University Medical Center of Southern Nevada
Governing Board
September 28, 2016

UMC Emerald Room
901 Rancho Lane, Suite 180
Las Vegas, Clark County, Nevada
Wednesday September 28, 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, September 28 2016, at the hour of 2:00 p.m. The meeting was called to order at the hour of 2:09 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
Robyn Caspersen
Renee Franklin
Donald Mackay, M.D.
Laura Lopez-Hobbs
Michael Saltman (via phone)
Harry Hagerty

Absent:
Eileen Raney, Vice Chair - Excused
Jeff Ellis - Excused

Ex-Officio Members:

Present:

Absent:
Barbara Atkinson, M.D, Planning Dean, UNLV School of Medicine (Excused)
Thomas Schwenk, M.D., Dean, University of Nevada 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 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 Member Hagerty that the agenda be approved as presented. Motion carried by unanimous vote.

SECTION 2. BUSINESS ITEMS

ITEM NO. 4 Receive a presentation from the Smith Group. ***(For possible action)***

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

DISCUSSION: Mason VanHouweling introduced Michelle Acosta, an architect with the Smith Group.

Ms. Acosta presented the results of the departmental surveys. Eight different items of focus were sent out to various departments and they were ranked from the most important to the least important.

The number one ranked item was an improved patient experience and the number eight ranked item was expanding the campus to a satellite location. The other six included such things as increasing nurse and staff satisfaction, moving to private rooms and facility improvements and repairs.

From the assessment that was done, it was determined that the south and round tower have multiple issues including drainage and structural. Without considering any service line additions, the team pondered the scenario to just repair the facilities. The existing bed count now is 489, including 207 private beds, and 282 semi-private beds. The south and round tower comprise 107 of those beds. If we were converted to private beds, there would be 348 beds, losing 141 beds. Replacing those beds in another new structure within the hospital foot print would add 141 beds to the campus. If the south and round towers came down, we would lose 56 private beds and that would leave us with 403 patient beds available. That number is less than what we currently need.

The Smith Group will look at demand model projections and “what if” scenarios with actual users.

Mr. VanHouweling said that we have had 423 patients in the hospital and 24 holding in the ER right now.

Dr. Carrison commented that he is disappointed with the lower number of beds that was utilized for the analysis. It does not satisfy the need we are currently experiencing.

Member Hagerty said that he would like to look at what the expectations are for this community over the next 25 years before making a decision regarding how many beds we will need.

Ms. Acosta mentioned that she met with users yesterday and discussed what our bed needs look like.

Chair O’Reilly asked what process she is going through to address Dr. Carrison’s issue of the bed need going forward.

Ms. Acosta said that a recalibration will be done as a result of speaking with all the users yesterday and they will incorporate this information to predict those needs.

Chair O’Reilly said they need to work together on all these issues moving forward.

Mr. VanHouweling commented that we are licensed for 541 beds but we are currently operating 489. We do need to plan for the 15 and 20 year growth. He also noted that an expansion plan of the ED will be coming before the committees in the future.

Dr. Mackay asked if the water and drainage issues are mainly in the round tower.

Michelle replied that those issues are definitely in the round and south tower. Her view is that it is better to tear down the towers instead of repairing.

Member Hagerty commented that while the towers are taken down, the bed counts will go down, unless we do something else.

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

ITEM NO. 5 Receive a presentation on Ethics/Conflicts of Interest from Gail Yedinak, Government Relations Analyst. ***(For possible action)***

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

DISCUSSION: Gail Yedinak, Sr. Management Analyst gave an ethics training presentation for the Governing Board Members.

As public officers of a county hospital, Governing Board members must comply with:

- The Nevada Ethics in Government Law;
- The Clark County Commission's Ethics in Government Policy; and
- Additional standards required by Clark County ordinances and the UMC Governing Board Bylaws.

Other topics of discussion were:
-Prohibited conduct as stated in NRS 281A.400
-Identifying a conflict of interest
-Disclosure of conflicts of interest
-Abstention due to conflicts of interest
-Penalties

Member Hagerty asked about disclosure and consanguinity.

Ms. Pitz replied and clarified board member requirements of disclosure and abstention under NRS and the Governing Board Bylaws.

FINAL ACTION: No action taken.

ITEM NO. 6 Approve 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 Bylaws of the University Medical Center of Southern Nevada. ***(For possible action)***

DOCUMENT(S) SUBMITTED**:** Bylaws (Final Version)

DISCUSSION: Ms. Pitz explained that the change to the bylaws were largely administrative and will go to the BCC for their approval.

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

ITEM NO. 7 Receive a report from the Governing Board Human Resources and Executive Compensation Committee and take any action deemed appropriate. *(For possible action)*

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

DISCUSSION: Chair of the Committee, Laura Lopez-Hobbs gave a summary of what was discussed at the last meeting on September 20, 2016.

The committee received a report from management on vacancy and turnover rates; we are holding at 11% which is an improvement over the prior year. Nursing is holding at just under 9%, which is very good as the industry standard is 17%.

An update was provided on the discussions ongoing between UMC and the Local 501, Engineering Union.

A report was provided on the results of the employee engagement survey. The favorite things that came out of the survey were employees recognizing their pension and benefits, they enjoyed working with their colleagues and took pride in their work. Some of the things that employees would like is better communication and teamwork, more equipment and improved staffing.

The committee was also asked to look at the process of the CEO performance objectives.

FINAL ACTION: No action taken.

ITEM NO. 8 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: Acting Chair of the Committee, Dr. Mackay gave a summary of what was discussed at the last meeting on September 21, 2016.

Brent Hilton gave an overview of the BDO audit and announced that BDO will present their final report in November to the Audit and Finance Committee. The BDO firm is on year three of their three year contract and the cost to UMC is $148,000.00 annually with a fixed cost of $31,000, in order to comply with a special reporting requirement of the Federal Government which is the A133.

Chair O'Reilly commented that we should make sure to get the BDO Auditors on an upcoming agenda if we wish to renew their contract.

FINAL ACTION: No action taken.

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

DOCUMENT(S) SUBMITTED**:**
-FY 2017 July Preliminary Financials

DISCUSSION: Stephanie Merrill, CFO commented that the Audit and Finance Committee did ask that we do an evaluation of the audit firm in conjunction with whatever recommendation we make so they will be doing that.

- July had a positive operating income
- Inpatient volumes were higher that previous month
- Outpatient volumes were slightly lower
- Ed volumes declined
- Salary and benefits are over budget due to nursing incentives
- Average daily census was slightly higher at 389 (June 381)

Mr. VanHouweling commented that this number is an inpatient number, not an adjusted outpatient number.

-Admissions and ED volume were down slightly from June

FINAL ACTION: No action taken.

ITEM NO. 10 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 is not here today but Dr. Carrison commented that they are waiting on the results of the LCME.

FINAL ACTION: No action taken.

ITEM NO. 11 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 Atkinson is not here today as she is out of the Country.

FINAL ACTION: No action taken.

ITEM NO. 12 Receive an update from the Hospital CEO; and direct staff accordingly. (For possible action

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

DISCUSSION: Mr. VanHouweling provided the following operational updates:

- UMC's Trauma Center successfully completed re-verification visit by the American College of Surgeons as Nevada's only Level I Trauma Center
- BBRN Visit – Consultants on-site last week to prepare UMC for The Joint Commission Survey
- SEIU contract ratified by Clark County Commissioners
- Patient volume remains high – even prior to flu season
- Las Vegas Review Journal Story on Dr. Meena Vohra, "Treating Sick Children Challenging and Rewarding" – ran on Monday
- Channel 8 story on UMC's Lions Burn Care Center Burn Verification – interview with Dr. Jay Coates – aired last night
- UMC Robotic Symposium held at Clark County Government Center on August 20th
- UMC Cardiology Symposium held on September 17
- UMC's Community Outreach Team at Southwest Airlines and all Caesar's Entertainment and Station Casinos employee health fairs marketing our UMC services as well as Quick and Primary cares
- Upcoming UMC outreach:
    - RJ Aging Expo – October 15th – Galleria Mall
    - Southern Highlands Fall Festival – October 22nd
    - Halloween "Safe-tacular & Bicycle Blast" – Hosted by Brazyl Ward, Former CHNV patient – October 22nd – Kohl's 215/Flamingo
- Dr. Carrison will be receiving the Las Vegas Heals "Inspired Excellence in Healthcare" award on October 27th at the Four Seasons

Mr. VanHouweling invited the Board to come to this event and join him at the table that UMC has reserved for this event.

Member Hagerty asked to see a summary of negative comments regarding patient survey reports, as well the great feedback that they get regularly. It's important to address the negative ones and see where we can improve

Mr. VanHouweling replied that we do follow up on all the complaints and we would be glad to show our trends in a particular area.

Member Franklin added that there is a lot of information regarding patient satisfaction provided at the Clinical Quality Committee so perhaps the committee can look at providing a synopsis that Mr. VanHouweling can give during his updates.

Chair O'Reilly asked if there are specific events that Mr. VanHouweling would like them to attend, to please send them an email about the details.

With regards to the Community Outreach team and Caesars Entertainment, Mr. VanHouweling explained that the outreach team is working with SW Airlines, Caesars and other organizations and stepping up our marketing with employers. UMC attends their health fairs with the goal of getting the UMC name out there.

FINAL ACTION: No action taken.

ITEM NO. 13 **Approve the settlement agreement in the matter of United States Federal District Court, District of Nevada Case No. 2:15-cv-01001-GMN-NJK, entitled *Shaheen W. Ahmad vs. University Medical Center of Southern Nevada*; and authorize the Chief Executive Officer to execute the necessary settlement documents. *(For possible action)***

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

DISCUSSION: Chair O'Reilly recommended following the advice of Counsel and approve the settlement.

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

ITEM NO. 14 **Approve the settlement agreement in the matter of Clark County District Court Case No. A-14-704447-C, entitled *University Medical Center of Southern Nevada vs. Laura Lopez, Washington Guest Homes, Inc., and Creekside Hospice II, LLC*; and authorize the Chief Executive Officer to execute the necessary settlement documents. *(For possible action)***

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

DISCUSSION: Chair O'Reilly recommended following the advice of Counsel and approve the settlement.

FINAL ACTION: A motion was made by Member Franklin 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. 15 **Approve the Provider Agreement between Advent Dental and University Medical Center of Southern Nevada for dental care services to Ryan White participants; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
-Provider Agreement

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

ITEM NO. 16 **Approve 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 Professional Services Agreement between Robert B. McBeath, M.D. II, P.C. dba Atlantic Anesthesia Consultants and University Medical Center of Southern Nevada for anesthesia services; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Professional Services Agreement

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

ITEM NO. 17 **Approve the Consulting Agreement for Change Management and Leadership Development Services with Innovative Connections, Inc. and authorize the Chief Executive Officer to exercise the renewal option; and take action as deemed appropriate. *(For possible action)***

DOCUMENT(S) SUBMITTED**:**
- Consulting Agreement

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

ITEM NO. 18 **Approve the agreement for Russell Phillips & Associates, LLC (“RPA”) to perform a facility-wide Joint Commission life safety system review and smoke/fire door inspection; and take action as deemed appropriate. *(For possible action)***

DOCUMENT SUBMITTED:

-Agreement and Acceptance Letter
-Disclosure of Ownership/Principals

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

ITEM NO. 19 Approve ratification by the Governing Board the Sales Order between Cerner Corporation and University Medical Center of Southern Nevada for Software Licenses, Professional Services and Support; and take action as deemed appropriate. (For possible action)

-DOCUMENT SUBMITTED:
-Cerner Sales Order
-Disclosure of Ownership/Principals

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

ITEM NO. 20 Approve ratification by the Governing Board the Engineer Consulting Services Agreement between TJK Consulting Engineers, Inc. and University Medical Center of Southern Nevada for the Electrical and Low Voltage Assessment of the Surgical Suites; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
--Consulting Agreement
-Disclosure of Ownership

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

ITEM NO. 21 Approve the Master Customer Agreement between Sectra North America, Inc. and University Medical Center of Southern Nevada ("UMC") and also authorize the Chief Executive Officer to sign future quotations and proposals related to this agreement; and take action as deemed appropriate. *(For possible action)*

DOCUMENTS SUBMITTED:
-Business Associate Agreement
-Master Customer 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. 22 Identify emerging issues to be addressed by staff or by the Board at future meetings; and direct staff accordingly. ***(For possible action)***

With regards to the master plan presentation, Dr. Mackay mentioned that the City of San Francisco imposed a 2.5% tax on all food and beverage purchases at all restaurants and bars and they earmarked those funds for San Francisco General Hospital, the safety net public hospital. It is now one of the best facilities in San Francisco.

Las Vegas is currently looking at a publicly funded stadium and we need to pursue a funding source for this hospital.

Chair O'Reilly agreed and added that we need to explore funding options more vigorously then we are doing now.

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 3:10 p.m. Chairman O'Reilly adjourned the meeting.

APPROVED: October 26, 2016
Minutes Prepared by: Terra Lovelin, Governing Board Secretary