



**Regular Meeting of the Board of Directors  
Minutes  
June 12, 2019  
8:00 – 10:30 a.m.**

**DIRECTORS PRESENT:** Michael Richards, M.D. (Chair)  
Gary Mlady, M.D.  
Kendall Rogers, M.D.  
Loretta Cordova De Ortega, M.D.  
Steve McLaughlin, M.D.  
Chris Pacheco

**DIRECTORS ABSENT:** Martha McGrew, M.D. (Vice-Chair)  
Melissa Ivers, ACO  
Robert Schenck, M.D.

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

**OFFICERS ABSENT:** None

**OTHERS PRESENT:** Arthur Culpepper  
Erica Richards  
John Paul Montoya  
Jared Udall  
Deb Stephenson  
Andy Baatz  
Alex Rankin, M.D.  
Mary Swanson  
Kristin Gates  
Jami Frost, M.D.  
Catherine Russell  
Debbie Begay  
Dina Ortiz  
Quinn Mander

**GUESTS:** Todd Wolk, Huron  
Tracy Wertz, Huron

<b>I.</b>	<b>Called To Order and Confirmation of Quorum</b>	<b>Action</b>
	Chairman Dr. Michael Richards called the meeting to order at 8:03 a.m. A quorum was established at 8:03am.	
<b>II.</b>	<b>Opening Comments</b>	<b>Action</b>
	None	
<b>III.</b>	<b>Recognition</b>	<b>Action</b>
	Jill Klar recognized the following: <ul style="list-style-type: none"> <li>Highest charges in the history of the Medical Group at \$49M. This is due to the Revenue Cycle group....JP Montoya, Elena Louissena, Jackie Hargrave.</li> </ul>	
<b>IV.</b>	<b>Approval of Minutes, Board of Directors Meeting of February 13, 2018</b>	<b>Action</b>
	Chairman Michael Richards made a motion to approve the minutes from the May 1, 2019 Board of Directors meeting.	Dr. Gary Mlady made the motion to approve. Dr. Loretta Cordova de Ortega, 2 <sup>nd</sup> motion. Motion carried.
<b>V.</b>	<b>Public Comment</b>	<b>Action</b>
	None.	
<b>VI.</b>	<b>Committee &amp; Advisory Group Reports</b>	<b>Action</b>
	<b>A. Audit &amp; Compliance</b> Mr. Chris Pacheco reported for Audit & Compliance. Items for today's meeting will be communicated during the Executive Session.	
	<b>B. Finance Committee</b> <u>Finance Committee Meeting Minutes</u> Marjorie Goldstein presented minutes from Finance Committee meeting held on June 5, 2019.  <u>Primary Care Incentive Model</u> Marjorie Goldstein brought before the Board the Primary Care Incentive Model to request approval to utilize reserves to fund the Incentive Model. Dr. Jami Frost was introduced to	Dr. Michael Richards request Motion to approve Finance Committee minutes. Dr. Kendall Rogers made a motion to approve. Dr. Steve McLaughlin, 2 <sup>nd</sup> motion to accept the June 5, 2019 minutes. Motion carried.  Dr. Michael Richards requested a motion to approve the use of quality

describe the program, Scheduled for roll out on July 1, 2019. Funding may be needed to support the program. A request was made to fund up to \$500K from quality reserves.

reserves. Dr. Loretta Cordova de Ortega made a motion and Chris Pacheco 2<sup>nd</sup> motion. Motion carried.

Expansion of Funding from Cardinal

Growth at Truman continues for non 340B drugs. Asking for approval from the Board to fund increase in spending authority for a cost of \$975K for purchases. This will be off-set by increased revenues.

Dr. Michael Richards requested a motion to approve increase in spending authority at Truman for \$975K. Motion made by Dr. Steve McLaughlin and 2<sup>nd</sup> by Dr. Loretta Cordova de Ortega. Motion carried.

Investment Management Agreement

Ms. Marjorie Goldstein stated this is a request to the Board for consent to assign our investment management agreement from McDonnell Investment Management to Loomis Sayles.

Dr. Michael Richards requested a motion to approve consent to assign from McDonnell to Loomis Sayles. Dr. Loretta Cordova de Ortega made a motion, Dr. Steve McLaughlin 2<sup>nd</sup> motion. Motion carried.

April 2019 Financial Highlights

Ms. Marjorie Goldstein reviewed the April 2019 financial highlights and requested Board approval.

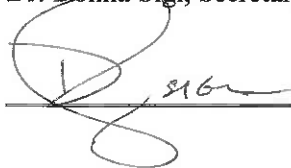
Dr. Michael Richards requested a motion to approve the

		April 2019 Financial Highlights. Motion made by Dr. Kendall Rogers and 2 <sup>nd</sup> by Dr. Gary Mlady. Motion carried.
	<p><b>C. Operations Committee Report</b></p> <p>Dr. Steve McLaughlin reported next Operations Committee meeting scheduled for June 19, 2019 therefore no report for this Board meeting.</p>	
	<p><b>D. Physicians Advisory Group Committee</b></p> <p>Dr. Alex Rankin reported for PAG. Dr. Rankin provided an update on the CEOs presentation, Top 9 and current progression. Next meeting will discuss priorities and next steps.</p>	Dr. Michael Richards requested a motion to acknowledge receipt of the PAG report. Dr. Steve McLaughlin made the motion, Chris Pacheco 2 <sup>nd</sup> motion. Motion carried.
<b>VII.</b>	<b>Administrative Reports</b>	<b>Action</b>
	<p><b>A. Chief Executive Officer Report</b></p> <p>Ms. Jill Klar presented the CEO Report for acceptance. Ms. Klar provided highlights as follows:</p> <ul style="list-style-type: none"> <li>• Successfully relocated the Spine Clinic to the Lovelace/UNM Rehabilitation Hospital.</li> <li>• UNM Health Sciences Behavioral Health Clinic scheduled to open July 1<sup>st</sup>.</li> <li>• Biggest charge month in the history of the Company – just below \$50M.</li> <li>• Telehealth Expansion: Focus on primary care video visits and ACCESS programs.</li> <li>• Meetings with Department Chairs in the process of being scheduled.</li> <li>• IT workforce merging with UH currently scheduled to occur on July 14<sup>th</sup>.</li> <li>• UNM Team Health: BC/BS &amp; LoboCare lives combining effective July 1 to create larger population to manage.</li> <li>• FY20 Big 8 and Health System UOP will be introduced at the August Board Meeting.</li> </ul>	Dr. Michael Richards requested a motion to accept the CEO Report. Dr. Loretta Cordova de Ortega made the motion, Dr. Steve McLaughlin 2 <sup>nd</sup> motion. Motion carried.
	<p><b>B. Chief Medical Officer Report</b></p> <p>Dr. Robb McLean introduced the AAAHC governance requirements for our accreditation. Dr. McLean additionally presented information regarding the credentialing and privileging process.</p> <p>Legislative Requirements Will Begin this Week:</p> <ul style="list-style-type: none"> <li>• Safe Harbor Act for Nurses</li> <li>• Opioid Prescribing</li> </ul>	Dr. Michael Richards requested a motion to adopt the resolution to the change in membership to the Practice Oversight

<p>Clinic Updates:</p> <ul style="list-style-type: none"> <li>• Truman – Non-HIV Program. DOH Grant has been increased to \$400K for the coming year from \$240K</li> <li>• Truman - DOH will be granting STD subcontractor status</li> <li>• Dental – MOU in process of being completed to support Truman patients</li> <li>• CRH – Security now on site. Some picketing taking place</li> <li>• Spine Clinic Closure – working on a smooth transition for providers &amp; staff to UNM/Lovelace Rehab location</li> <li>• BH – Ready to go live on July 1<sup>st</sup>. Open House to be held in September.</li> </ul> <p>Practice Oversight Committee Resolution:</p> <ul style="list-style-type: none"> <li>• Change in membership, new physician, Michelle Iandiorio as the Truman Clinic Medical Director and Renee Ayala is the new Quality Manager. Melissa Martinez removed as a voting member.</li> </ul> <p>Policies &amp; Procedures:</p> <ul style="list-style-type: none"> <li>• Center for Reproductive Health (CRH)</li> <li>• Nurse Initiated</li> <li>• Safe Harbor Policy – Texas statute sentence removed.</li> </ul> <p>May 2019 Policies &amp; Procedures:  These were presented to the Board Executive Committee &amp; approved. Page 95 of today’s Board Packet, which are detailed in red. The list of policy changes begin with UNM Code of Ethics and end with the Medical Group Care &amp; Un-sponsored Medical Group Clinic Services. Twelve total policies.  Two additional policies HSC Code of Ethics through Infection, Prevention and Control.</p> <p>Policies 11111, 11248 and 12205 requested to be retired due to duplication with other Medical Group policies.</p>	<p>Committee. Dr. Kendall Rogers made the motion and Chris Pacheco 2<sup>nd</sup> the motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the two Policies &amp; Procedures for CRH and Nurse Initiated. Dr. Gary Mlady made the motion and Dr. Loretta Cordova de Ortega 2<sup>nd</sup> the motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to remove the Texas statute sentence from the Safe Harbor policy. Motion made by Chris Pacheco and 2<sup>nd</sup> by Dr. Steve McLaughlin. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve all May 2019 policies. Dr. Steve McLaughlin made a motion and Chris Pacheco 2<sup>nd</sup> motion. Motion carried.</p>
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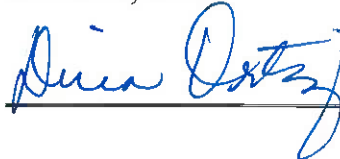
	<b>C. Board Chairman Report</b> None.	
<b>VIII</b>	<b>Vote to go into Executive Session</b>	<b>Action</b>
	Chairman Richards called for a motion to close the open Session and convene in Executive Session.	Dr. Loretta Cordova de Ortega made the motion to approve. Dr. Gary Mlady, 2 <sup>nd</sup> motion. Motion carried.
<b>IX.</b>	<b>Vote to Reconvene in Open Session</b>	<b>Action</b>
	Chairman Richards called for a motion to reconvene the Open Session of the Board meeting.  It was noted for the minutes that the Board reviewed, accepted and approved only those matters described in section 15.0 were discussed in Executive Session. If necessary, final action will be brought to those matters will be taken in Open Session.	Dr. Gary Mlady made the motion to approve. Dr. Kendall Rogers, 2 <sup>nd</sup> motion. Motion carried.
<b>X.</b>	<b>Meeting Adjourned</b>	<b>Action</b>
	There being no further business. Chairman Michael Richards asked for a motion to adjourn the Regular Session of the Board of Directors at 10:22 am.	Dr. Loretta Cordova de Ortega made the motion to approve. Dr. Gary Mlady, 2 <sup>nd</sup> motion. Motion carried.

Dr. Donna Sigl, Secretary




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Dina Ortiz, Scribe




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