

**MINUTES OF THE BOARD OF MANAGERS
OF
UMC HEALTH SYSTEM**

MONDAY, JUNE 27, 2022

Ms. Jolyn Wilkins, Chairman, called the Board of Managers of University Medical Center to order at 9:00 a.m. on Monday, June 27, 2022. The meeting was held in the board room at University Medical Center, 602 Indiana Avenue, Lubbock, TX. The meeting was held utilizing the Microsoft platform, TEAMS, with appropriate notice and opportunity for the public to participate pursuant to the temporary suspension of certain Open Meeting Laws due to the State Governor's COVID-19 disaster declaration.

The Chair confirmed that no one from the public registered to comment.

Ms. Wilkins welcomed the Board Members and guests and thanked them for attending. The following members and guests were present:

BOARD MEMBERS PRESENT

Steven Berk, M.D.
Carlos Garcia
Gary Greenstreet

Mont McClendon
Laura Vinson

Jolyn Wilkins
Gladys Whitten, D.M.D.

MEMBERS ABSENT

Curtis Griffith

OTHERS PRESENT

Teresa Barron
Steve Bartley
Tina Belcher
Jeff Dane
Michael Economidis
Mark Funderburk
Allison Hays
Alan Haynes, M.D.

Jeff Hill
Bobbye Hrnccirik
John Lowe (virtual)
Brian Payne, M.D.
Britt Pharris
Greg Roberts
Jodene Satterwhite (virtual)

Zach Sawyer
Nick Skeen
Chris Smith (virtual)
Terrell Thrasher (virtual)
Kala Waits
Phillip Waldmann
Tammy Williams

INVOCATION

Mr. Mark Funderburk voiced the invocation.

QUORUM

With six voting members present, a quorum was established.

EXECUTIVE SESSION

The Board of Managers went into a Closed Meeting under Government Code Sections 551.071, 551.072, 551.073, 551.074, 551.076 and 551.085 at 9:00 a.m. to consult with attorney concerning pending or contemplated litigation, settlement offers, and confidential legal matters; to deliberate the purchase, exchange, lease or value of real property, deliberate personnel matters; to deliberate financial planning information relating to negotiation for provision of services or product lines; to deliberate proposed new services or product lines and to review Professional Staff credentials (Health and Safety Code Section 161.031 et seq.).

RECESS: Without objection, the Board agreed to recess at 11:36 a.m. to take a brief break before entering Open Session.

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OPEN SESSION

The Board of Managers entered Open Session at 11:45 a.m.

APPROVAL OF THE CONSENT AGENDA ITEMS

The following were presented for approval.

- LPPF Meeting Minutes– April 25, 2022
- Performance Improvement Oversight Committee Meeting Minutes – May 23, 2022
- Board of Managers Meeting Minutes – May 23, 2022
- Professional Staff Report – The Board was provided a report of recommendations from the Executive Committee Meeting held on June 6, 2022, including Applicants to Staff, Ad Hoc Applicants to Staff, Temporary Privileges, Resignations, Active Reappointments, and Referring Reappointments.
- Contract Management Report - The Board was provided a report of UMC's contract management system report. The data is completed for the Det Norske Veritas (DNV) survey and is for information purposes.
- Spinal Table - The Board was provided information on the spinal table, which facilitates controlled closure for lumbar osteotomies and spinal canal decompressions.
- Replacement Monitor - The Board was provided information on the replacement monitor in the Cath Lab #3.
- Modular Headwall - The Board was provided information on the modular headwall. The proposed equipment from Modular Service Company will install directly over the area of the existing headwall. It will hook directly to the house med gases using the existing quick connections.
- Accounts for Referral- The Board was provided a report of UMC's Accounts for Referral report. There were five accounts in May totaling \$281,462. There were no accounts in May over \$100,000.

Chairman Wilkins called for a motion to approve the Consent Agenda items.

ACTION: Dr. Whitten moved to approve the Consent Agenda items as presented. The motion was seconded by Ms. Vinson and approved unanimously.

TTUHSC REPORT

Steven Berk, M.D., Executive Vice President, Provost, and Dean of the School of Medicine, reported the Texas Tech University Health Sciences Center has recruited a new outstanding academic gastroenterologist, George Rateb, M.D., with skills in fellow teaching, research, and advanced endoscopy.

Dr. Berk mentioned Victor Test, M.D., Edward Yeomans, M.D., and David McCartney, M.D. each received an Academic Staff Award.

This report is for information only. No action is required.

UMC SERVICES AND SERVICE CHIEFS

This report was deferred.

PRESIDENT’S REPORT

Mr. Mark Funderburk, President and Chief Executive Officer, reviewed the UMC Strategic Scorecard and Hospital Utilization Report.

Mr. Funderburk also reported on the UMCP Urgent Care Clinics, which were ranked the number one clinic system in the National Response Center data base.

Mr. Funderburk also mentioned UMC’s new Police Chief, Steven Bartley, the successful Chapman Clinic Open House, and opening of the new 98th and Frankford location.

After discussion and opportunity for all present to be heard, the Chairman called for a motion.

ACTION: Mr. Greenstreet moved to accept the President’s report as presented. The motion was seconded by Mr. McClendon and approved unanimously.

CHIEF FINANCIAL OFFICER’S REPORT

Mr. Jeff Dane, Executive Vice President, Administrator and Chief Financial Officer, reviewed the May 2022 financial statements. It was the staff’s recommendation to approve as presented.

Following discussion and opportunity for all present to ask questions, the Chairman called for a motion.

ACTION: Mr. McClendon moved to accept the May financial statements as presented. The motion was seconded by Dr. Whitten and approved unanimously.

UMC PHYSICIANS 401(k) PLAN

Michael Economidis, Senior Associate Legal Counsel, presented the UMC Physicians 401(k) Plan. Mr. Economidis stated that amendments within the plan called for a match for up to five percent and changes to distributions. Additionally, amendments were made to bring the plan into compliance with various legal requirements.

It was the staff’s recommendation to approve as presented.

Following discussion and opportunity for all present to ask questions, the Chairman called for a motion.

ACTION: Ms. Vinson moved to accept the UMC Physicians 401(k) Plan as presented. The motion was seconded by Mr. Greenstreet and approved unanimously.

BID PROPOSALS AND SERVICE AGREEMENTS

The Board considered all of the following bid proposals and service agreements.

A. Patient Monitors (12)

Mr. Nick Skeen, Executive Vice President and Chief Operating Officer, presented the patient monitor request to the Board. Mr. Skeen explained that this request is to purchase the Philips patient monitors needed for the East Tower Operating Room anesthesia machines and portable machines to be utilized in the Nuclear Medicine space, when the Endoscopy preparation and/or recovery beds are full.

Staff recommends the purchase from Philips Healthcare, a Premier vendor, for a total cost of \$329,718. This will be paid for out of the 2022 unbudgeted funds.

B. Health and Wellness Hospital – MRI Shielding Award

Mr. Nick Skeen, Executive Vice President and Chief Operating Officer, presented the MRI Shielding award for the Health and Wellness Hospital to the Board for consideration. Mr. Skeen stated that this request is to award the bid for the MRI shielding subcontractor at the Health and Wellness Hospital.

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Staff recommends the purchase from the lowest compliant vendor, PanAmerican Shielding, for a total cost of \$202,760. This will be paid for out of the 2022 budgeted funds.

C. Health and Wellness Hospital – Ceramic Tile Award

Mr. Nick Skeen, Executive Vice President and Chief Operating Officer, presented the ceramic tile award for the Health and Wellness Hospital to the Board for consideration. Mr. Skeen stated that this request is to award the bid for the ceramic tile subcontractor at the Health and Wellness Hospital.

Staff recommends the purchase from the lowest compliant vendor, Collins Tile, for a total cost of \$285,100. This will be paid for out of the 2022 budgeted funds.

D. Health and Wellness Hospital – Millwork Award

Mr. Nick Skeen, Executive Vice President and Chief Operating Officer, presented the millwork award for the Health and Wellness Hospital to the Board. Mr. Skeen stated that this request is to award the bid for the millwork subcontractor at the Health and Wellness Hospital.

Staff recommends the purchase from the lowest complaint vendor, Pioneer Millwork/Hunter Millwork, for a total cost of \$1,040,800. This will be paid for out of the 2022 budgeted funds.

E. Health and Wellness Hospital – Pavement Striping Award

Mr. Nick Skeen, Executive Vice President and Chief Operating Officer, presented the pavement striping award for the Health and Wellness Hospital to the Board. Mr. Skeen reported that that this request is to award the bid for the pavement striping subcontractor at the Health and Wellness Hospital.

Staff recommends the purchase from the lowest complaint vendor, Rapid Strip, for a total cost of \$55,082. This will be paid for out of the 2022 budgeted funds.

F. Neuro and MSICCU Relocation Renovation

Mr. Nick Skeen, Executive Vice President and Chief Operating Officer, presented the Neuro and MSICCU relocation renovation to the Board. Mr. Skeen explained that the intent of this project is to relocate the pediatric/children's services to the East Tower to have the Children's Hospital in one building. This will accomplish the consolation the children's and women's services into the East Tower. This will require four phases which will involve the relocation of Neuro, MSICCU, Pedi and PICU. Also included in the project is the children's theming of the East Tower to match that of the Children's/Pedi EC unit. Mr. Skeen explained that UMC is anticipating this project to last a little over two years.

Staff recommends the purchase from the lowest complaint vendor, Sandia Construction, for a total cost of \$12,697,000. This will be paid for out of the 2022 budgeted funds.

G. Medical Air Upgrade

Mr. Phillip Waldmann, Executive Vice President and Chief Operating Officer, presented the medial air upgrade to the Board. Mr. Waldmann explained that this project will be to replace the existing Medical Air system in the Main Tower and replacing it with a newer system with more capacity. This will also correct moisture issues and improper header piping issues we have had in the past and connect all buildings into one centralized system.

Staff recommends the purchase from Hub City Plumbing & Mechanical, a Premier vendor, for a total cost of \$501,720 This will be paid for out of the 2022 budgeted funds

At this time, Ms. Wilkins gave members an opportunity to ask questions or voice objections. With no objections, Ms. Wilkins asked for a motion.

ACTION: Ms. Vinson moved to accept staff's recommendation of the bids, proposals and service agreements as presented. The motion was seconded by Mr. Greenstreet and approved unanimously.

AGREEMENTS, PROPOSALS, POLICIES AND DISCUSSION ITEMS

The Board considered all of the following bid proposals and service agreements.

- A. Audit Services Agreement – Health and Wellness Hospital
Mr. Jeff Dane, Executive Vice President, Hospital Administrator and Chief Financial Officer, presented the audit services agreement for the Health and Wellness Hospital to the Board for consideration. Mr. Dane outlined the services of the agreement with R.L Townsend & Associates, LLC which begins immediately and runs through the construction period of the Health and Wellness Hospital, for up to four years. This agreement will be a review of contracts for contractors and subcontractors, which will give an assessment of whether all provisions of the contracts have been complied with charges, bonding, change order activity, labor rates, commodity material pricing and other relevant costs. This agreement will also give a review of applications for payments and underlying documentation for accuracy and reasonableness, and a review of use of contingency funds, owner changes and credits. As well as, reconciling and compiling the final cost of the project. The guaranteed maximum price will not exceed \$125,950.
- B. Audit Services Agreement – Cancer Center
Mr. Jeff Dane, Executive Vice President, Hospital Administrator and Chief Financial Officer, presented the audit services agreement for the Cancer Center to the Board for consideration. Mr. Dane reported that this agreement will begin immediately and will run through the construction period of the Cancer Center for up to four years. The contract can be terminated at any time by either party. This agreement will assist the Construction Manager at the risk RFP process, analysis of responses and development of contract language. This agreement will also assist in the review of subcontractors. Mr. Dane also explained that this agreement will included whether all provisions of the contracts have been complied with including charges, bonding, change order activity, labor rates, commodity material pricing and other relevant costs. This will also include a review of applications for payments and underlying documentation for accuracy and reasonableness, along with a review use of contingency funds, owner changes and credits. The guaranteed maximum price will not exceed \$142,025.
- C. Master Coordinating Agreement
Mr. Jeff Dane, Executive Vice President, Administrator and CFO, presented a financial summary of the Master Coordinating Agreement and associated ancillary agreements with Texas Tech University Health Sciences Center. The MCA governs the relationship between UMC and TTUHSC. This agreement covers resident funding, medical directorships, program directorships, call coverage, department support, physician support, rent space, and funding associated with care provided for LCMI patients. The ancillary agreements each have their own effective dates and terms. These agreements provide support for departments, division or individual physicians for services provided. The MCA contract is effective July 1, 2022, through June 30, 2023.
- D. Lubbock Children’s Health Clinic
Mr. Jeff Dane, Executive Vice President, Administrator and Chief Financial Officer, presented the Lubbock Children’s Health Clinic (LCHC) request to the Committee. Mr. Dane explained that LCHC has requested \$170,000 for the 2022 year to assist with the cost of operations with two full-time nurse practitioners and a pediatrician and/or a medical doctor to provide specialized preventative healthcare for children in the medically underfunded areas of the community. It was decided to fund at \$170,000 for the 2022 fiscal year.


At this time, Chairman Wilkins gave members an opportunity to ask questions or voice objections. With no objections, Ms. Wilkins asked for a motion.

ACTION: Mr. Garcia moved to accept staff’s recommendation of the as presented. The motion was seconded by Mr. Greenstreet and approved unanimously.

With no further business to come before the Board, the Chair adjourned the meeting at 12:15 p.m.

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APPROVED:

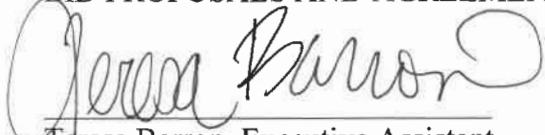


Jolyn Wilkins, Chair



Gladys Whitten, D.M.D., Secretary

BID PROPOSALS AND AGREEMENTS PREPARED BY:



Teresa Barron, Executive Assistant

APPROVED AS TO FORM:



Tina Belcher, Executive Assistant