



**Regular Meeting of the Board of Directors
Minutes
December 11, 2019
8:00 – 10:00 a.m.**

MEMBERS PRESENT: Michael Richards, M.D. (Chair)
Martha McGrew, M.D. (Vice-Chair)
Kendall Rogers, M.D.
Steve McLaughlin, M.D.
Chris Pacheco
Robert Schenck, M.D.
Gary Mlady, M.D.
Loretta Cordova de Ortega, M.D.
David Rakel, M.D.
Eve Espey, M.D.
Selina Silva, M.D.
Robert DeFelice, M.P.H

MEMBERS ABSENT: Alexander Rankin, M.D.

OFFICERS PRESENT: Donna Sigl (Secretary)
Jill Klar, CEO & COO
Robb McLean, CMO
Marjorie Goldstein, CFO

OFFICERS ABSENT:

OTHERS PRESENT: Melissa Ivers, ACOMO
Erica Richards
John Paul Montoya
Jared Udall
Andy Baatz
Cory McDowell
Diana Heider
Debbie Begay
Dina Ortiz
Kathleen Cahill
Deborah Stephenson
Carly Newlands
Arthur Culpepper
Mary Swanson

GUESTS: Derrick Jones, Lovelace/UNM Rehabilitation Center
Matthew Maes, Lovelace/UNM Rehabilitation Center

I.	Called To Order and Confirmation of Quorum Chairman Dr. Michael Richards called the meeting to order at 8:04am. A quorum was established at 8:04am.	Action
II.	Opening Comments Dr. Michael Richards communicated the attendance of the new Board members and the voting privileges that will begin at today's Board meeting.	Action
III.	Recognitions Medical Group achieved the 75% completion goal for the Press Ganey survey. Jill Klar recognized both Dr. Loretta Cordova de Ortega and Dr. Kendall Rogers for their 13 & 3 years of service to the UNM Medical Group Board of Directors, respectively. Their terms expire on December 31, 2019. Jill Klar recognized the new Board members, Dr. David Rakel, Dr. Eve Espey, Dr. Selina Silva and Robert DeFelice, CEO of First Choice Community Health. Jill Klar provided the Steven Covey book, The Speed of Trust to each of the Board members as a special thank you.	Action
IV.	Approval of Meeting Minutes Chairman Michael Richards made a motion to approve the minutes from the October 9, 2019 Board of Directors meeting.	Action Dr. Kendall Rogers made a motion to approve the minutes and Dr. Robert Schenck 2 nd the motion. Motion carried.
V.	Public Comment There is no public comment	Action
VI.	Lovelace UNM Rehabilitation Hospital Update Derrick Jones provided an update on Lovelace UNM Rehabilitation Hospital ("LURH"). Mr. Jones introduced his Chief Financial Officer, Matt Maes. Matt provided the LURH financial statement. Net revenues are up 17%.	Action
VII.	Committee & Advisory Group Reports A. Finance Committee meeting minutes advanced by Dr. Martha McGrew for approval. Minutes are for November 6, 2019 & December 4, 2019. a. Jill Klar communicated effective December 10, 2019, 1790 Grande Blvd SE, Rio Rancho Primary Care Clinic has received full Board of Regents approval to acquire the building. b. Jill Klar introduced Erica Richards. Mrs. Richards communicated the Medical Group has engaged Sg2 for Health System for Telehealth Strategy. Have a positive work history with Sg2. We anticipate 14 weeks to develop the plan. c. Marjorie Goldstein presented the Transaction Authority Matrix – Ms. Goldstein requested approval from the Board for the Transaction Authority Matrix.	Action Motion made by Dr. Kendall Rogers to approved meeting minutes for November 6 th & December 4 th . Dr. Gary Mlady 2 nd motion. Motion carried.

	<p>d. Primary Care Pro Forma was presented by Kathleen Cahill and Jared Udall. An acknowledgment and acceptance of the pro forma was made by the Board.</p> <p>e. Marjorie Goldstein presented the Truman Pharmacy Expansion of output for Truman pharmacy. \$197K for expansion expenses. This is informational. No action required.</p> <p>f. Up to date contract is a subscription service utilized for caregivers/providers throughout the Health System. Cost originally incurred by the library and passed to the Medical Group as of 2014. Contract expires on December 31, 2019. Renewal is for next 3 years. Marjorie Goldstein advanced to the Board after review and approval by the Finance Committee.</p> <p>g. Marjorie Goldstein provided the financial highlights through October, 2019.</p> <p>h. JP Montoya presented the Revenue Cycle high level update through October, 2019. MBI identifier will be coming off the Medicare insurance cards. UNM has been 60% successful in implementing the identifier. This is required to be in place by Jan 2020. If we do not meet this requirement, it will result in denials.</p> <p>B. Dr. Steve McLaughlin presented the Operations Committee minutes of October 16, 2019 for acceptance by the Board. Dr. McLaughlin also recognized Kathleen Cahill for all of her work since joining the Medical Group. He is very happy to be partnering with Ms. Cahill.</p> <p>C. Dr. Kendall Rogers, on behalf of Dr. Alex Rankin introduced Dr. Selina Silva as the new PAG chair. Karen Hawley will be incoming PAG chair elect. Reviewed PAG agenda for next year. Chairs will be attending PAG mtgs. There are 19 meetings scheduled for 2020.</p>	<p>Dr. Michael Richards asked for a motion to approve the Transaction Authority Matrix. Dr. Martha McGrew made the motion and Dr. Kendall Rogers 2nd motion. Motion carried.</p> <p>Dr. Michael Richards requested acknowledgment & acceptance of the Pro Forma. Dr. Martha McGrew made the motion and Dr. Robert Schenck 2nd motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the renewal of the Up to Date Contract. Motion made by Dr. Martha McGrew and 2nd by Dr. Kendall Rogers. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the financial update. Dr. Martha McGrew made the motion & Dr. Kendall Rogers 2nd the motion. Motion carried.</p>
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VIII	By-Law Revisions, Resolutions, Appointments	Action
	<p>A. By-Law Revisions Cory McDowell presented the 5th version of By-Law revisions. After reviewing the recent 4th amended by-laws, it was discovered that there were some minor numbering and wording issues. Additionally there was one major revision required in Article Five, section 1. Executive Committee was originally set up for two member committee. The requested change will now reflect three Executive Committee members.</p> <p>B. Resolutions Jill Klar presented six new resolutions to Dr. Michael Richards for acceptance by the Board. They are as follows:</p> <ul style="list-style-type: none"> a. Amending the Fourth Amended & Restated Bylaws b. Appointment of Members to the Executive Committee – Dr. Michael Richards, Dr. Steve McLaughlin & Dr. Martha McGrew c. Electing & Affirming Finance Committee – Dr. Martha McGrew (Chairperson), Dr. Michael Richards, Dr. Gary Mlady, Dr. Eve Espey & Dr. Steve McLaughlin d. Reappointing Members to the Operations Committee – Dr. Steve McLaughlin (Chairperson), Dr. Gary Mlady, Dr. Michael Richards, Dr. Mark Unruh, Dr. Lisa Hofler & Kristin Gates e. Electing the Secretary, Donna Sigl, M.D. f. Electing the CMO, Robb McLean, M.D. as an Officer of the Corporation <p>C. Appointments Jill Klar presented three new appointments to the Board of Directors. They are as follows:</p> <ul style="list-style-type: none"> a. Robert Schenck, M.D. – Term Renewal b. Gary Mlady, M.D. – Term Renewal c. Bob DeFelicce, M.P.H. – New Community Member 	<p>Dr. Michael Richards requested a motion for acceptance to amend the by-laws to reflect a three member Executive Committee. Dr. Martha McGrew made the motion and Dr. Kendall Rogers 2nd the motion. Motion carried.</p> <p>Dr. Michael Richards presented each resolution individually for a motion and vote. For amending the fourth amended & restated by-laws. Dr. Martha McGrew made the motion & Dr. Kendall Rogers 2nd the motion. Motion carried by show of hands.</p>

Dr. Michael Richards requested a motion to appoint members to the executive committee. Dr. David Rakel made the motion and Bob DeFelice 2nd the motion. Motion carried by show of hands.

Dr. Michael Richards requested a motion for electing and affirming the finance Committee. Motion was made by Dr. David Rakel and 2nd by Robert Schenck. Motion carried by show of hands.

Dr. Michael Richards requested a motion for the election of the secretary. Motion was made by Dr. David Rakel and 2nd by Dr. Robert Schenck. Motion carried by show of hands.

Dr. Michael Richards requested a motion for electing the CMO & Officer of the Corporation.

		Motion made by Dr. Robert Schenck and 2 nd motion by Dr. Gary Mlady. Motion carried by show of hands.
IX.	Administrative Reports	Action
	<p>A. Chief Executive Officer Report Jill Klar provided the Conflict of Interest and Meeting Evaluation Forms for each Board member and asked that each be reviewed, completed and returned to Dina Ortiz prior to leaving today's meeting. In 2020 a Board Book and an Annual Report will be distributed to Board members. Ms. Klar also welcomed our new Board members.</p> <p>B. Chief Medical Officer Report Dr. Robb McLean presented the CMO report. Dr. McLean reported on clinical performance of a couple of the Medical Group clinics. School Based Health Clinics & Center for Life Clinic both achieved 37% increase in patient visits and 70% increase in collections. Dr. McLean recognized Summer Bloise for her work in rewriting our credentialing & privileging policies and Renee Ayala in updating additional policies. Patient satisfaction results – working on a dashboard in Tableau. Additionally, Dr. McLean wanted to make the Board aware of our AAAHC chapters that we have in each of our clinics. This is a roadmap as we prepare for our AAAHC accreditation. We will have policies, procedures & privileges that will be brought forward. They are:</p> <ul style="list-style-type: none"> • Grouping of the Credentialing and Privileging Policies • Physician Assistance 1-25 	<p>Dr. Michael Richards requested a motion to approve the Chief Officer Report. Dr. Martha McGrew made the motion and Dr. Kendall Rogers 2nd motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the Chief Medical Officer Report. Dr. Martha McGrew made the motion and Dr. Steve McLaughlin 2nd the motion. Motion carried.</p>
	Dr. Michael Richards requested a motion to move into the Executive Session of the meeting.	Dr. Martha McGrew made the motion to move into Executive and Dr. Steve McLaughlin 2 nd the motion. Motion carried.
X.	Meeting Adjourned	Action
	There being no further business. Chairman Michael Richards asked for a motion to adjourn the Regular Session of the Board of Directors at 10:24 am.	Dr. Steve McLaughlin made the motion to

		approve. Chris Pacheco, 2 nd motion. Motion carried.
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Dr. Donna Sigl, Secretary



Dina Ortiz, Scribe


