

**Regular Meeting of the Board of Directors  
Minutes  
August 11, 2021  
8:00am – 10:00am**

MEMBERS PRESENT: Martha Cole McGrew, M.D. (Chair)  
Michael Richards, M.D. (Vice-Chair)  
Mark Unruh, M.D.  
Robert Schenck, M.D.  
Eve Espey, M.D.  
David Rakel, M.D.  
Karen Hawley, M.D.  
Lisa Hofler, M.D.  
Gary Mlady, M.D.

MEMBERS ABSENT: Ms. Michelle Hernandez, Esq.  
Mr. Robert DeFelice

OFFICERS PRESENT: A. Robb McLean, M.D., President & CEO  
Jill Klar, COO  
Marjorie Goldstein, CFO  
Donna Sigl, M.D. (Secretary)  
Jennifer Phillips, M.D., Interim CMO

OFFICERS ABSENT:

OTHERS PRESENT: Andy Baatz  
Cory McDowell  
Diana Heider  
Scot Sauder  
Dina Ortiz  
Erika Condrey  
Quinn Mander  
Jared Udall  
Arthur Culpepper  
Erica Richards  
Deborah Stephenson  
Helen Nielsen  
Mary Swanson  
Richard Fortescue  
JP Montoya

GUESTS:

	<b>Called To Order and Confirmation of Quorum</b>	<b>Action</b>
	Chairperson Dr. Martha Cole McGrew called the meeting to order and a quorum was established at 8:04am	
<b>I.</b>	<b>Opening Comments</b>	
	Dr. Martha Cole McGrew announced this is her last Board meeting given her upcoming retirement. She will be appointing the new Chairman of the Board at the end of this meeting.	
<b>II.</b>	<b>Approval of Consent Agenda (<i>Martha Cole McGrew, M.D.</i>)</b>	<b>Action</b>
	<p>. Dr. McGrew presented the following items for approval as part of the Consent Agenda:</p> <ul style="list-style-type: none"> <li>• Finance Committee meeting minutes for July 7, 2021</li> <li>• Operations Committee meeting minutes for May 26, 2021</li> <li>• Audit &amp; Compliance Open Session for July 21, 2021</li> <li>• CEO Report</li> <li>• COO/CMO Report</li> </ul>	Dr. Martha Cole McGrew requested a motion to approve the consent agenda. Dr. Michael Richards made the motion & Dr. Mark Unruh 2 <sup>nd</sup> the motion. Motion carried.
<b>III.</b>	<b>Approval of Board Meeting Minutes (<i>Martha Cole McGrew, M.D.</i>)</b>	<b>Action</b>
	Dr. Martha Cole McGrew presented the UNMMG Board minutes for the June 9, 2021 meeting for approval.	Dr. Martha Cole McGrew requested a motion to approve the June 9, 2021 meeting minutes. Dr. Karen Hawley made a motion to approve and Dr. Mark Unruh 2 <sup>nd</sup> the motion. Motion carried.
<b>IV.</b>	<b>Recognitions (<i>A. Robb McLean, MD</i>)</b>	
	<p>Dr. Robb McLean recognized Dr. Martha Cole McGrew who has devoted 35 years to UNM and is retiring the first of October. He thanked Dr. McGrew for all of her dedication and contributions to UNM.</p> <p>Dr. McLean recognized Marjorie Goldstein who is also retiring at the beginning of October. Ms. Goldstein has dedicated a combined 19 years of service to UNM &amp; UNM Medical Group.</p> <p>Dr. Michael Richards also recognized both Dr. McGrew and Marjorie Goldstein.</p>	

<b>V.</b>	<b>Public Comment (Martha Cole McGrew, M.D.)</b>	
	There is no public comment for this meeting.	
<b>VI.</b>	<b>Administrative Reports</b>	
	<p><i>Financial &amp; Revenue Cycle Report</i>  Jared Udall presented the following Financial Report through the end of June 2021.</p> <ul style="list-style-type: none"> <li>◦ Distributions to School of Medicine: 80% of revenues vs budget of 80.1%</li> <li>◦ Net Margin 3.0% vs budget of 2.9%</li> <li>◦ Clinic losses of \$2.9 million vs budget of \$3.0 million <ul style="list-style-type: none"> <li>◦ UNMMG management company costs: \$28.3 million (compared to budget of \$30.0 million) 5.6% better than budget</li> </ul> </li> <li>◦ Lovelace UNM Rehab Hospital:  UNMMG share of earnings = \$6.6M compared to \$6.1M in prior year</li> <li>◦ Change in Net Position \$7.6 million against a budget of \$7.8 million</li> </ul> <p>Net operating revenues are \$250 million vs \$271 million, missing budget by \$20.8 million, driven by a mix in volumes. Mr. Udall called attention to the UPL money, \$25.8M vs a budget of \$38.3. Difference of \$12.5M.  wRVUs &amp; Collections, 121K or 6.9% of the CY21. wRVU's were due to the E&amp;M impact for FY21.</p> <p>Jared Udall presented the Revenue Cycle report. Collections short of FY20 by 1.5M. Denials were up 5,530 and AR up by 6M. AR greater than 90 decreased by 5.4M as a whole.</p> <p><i>Primary Care Incentive</i>  Dr. Robb McLean presented. The Primary Care Model was implemented FY20. It was significantly modified for FY2021 and there are minor modifications moving into FY2022. The objectives is to invest in the care given by PC Faculty to the paneled population; and incentivize/encourage success in delivering this care. Key elements of the model include stewardship, clinical service, quality and patient engagement. This is being advanced to the Board today to asking for continued use of quality reserves to assist with funding this subsidy. We are requesting \$500K in FY22.</p> <p><i>Humana MA Value-Based Care Distribution</i>  Dr. Robb McLean presented. This is a joint contract that we hold with First Choice Community Health. 15% of the total membership resides at First Choice. This year we had an upside payment due to us for CY20 totaling approximately \$1.1M. We received payment in FY21 totaling \$836K. Final payment of \$300K pending receipt later this year. We need to establish a mechanism for sharing the upside with First Choice. We recommend splitting the payment based on membership, which will result in a payment of \$129K to First Choice for their participation in this Value Based Care contract. Additionally we will need to fund a reserve this year for Humana and will be based on a split with SRMC, UH &amp; UNMMG. Request is to approve this methodology for a split with First Choice of \$129K and an additional payment when we receive the \$300K.  <b>Dr. Michael Richards recommended that Dr. Robb McLean come back to the Board with an overall update of the overall First Choice partnership and affiliation.</b></p> <p><i>Chief Executive Officer Highlights</i>  Dr. Robb McLean highlighted the following:</p>	<p>Dr. Martha Cole McGrew requested a motion to approve the Financial &amp; Revenue Cycle Report. Dr. Mark Unruh made the motion and Dr. Gary Mlady 2<sup>nd</sup> the motion. Motion carried.</p> <p>Dr. Martha Cole McGrew requested a motion to approve the use of quality reserves for funding Primary Care Incentive. Dr. Robert Schenck made the motion and Dr. Mark Unruh 2<sup>nd</sup> the motion. Motion carried.</p> <p>Dr. Martha Cole McGrew requested a motion to approve the split of \$129K with First Choice and subsequent payment, again with First Choice. Dr. Robert Schenck made the motion and Dr.</p>

	<ul style="list-style-type: none"> <li>◦ COVID updates</li> <li>◦ COVID vaccination policies effective end of September</li> <li>◦ Press Ganey Survey results. Will go over the results with our community Board members individually in further detail.</li> </ul> <p><i>PAG Update</i>  Dr. Karen Hawley provided the following PAG update:  Working to have more interdepartmental/interdisciplinary discussions.  Trying to improve overall communications regarding PAG, which includes utilizing the website, accessible through Mission Excellence.  Updates with the physician/clinician leadership alignment with the dyad partners.</p> <p><i>Updated Policies, Procedures &amp; Privilege Sets</i>  Dr. Jennifer Phillips presented the updated policies, procedures &amp; standing orders for approval as follows:  <i>New Policies &amp; Procedures</i></p> <ul style="list-style-type: none"> <li>◦ 11175 – Provider Bump Policy</li> <li>◦ 11176 – Patient/Healthcare Facility/Provider Attendance Policy</li> <li>◦ Appendix A – Attendance Agreement between UNMMG Patients, Healthcare Facilities, and Providers.</li> </ul> <p><i>Pharmacy</i></p> <ul style="list-style-type: none"> <li>◦ 11221 – Medication and Solution Administration – Appendix A: Medication Approved for Administration by Medical Assistants</li> <li>◦ Consent to Get the COVID-19 Vaccine (Pfizer) English</li> <li>◦ Consent to Get the COVID-19 Vaccine (Pfizer) Spanish</li> <li>◦ Consent to Get the COVID-19 Vaccine (Moderna) English</li> <li>◦ Consent to Get the COVID-19 Vaccine (Moderna) Spanish</li> </ul> <p><i>New Standing Orders</i></p> <ul style="list-style-type: none"> <li>◦ Pfizer-BioNTech COVID-19 Vaccine</li> </ul> <p><i>Quality</i></p> <ul style="list-style-type: none"> <li>◦ 2021-2022 Infection Control Risk Assessment</li> <li>◦ 2021-2022 Quality and Accountability Improvement Plan (redline &amp; clean draft)</li> </ul>	<p>Eve Espey 2<sup>nd</sup> the motion.  Motion carried.</p> <p>Dr. Jennifer Phillips requested a motion to approve the Policies, Procedures &amp; Standing Orders. Dr. Mark Unruh made the motion and Dr. Eve Espey 2<sup>nd</sup> the motion.  Motion carried.</p>
<b>VII.</b>	Vote to go into Executive Session ( <i>Martha Cole McGrew, M.D.</i> )	
	<p>Vote to go into Executive Session for the following purposes (<i>Martha Cole McGrew, M.D.</i>)</p> <p>A. Discussion and, where appropriate, determination of matters involving information, proceedings, or actions covered by the confidentiality protections of the New Mexico Review Organization Immunity Act, § 41-91-1 et seq., NMSA 1978, as provided in Section 5(10) of the UNMMG’s Open Meetings Policy.</p> <p>B. Portions of meetings of the Board of Directors where strategic and long-range business plans, trade secrets, or institutional compliance program matters are discussed.</p> <p>C. Discussion of limited personnel matters (specifically, discussion of investigation and consideration of complaints against individual employees) and matters subject to attorney-client privilege pertaining to threatened or pending litigation, governmental investigation, administrative proceeding, arbitration proceeding, mediation, in which the Corporation is or may be before a participant.</p>	<p>Dr. Martha Cole McGrew requested a motion at 8:46am to convene into Executive Session. Dr. Eve Espey made the motion &amp; Dr. David Rakel 2<sup>nd</sup> the motion.</p>
<b>VIII.</b>	Vote to Reconvene into Open Session ( <i>Martha Cole McGrew, M.D.</i> )	<b>Action</b>

	<p>Vote to Reconvene in Open Session (<i>Martha Cole McGrew, M.D.</i>):</p> <p>A. Certification that only those matters described in Agenda Item 10 above were discussed in Executive Session and, if necessary, final action with regard to those matters will be taken in Open Session.</p>	<p>The motion to reconvene the Board of Directors meeting to Open Session passed by a unanimous vote. 1<sup>st</sup> motion made by Dr. Robert Schenck &amp; 2<sup>nd</sup> Dr. Mark Unruh.</p>
<b>IX.</b>	<b>Resolution for the Appointment of Dr. Michael Richard, Board Chairperson (<i>Martha Cole McGrew, M.D.</i>)</b>	
	<p>Dr. Martha Cole read the Resolution for the Appointment of Dr. Michael Richards as the new Chairperson of the UNMMG Board of Directors.</p>	<p>Dr. Martha Cole McGrew requested a motion to approve the Resolution appointing Dr. Michael Richards. Motion made by Dr. Mark Unruh and 2<sup>nd</sup> by Dr. Lisa Hofler. Motion carried.</p>
<b>X.</b>	<b>Meeting Adjourned</b>	<b>Action</b>
	<p>There being no further business, Chairperson Dr. Michael Richards requested a motion to adjourn the Regular Session of the Board of Directors at 10:04am.</p>	<p>Dr. Martha Cole McGrew made the motion to adjourn and Dr. Gary Mlady 2<sup>nd</sup> motion. Motion carried.</p>

  
Donna Sigl (Oct 19, 2021 13:21 MDT)

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Dr. Donna Sigl, Secretary

*Dina Ortiz* 10/19/21

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Dina Ortiz, Scribe