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

ITEM NO. 21 **Recommend for approval by the Governing Board the Agreement between FMLASource, Inc. and University Medical Center of Southern Nevada for Family Medical Leave Act (FMLA) Management Services; and take action as deemed appropriate. *(For possible action)***

DOCUMENTS SUBMITTED:
- Agreement
- Disclosure of Ownership

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

ITEM NO. 22 Recommend for approval by the Governing Board the Training Affiliation Agreement between 99th Medical Group, Nellis Air Force Base, Nevada 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 Saltman to approve as recommended. Motion carried by unanimous vote.

ITEM NO. 23 Recommend for approval by the Governing Board the Training Affiliation Agreement for SOST Members between 352nd Special Operations Wing RAF Mildenhall, England; University Medical Center of Southern Nevada; and The Board of Regents of the Nevada System of Higher Education on Behalf of the University of Nevada School of Medicine; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
- Agreement

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

SECTION 4: EMERGING ISSUES

ITEM NO. 24 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. *(For possible action)*

No emerging issues.

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.

There being no further business to come before the Board at this time, at the hour of 3:20 p.m. Vice Chair Raney adjourned the meeting.

Minutes Prepared by: Terra Lovelin

APPROVED: November 16, 2016