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BILL NO. _____

SUMMARY – An Ordinance to amend Chapter 3.74 of the Clark County Code to amend the provision related to the removal of governing board members and amend the delegation of authority to the UMC Governing Board and other matters properly related thereto.

ORDINANCE NO. _____
(of Clark County, Nevada)

AN ORDINANCE TO AMEND CHAPTER 3.74 OF THE CLARK COUNTY CODE TO AMEND THE REMOVAL OF THE GOVERNING BOARD MEMBERS AND AMEND THE DELEGATION OF AUTHORITY TO THE UMC GOVERNING BOARD; AND PROVIDING FOR OTHER MATTERS PROPERLY RELATING THERETO.

THE BOARD OF COUNTY COMMISSIONERS OF THE COUNTY OF CLARK, STATE OF NEVADA, ACTING IN ITS CAPACITY AS THE UNIVERSITY MEDICAL CENTER OF SOUTHERN NEVADA BOARD OF HOSPITAL TRUSTEES, DOES HEREBY ORDAIN AS FOLLOWS:

SECTION 1. Title 3, Chapter 3.74, Section 3.74.020, subsection 8 of the Clark County Code shall be amended as follows:

3.74.020 Creation and composition of the governing board; terms; removal of members.

1. Creation of Board. There is hereby created the UMCSN governing board, composed of up to nine members, and charged with the responsibility of maintaining UMCSN as a county hospital organized under Chapter 450 of the Nevada Revised

Statutes and operated with the goal of maintaining the highest quality patient care for the residents of and visitors to Clark County.

2. Selection of Members. The members of the initial governing board shall be selected by majority vote of the UMCSN board of hospital trustees at a duly noticed public meeting of the board of hospital trustees. Candidates for membership on the initial governing board shall be submitted to the board of hospital trustees by the county manager and UMCSN CEO, upon the advice of a nominating committee consisting of residents of Clark County, as a slate of no less than five not more than nine candidates and must be approved as a slate. Members of the initial governing board shall serve staggered terms, chosen by lot. One third of the members chosen shall serve an initial term of three years, one third of the members chosen shall serve an initial term of two years, and the balance of the members chosen shall serve an initial term of one year. Thereafter, members shall be selected by a majority vote of the board of hospital trustees at a duly noticed public meeting, and shall serve terms of three years and may succeed themselves. The governing board shall, by a majority vote, submit recommendations for replacements to the governing board when a term has expired or a board position has otherwise become vacant. If a candidate recommended by the governing board is not selected by the board of hospital trustees, the governing board shall submit additional candidates until a candidate is selected.

3. Compensation. The members of the governing board may be compensated for their services as provided by Nevada Revised Statutes Chapter 450 for members of a hospital advisory board.

4. Qualifications of Members. Members shall be residents of Clark County and shall have demonstrated skills and experiences suited to addressing the needs and goals of the hospital, and the people who it serves. The appointment of any member of the governing board shall be based in part on the objective of ensuring that the governing board includes diverse and beneficial perspectives and experience, including, but not limited to, those of business management, law, finance, medical and/or other health professionals, health sector workers, and the patient or consumer perspective. The governing board as a whole shall represent a diverse group of stakeholders, have a high degree of interest in improving the hospital, and, as a group, have the requisite experience and knowledge to oversee the hospital.

5. Ethics. Members shall comply with the rules applicable to public officers under the Nevada Ethics in Government Law (Chapter 281A of the Nevada Revised Statutes) and Clark County Ethics Resolutions, as they may be amended from time to time.

6. Additional Requirements. Board members shall not have any financial conflicts which would require disclosure or abstention under the Nevada Ethics in Government Law. This prohibition extends to members of the board member's household and to relatives of the board member within the third degree of consanguinity or affinity. Upon such a conflict arising after the appointment of a member, the conflicted board member shall notify the secretary of the governing board and the clerk of the UMCSN board of hospital trustees. If the conflicted member is unable or unwilling to resolve the conflict within thirty days of such notice, a vacancy shall be deemed to exist upon the thirtieth day following notice.

7. Bylaws. Members of the governing board shall adopt bylaws and rules of procedure for the conduct of meetings of the governing board and for selection of a chair and vice chair among their members. Such rules shall be in compliance with the Nevada Open Meeting Law, but may be supplemental thereto, to aid in the conduct of the business of the governing board.

8. Removal of Members. A member of the governing board serves at the pleasure of the board of hospital trustees and may be removed from his or her position ~~only~~ by a majority vote of the board of hospital trustees. ~~for acts or omissions which, in the determination of the board of hospital trustees, constitute malfeasance or misfeasance, including but not limited to a violation of any section of this code, an unresolved financial conflict of interest, a violation of the Nevada Ethics in Government Law, or for failure to attend to duties of a member, as otherwise provided by Clark County Code.~~

SECTION 2. Title 3, Chapter 3.74, Section 3.74.030, subsection 6 of the Clark County Code shall be amended as follows:

3.74.030 Delegation of Authority to the Governing Board. To the extent allowed by law and as set forth herein, the following powers and duties are delegated to the governing board of UMCSN:

1. Oversight of Hospital primary mission and purpose of maintaining a public, safety-net hospital.

2. Adoption of bylaws under which the Governing Board shall operate, including but not limited to the determination of meeting times and frequencies, the appointment of standing committees with oversight of specific governance functions, and the selection of

officers of the Governing Board.

3. Recommendations, by majority vote, of individuals to fill vacancies on the Governing Board and on the number of members of the Governing Board, subject to final approval by the Board of Hospital Trustees.

4. Development of strategic planning goals and objectives, and adoption of plans to achieve them.

5. Approval of policies and procedures for the operation of the Hospital, including policies regarding service utilization patterns, productivity, patient satisfaction and patient complaints, and scope of availability of services.

6. Appointment, review, and discharge of the Hospital's Chief Executive Officer, [which shall be ratified by the board of hospital trustees.](#)

7. Except as limited by Paragraph 11 below, approval of expenditures, contracts and resolutions for the acquisition of goods and services necessary for the operation of the Hospital and fulfillment of its mission, in conformance with statutory requirements applicable to local governmental purchasing and contracts. Such approval and contractual obligations may not exceed encumbrances, in money and resources, of more than five million dollars per fiscal year per contract. Contracts and encumbrances may not be separated or partitioned to avoid the limits placed on this delegation. Any attempt to do so shall be considered a violation of this code and grounds for immediate dismissal. When services are contracted through the utilization of any Purchasing Group (as such term is defined pursuant to NRS 450, et seq), reasonable efforts should be made to utilize vendors licensed in Clark County, Nevada or vendors employing residents of Clark County, Nevada.

8. Delegation to the Chief Executive Officer of powers and duties, including, to the extent the Governing Board deems advisable, a limited power to enter into contracts and agreements on behalf of the Hospital, and the negotiation of collective bargaining agreements with recognized employee groups. In no way may the Governing Board delegate to the CEO powers or duties which have not been delegated to it or which exceed state law limitations on delegation of authority. Delegation to the CEO under this provision in no way relieves the Governing Board in its duty of financial oversight of the operation of the Hospital.

9. Oversight of physician recruitment and credentialing, including the appointment, re-appointment or removal of medical staff membership and clinical privileges, which includes the appellate review of actions of the Medical Executive Committee which may be challenged by an applicant or credentialed physician

10. Promulgation of rules, regulations and standards governing appointment of physicians and interns to the staff for approval by the Board of Hospital Trustees.

11. Approval of contracts with individual physicians or private medical associations for the provision of certain medical services as may be required by the hospital. Such contracts shall not exceed five years in length. Such contracts may be renewed at a duly noticed meeting of the governing board. Such contracts may not exceed annual encumbrances of five million dollars and must comply with all budgeting requirements of the local government budget and Finance Act of the Nevada Revised Statutes. Contracts and encumbrances may not be separated or partitioned to avoid the limits placed on this delegation. Any attempt to do so shall be considered a violation of this code and grounds for dismissal.

12. Approval of personnel policies and procedures for employees of the Hospital, approval of collective bargaining agreements with recognized employee groups, and approval of compensation packages for non-union eligible and management employees. Such approvals must fall within approved budgets. Approval of collective bargaining agreements shall be ratified by the Board of Hospital Trustees.

13. Approval of settlements and agreements to resolve employment-related litigation and pre-litigation not to exceed one hundred thousand dollars per applicant or employee, and not to exceed two hundred and fifty thousand dollars per incident or allegation of related incidents, and approval to resolve non-employment related litigation and per-litigation demands not to exceed one hundred thousand dollars (\$100,000.00) per incident or allegation of related incidents.

14. Acceptance of gifts and bequests to the Hospital, except where such gifts or bequests involve or include real property or improvements to real property or contain conditions on the bequest or gift which are beyond the delegated authority of the Governing Board.

15. Approval of the settlement or resolution of billing disputes or overpayments involving patients, third-party payers or governmental agencies.

16. Financial oversight and recommendation of Hospital operating and capital budgets for submission to the Board of Hospital Trustees for approval.

17. Oversight of quality improvement, performance and measurements.

18. Risk identification and compliance oversight to ensure that UMCSN maintains compliance with all federal, state and local laws and regulations, as well as all requirements of accrediting bodies.

19. Oversight of patient admission policies and policies that support patient care.
20. Oversight of medical education, training programs, community health education and research activities.
21. Review and approval of bylaws, rules and regulations of the medical staff of the Hospital, subject to final approval by the board of hospital trustees.
22. Oversight of the development of patient charges, subject to final approval by the board of hospital trustees.
23. Responsibility for coordinating education of the Governing Board members.
24. Responsibility for the Governing Board's effective, efficient performance and participation in a formal evaluation and self-assessment process.
25. Consultation and engagement with the community and UMCSN stakeholders, including facilitating the participation in certain non-profit corporations or entities and the execution of contractual relationships necessary for the development and improvement of the surrounding medical district.
26. Responsibility for ensuring that all operations of UMCSN, especially contractual and personnel matters, are conducted free from any political interference in accordance with applicable law.
27. Responsibility for oversight of a marketing plan for the Hospital and implementation of new healthcare laws, including the Affordable Care Act.
28. Development of recommendations for alternative public or private financing to assist the Hospital.
29. Any other duty or power which is both lawful and necessary to the full discharge of the powers and jurisdiction conferred on the Governing Board.

SECTION 3. If any section of this ordinance or portion thereof is for any reason held invalid or unconstitutional by any court of competent jurisdiction, such holding shall not invalidate the remaining parts of this ordinance.

SECTION 4. All ordinances, parts of ordinances, chapters, sections, subsections, clauses, phrases or sentences contained in the Clark County Code in conflict herewith are hereby repealed.

SECTION 5. This ordinance shall take effect and be in force from and after its passage and the publication thereof by title only, together with the names of the County Commissioners voting for or against its passage, in a newspaper published in and having a general circulation in Clark County, Nevada, at least once a week for a period of two (2) weeks.

PROPOSED on the _____ day of _____, 2025.

PROPOSED BY: _____

PASSED on the _____ day of _____ 2025.

AYES: _____

NAYS: _____

ABSTAINING: _____

ABSENT: _____

BOARD OF COUNTY COMMISSIONERS
CLARK COUNTY, NEVADA

By: _____

Tick Segerblom, Chair

ATTEST:

LYNN GOYA, County Clerk

This ordinance shall be in force and effect from and after the _____ day of
_____ 2025.