

**Regular Meeting of the Board of Directors
Minutes
February 12, 2025
8:00am – 10:00am**

MEMBERS PRESENT: Patricia Finn, M.D. (Chairperson)
Christopher Arndt, M.D.
James Chodosh, M.D.
Chandra Cullen, M.D.
Dale Dekker, AIA
Nancy Joste, M.D.
Mark Unruh, M.D.

MEMBERS ABSENT: Michael Richards, M.D.

OFFICERS PRESENT: Gary Mlady, M.D., Interim President & CEO
Jill Klar, COO
Jennifer Phillips, M.D., CMO
Jared Udall, CFO
Cory McDowell, Board Secretary

OFFICERS ABSENT:

OTHERS PRESENT: Renee Ayala
Andy Baatz
Laura Comstock
Sharmila Dissanaiké, M.D.
John-Paul Montoya
Justin Miller, M.D.
Betty Chang, M.D.
Rebecca Napier
Erica Richards, DNP
Matthew Rosebrough
Alex Schevchuck, M.D.
Debra Padilla
Jessa Zenor-Mckelvey
Laura Lerdall (Scribe)

GUESTS:

I.	Call to Order and Confirmation of Quorum (<i>Patricia Finn, M.D.</i>)	Action
	Dr. Patricia Finn called the meeting to order at 8:00am. Quorum was noted.	
II.	Opening Comments (<i>Patricia Finn, M.D.</i>)	Information
	Dr. Finn welcomed attendees to the meeting.	
III.	Approval of Consent Agenda (<i>Patricia Finn, M.D.</i>)	Action
	Dr. Finn presented the following items for approval as part of the Consent Agenda: A. Finance Committee Meeting Minutes for: 1. December 4, 2024 B. Operations Committee Minutes 1. November 20, 2024 C. COO/CMO Report D. Privilege Sets	Dr. Finn requested a motion to approve the consent agenda. Dr. Christopher Arndt made the motion & Dr. Nancy Joste seconded the motion. Motion carried with no discussion or opposition.
IV.	Approval of Board Meeting Minutes (<i>Patricia Finn, M.D.</i>)	Action
	Dr. Finn presented the minutes for the Annual Meeting of the UNMMG Board of Directors on December 11, 2024 for approval.	Dr. Finn requested a motion to approve the December 11, 2024 meeting minutes. Dr. Mark Unruh made a motion to approve and Dr. Christopher Arndt seconded the motion. Motion carried with no opposition or discussion.
V.	Public Comment	Information
	Dr. Finn asked if there was any public comment for this meeting. No public comment was received for this meeting.	

VI.	Administrative Reports	Action
	<p>A. Chief Financial Officer Report (<i>Jared Udall</i>) (ACTION)</p> <p>Mr. Udall presented Financial Highlights and Revenue Summaries through December 2024 with information provided to the Board in advance of the meeting. Total revenue, work RVUs and January activity was reviewed with information provided in advance to the Board.</p> <p>Mr. Udall offered the summary of Revenue Cycle for Medical Group to be presented by Mr. JP Montoya who reviewed information provided to the Board in advance of the meeting.</p> <p>Questions related to the hours dedicated to lawsuits and criminal trial preparation combined time was discussed acknowledging a vast majority of that time is uncompensated and takes away from patient care. The topic of malpractice also was briefly discussed as it is coming before the current legislature. Mr. McDowell added that his office received over 500 subpoenas in 2024, the vast majority of which are uncompensated. Mr. McDowell was asked to provide a sample of estimated time for court preparation at some point. Added to the discussion was regular requests for public information which require a lot of uncompensated physician time.</p> <p>B. Chief Executive Officer Report (<i>Gary Mlady, M.D.</i>) (INFORMATION)</p> <p>Dr. Mlady presented information from October to present and reviewed slides provided in advance to the Board.</p> <p>Highlights included: UNM Medical Group was recognized as a Family Friendly Business in 2025; Introduction to the Executive Director of Clinical Operations, Matthew Rosebrough.</p> <p>The Medical Group Annual Report that went into the Regents package was also provided to the Board in advance of the meeting but in consideration of time was not reviewed completely. Board members were encouraged to ask questions after full review outside the meeting.</p> <p>C. Clinician Advisory Group (CAG) Update (<i>Chandra Cullen, M.D.</i>) (INFORMATION)</p> <p>Dr. Cullen stated that they have held 2 meetings in 2025 with presentations from Dermatology, Cardiology, Psychiatry and Behavioral Health integration in Primary Care. Dr. Miller, the CAG Chair-Elect and Camille Walker, Nurse Practitioner is the CAG Co-Chair-Elect.</p> <p>Additionally, the group held an in-person CAG Orientation for new members and discussed some priorities for the year, of which the topic of malpractice came up.</p> <p>D. CMO Quality Report (<i>Jennifer Phillips, M.D.</i>) (ACTION)</p> <p>Dr. Phillips presented the UOP Quality metrics for the clinic in materials provided in advance to the Board.</p> <p>Medication Reconciliation was also reviewed along with hand washing metrics and Patient Experience metrics.</p>	<p>Dr. Finn called for a motion to accept the Financial & Revenue Cycle Report which was so moved by Dr. Chandra Cullen and seconded by Dr. Nancy Joste. The motion was passed with no objections.</p> <p>A call for a motion was made to accept the CMO Quality Report was made. Dr. James Chodosh</p>


	Discussion followed.	made the motion and Dr. Christopher Arndt seconded the motion. The motion carried with no discussion or objection.
VII.	Ratify Action of Executive Committee of the UNMMG Board of Directors on January 13, 2025 – NM Finance Authority Construction of Medical Office (Patricia Finn, MD)	Action
	<p>Dr. Finn recapped the meeting of the Executive Committee of the UNMMG Medical Group Board of Directors that convened for the purpose of approving the Resolution to Authorize the Execution and Delivery of a Loan Agreement between UNMMG and the New Mexico Finance Authority for the purpose of funding the costs of construction of the new Truman Clinic in Albuquerque for the principal amount of \$19,120,000.</p> <p>Mr. McDowell added that the Executive Committee approved the loan execution due to the timing of the issue which was unable to wait for the full Board to meet, however, the Committee met and approved the action which now is required to be ratified by the entire Board. This resolution authorizes the officers to sign the loan documents which have been discussed in previous Board meetings.</p> <p>Mr. Dekker recused himself from the vote of the Board as the architecture of the project.</p>	<p>Dr. Finn called for a motion to ratify the action of the Executive Committee for approval of the Resolution to execute the loan between the UNMMG and the NM Finance Authority in the amount of \$19,120,000. The motion was made by Dr. James Chodosh and seconded by Dr. Nancy Joste. Dale Dekker recused himself from the vote.</p> <p>The motion passed with no objections.</p>
VIII.	Whitecap Funds Flow Update (Patricia Finn, MD)	Information
	<p>The Whitecap Funds Flow Update was discussed in Dr. Richards' absence by Dr. Finn who reminded that the consulting firm was brought in to provide analysis of the funds flow, ie, the funds derived from the hospital that pays the delta that physicians don't make in their billing. Whitecap is undergoing a compensation review and defining and designing the clinical FTE effort with different benchmarks. This allows for transparent compensation and funds flow.</p> <p>July 1 will offer a "shadow budget" of what the process will look like. The Chairs will be brought into the discussion of the process today in their Dean's Advisory Committee meeting and essentially discussing two budgets going forward.</p>	

	Discussion followed as well as the question related to whether faculty would be enabled to vote on the compensation plan. It was discussed that could be another hurdle.	
IX.	Workforce Update (Patricia Finn, M.D.)	Information
	<p>Dean Finn expressed the need for healthcare workforce expansion to provide care for everyone in New Mexico which will require the improvement to Fitz Hall. Working with Price Waterhouse consulting, to present to the Board of Trustees their hope for a \$37M budget for design of a building that is estimated to cost \$600M. The Legislature is looking favorably to the \$37M request and there will be a considerable fundraising effort and enabling leverage to borrow against and build up funds to obtain the estimated required amount for the building, when that number is solidified. This is in addition to what the State awards and General Obligation Bonds, other methodologies, other governmental sources, etc.</p> <p>Discussion ensued.</p>	
X.	Vote to go into Executive Session (Patricia Finn, MD)	Action
	<p>Vote to go into Executive Session for the following purposes:</p> <p><i>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.</i></p> <p><i>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.</i></p> <p><i>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 before a participant.</i></p>	Dr. Finn requested a motion to convene into Executive Session. Dr. James Chodosh made the motion and Dr. Mark Unruh seconded. The motion passed with no objection.
XI.	Vote to Reconvene into Open Session (Patricia Finn, MD)	Action
	<i>A. Certification that only those matters described in Agenda Item X above were discussed in Executive Session and, if necessary, final action with regard to those matters will be taken in Open Session.</i>	The motion to reconvene and certify Executive Session matters was motioned and approved by the quorum.
XII.	Vote to Adjourn (Patricia Finn, M.D.)	Action
	There being no further business, Patricia Finn, M.D. requested a motion to adjourn the Regular Session of the UNM Medical Group Board of Directors at 9:54am.	Dr. Finn requested a motion to adjourn which

		was motioned and approved by the quorum.
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Mr. Cory McDowell, Board Secretary

4/9/25
Date


Ms. Laura Lerdall, Scribe

4.9.25
Date