

**Regular Meeting of the Board of Directors
Minutes
December 12, 2018
8:00 – 10:00 a.m.**

DIRECTORS PRESENT: Martha McGrew, M.D. (Vice-Chair)
Michael Richards, M.D. (Chair)
Gary Mlady, M.D.
Kendall Rogers, M.D.
Loretta Cordova De Ortega, M.D.
Robert Schenck, M.D.
Chris Pacheco
Steve McLaughlin, M.D.

DIRECTORS ABSENT: Melissa Ivers, D.M.D.

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

OFFICERS ABSENT: None

OTHERS PRESENT: Arthur Culpepper
Erica Richards
Catherine Russell
Debbie Begay
Summer Bloise
John Paul Montoya
Jared Udall

GUESTS: Kevin Gick

1.0	Called To Order and Confirmation of Quorum	Action
	Chairman Dr. Michael Richards called the meeting to order at 8:08 a.m. A quorum was established at 8:13 a.m.	
2.0	Opening Comments	Action
	None	
3.0	Recognition	Action
	Jill Klar recognized the following: <ul style="list-style-type: none"> • Dr. Melissa Ivers for her service for PAG Chair. Dr. Lu announced his resignation from the institution and Dr. Alex Rankin is the new PAG Chair, effective 1/1/2019. • SRMC mil levy approval. • SBHC for their completion of the DOH Medicaid Audit. 	
4.0	Approval of Minutes, Board of Directors Meeting of August 8, 2018	Action
	Chairman Richards made a motion to approve the minutes from the October 10, 2018 Board of Directors meeting.	Dr. Bob Schenck made the motion to approve. Dr. Gary Mlady, 2 nd motion. Motion carried.
5.0	Public Comment	Action
	None.	
6.0	Report from the Audit & Compliance Committee	Action
	None.	
7.0	Report from the Finance Committee	Action
7.1	<u>Finance Committee Meeting Minutes</u> Chairman Richards presented the minutes for the Finance Committee meetings from November 7, 2018 and December 5, 2018 for acceptance.	Dr. Bob Schenck made the motion to approve. Dr. Steve McLaughlin, 2 nd motion to accept the November 7th and December 5th, 2018 minutes. Motion carried.
7.2	<u>Revenue Cycle Update</u> Mr. Montoya provided the Revenue Cycle update for informational purposes.	
7.3	<u>Collections wRVU Preview</u> Mr. Udall provided an overview of Collections per wRVU analysis to the Board for informational purposes.	
7.4	<u>Financial Highlights</u> Ms. Goldstein presented the October 2018 Financial Highlights for acceptance.	
		Chris Pacheco made the motion to approve. Dr.

<p>7.5</p> <p>7.6</p>	<p><u>Authority Matrix</u> Ms. Goldstein presented the UNMMG Transaction Authority Matrix policy and procedure and summary of revisions for acceptance.</p> <p><u>Truman Expansion</u> Ms. Goldstein provided a verbal presentation request for budgetary expansion for the Truman Health Services clinic (Suite A of Encino Plaza) for \$205,000 for acceptance. It was advised by the Board to consider an Executive Committee to review the lease agreement and additional resources.</p>	<p>Steve McLaughlin, 2nd motion to accept the October 2018 Financial Highlights. Motion carried.</p> <p>Dr. Steve McLaughlin made the motion to approve. Chris Pacheco, 2nd motion to accept the UNMMG Transaction Authority Matrix. Motion carried.</p> <p>Dr. Bob Schenck made the motion to approve. Dr. Loretta Cordova de Ortega, 2nd motion to accept the budgetary expansion for the Truman Health Services. Motion carried.</p>
<p>8.0</p>	<p>Operations Committee Dr. Steve McLaughlin presented the minutes for the Operations Committee meetings from October 17, 2018 and November 21, 2018 for acceptance.</p> <p>The 2019 Operations Committee meetings will be scheduled soon and will consist of 6 meetings.</p>	<p>Action Chris Pacheco made the motion to approve. Dr. Bob Schenck, 2nd motion to accept the October 17th and November 21st, 2018 minutes. Motion carried.</p>
<p>9.0</p>	<p>Board Member Changes & Resolution(s) Chairman Richards made a motion to approve the election of Donna Sigl as Secretary and appointing members of the Executive Committee (Drs. Michael Richards, Martha McGrew, and Steven McLaughlin)</p>	<p>Action Chris Pacheco made the motion to approve. Dr. Loretta Cordova</p>

		de Ortega, 2 nd motion to approve the election of Donna Sigl as Secretary and appointing members of the Executive Committee. Motion carried.
10.0	Chief Executive Officer Report	Action
	<p>Ms. Klar presented the CEO Report for acceptance. Her report entailed:</p> <ul style="list-style-type: none"> • Fy19 Big 8 Medical Group Performance Dashboard • Clinic and Operations Strategic Focus • Open Positions – Update • IT-IDX Upgrade Update • Health System Performance Improvement Initiative • Change Leadership Accelerator Series • Board Cascading Process Review for Performance Improvement Initiative update 	Dr. Michael Richards requested a motion to accept the CEO report. Dr. Martha McGrew made a motion to approve the CEO report. Dr. Steve McLaughlin 2 nd motion. Motion carried.
11.0	Chief Medical Officer Report	Action
	<p>Dr. Robb McLean presented the CMO Report for acceptance.</p> <p>Operations Committee Report Due to time constraints, Dr. McLaughlin reported on reducing the number of committee meetings in 2019 from twelve to six.</p>	Dr. Michael Richards requested a motion to accept the CMO report. Dr. Martha McGrew made a motion to approve the CMO report. Dr. Steve McLaughlin 2 nd motion. Motion carried.
12.0	Board Chairman Report	Action
	None.	
13.0	Physician Advisory Group Report	Action
	Due to time constraints, the PAG report was not presented for acceptance, and will be presented at the next Board meeting in February 2019.	
14.0	Vote to go into Executive Session	Action
	Chairman Richards called for a motion to close the open Session and convene in Executive Session.	Dr. Bob Schenck made the motion to approve. Dr. Martha McGrew, 2 nd

		motion. Motion carried.
15.0	Vote to Reconvene in Open Session	Action
	<p>Chairman Richards called for a motion to reconvene the Open Session of the Board meeting.</p> <p>It was noted for the minutes that the Board reviewed, accepted and approved only those matters described in section 14.0 were discussed in Executive Session. If necessary, final action will be brought to those matters will be taken in Open Session.</p>	<p>Dr. Loretta Cordova de Ortega made the motion to approve. Dr. Martha McGrew, 2nd motion. Motion carried.</p>
16.0	Meeting Adjourned	Action
	<p>There being no further business. Chairman Michael Richards asked for a motion to adjourn the Regular Session of the Board of Directors at 10:43 am.</p>	<p>Dr. Martha McGrew made the motion to approve. Dr. Loretta Cordova de Ortega, 2nd motion. Motion carried.</p>

Dr. Donna Sigl, Secretary

Debbie Begay, Scribe

