

**Regular Meeting of the Board of Directors
Minutes
April 8, 2020
9:00am – 10:30 a.m.**

MEMBERS PRESENT: Michael Richards, M.D. (Chair)
Martha McGrew, M.D. (Vice-Chair)
Steve McLaughlin, M.D.
Robert Schenck, M.D.
Gary Mlady, M.D.
Eve Espey, M.D.
Robert DeFelice, M.P.H
Selina Silva, M.D.
Chris Pacheco

MEMBERS ABSENT: David Rakel, M.D.

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

OFFICERS ABSENT:

OTHERS PRESENT: Andy Baatz
Cory McDowell
Diana Heider
Dina Ortiz
Quinn Mander
Erika Condrey
Kathleen Cahill
Karen Hawley, M.D. (PAG)
John-Paul Montoya
Dr. Arthur Culpepper
Richard Fortescue
Renee Ayala

GUESTS:

I.	Called To Order and Confirmation of Quorum	Action
	Chairman Dr. Michael Richards called the meeting to order at 9:12am. A quorum was established at 9:12am	
II.	Opening Comments	Action
	Dr. Michael Richards thanked everyone for their flexibility during this pandemic and stated the need for good communication is important during this time.	
III.	Recognitions	Action
	<p>Dr. Robb McLean recognized the following:</p> <ul style="list-style-type: none"> • All clinical teams who are providing care & access to the citizens of New Mexico and the sacrifices they are making to provide this care. Truman, CRH & Athletics clinics continue to work, which is very much appreciated. • Members of the MG ICS team. • Dr. Aimee Smidt, for her leadership in helping with some of the virtual health options implemented. Additionally Stetson Berg, the Finance team and the CfTH team. • Marjorie Goldstein and the Finance team for getting our budget in place for approval today. 	
IV.	Approval of Meeting Minutes	Action
	Chairman Michael Richards made a motion to approve the minutes from the February 12, 2020 Board of Directors meeting.	Dr. Martha McGrew made a motion to approve the minutes and Dr. Eve Espey 2 nd the motion. Motion carried.
V.	Public Comment	Action
	There is no public comment	
VI.	Committee & Advisory Group Reports	Action
	<p>A. Finance Committee (<i>Dr. Steve McLaughlin</i>) Dr. Steve McLaughlin stated the primary discussion of the April 1st meeting was to review and approve the budget for FY2021. Additional discussion included finances over the next couple of months due to the pandemic.</p> <ul style="list-style-type: none"> ○ Request made by Dr. Steve McLaughlin for the acceptance of minutes from the March 4, 2020 and April 1, 2020 meetings. ○ <i>Financial Highlights</i> Marjorie Goldstein presented a brief overview of the financial highlights through February 2020. In calendar year 2019 we received approval to receive Medicaid Managed Care Upper Payment Limit. On June 30th FY2019 we accrued this UPL money, which created a large dollar value on our bottom line. In February 2020 we trued up some things with the School of Medicine (SOM), increasing our mission support accruals (\$16.9M) to the SOM resulting in funds available within the Deans Discretionary Reserves, funds which are safeguarded. This is driving a \$7.5M loss YTD for the Medical Group. Where we had a very large bottom line in FY2019, we will therefore see the opposite occur in FY2020. Distributions to School of Medicine: 81.4% of revenues (vs budget of 80.5%) Total Clinic losses of \$2.8 million: Excluding \$262K loss for Behavioral Health clinic, losses are \$2.5M, or \$100K worse than budget. Truman loss of \$1.6 million is \$400K worse than budget. UNMMG management company costs: \$19.6 million 	<p>Dr. Michael Richards requested a motion to approve the April 1, 2020 minutes. Motion made by Dr. Gary Mlady and Dr. Martha McGrew 2nd motion. Motion carried.</p> <p>Dr. Martha McGrew requested a motion to approve the Finance Committee meeting minutes</p>

	<p>(compared to budget of \$20.6 million). Lovelace UNM Rehab Hospital: UNMMG share of earnings = \$4.0M compared to \$2.5M in prior year. YTD distributions: \$1.3 million. Distributions since inception is \$3.8 million.</p> <p>Additionally, we are considering, in order to assist the SOM, to retroactively suspend the quality reserves for FY2020, which results in \$600K of cash to push back to the SOM. This would require approval from the Board.</p> <p>UNMMG is looking into accessing a \$100B fund to cover expenses and lost revenues associated with COVID-19.</p> <p>Additionally, one of our legislative impacts is the suspension of the Medicare sequestration cuts from May 1st to December 31st.</p> <ul style="list-style-type: none"> o <i>Revenue Cycle</i> JP Montoya presented. Actively working on Telehealth, which includes consolidated communications. Charge capture will be declining. o <i>FY2021 Budget Approval</i> Marjorie Goldstein presented. FY2020 projections were created prior to the pandemic and are outdated. Ms. Goldstein stressed to everyone present that we will need to make modifications to these numbers. FY2020 accomplishments include Revenue Cycle operational improvements = \$4M. IT operating system migration from VMS to LINUX platform. Clinic operational improvements: SBHC (projected 17% increase in visits; 50% increase in patient revenues). CRH (projected 2% increase in visits; 28% increase in patient revenues). Truman Health - secured 340b under an STD grant designation: Includes PrEP and Hepatitis C treatment. Expected savings greater than \$400K. Opened UNM Rio Ranch Behavioral Health Clinic. Dr. Robb McLean spoke on the strategic areas of focus which include Telehealth expansion, Primary Care Expansion (includes strategic assistance from White Cap), Lovelace/UNM Rehabilitation Hospital Joint Venture, Revenue Cycle Improvements. Medical Group will focus on current real estate issues related to our Bradbury and Center for Life locations. o <i>Operations Committee</i> Dr. Gary Mlady presented the minutes of the February 19, 2020 Operations Committee meeting. o <i>Physicians Advisory Committee</i> Dr. Selina Silva presented. The committee conducted their first meeting via Zoom. On April 23rd the Medical Group will be providing a presentation regarding status of the clinics and any related impacts during the COVID crisis. o <i>Audit & Compliance Committee</i> No report provided for the Audit & Compliance Committee at this time. o <i>Committee Updates</i> <ul style="list-style-type: none"> a. Resolution advanced to the Board for the new members of the Audit & Compliance Committee. The Committee members are Mr. Chris Pacheco, Dr. Karen Hawley, Dr. David Rakel & Dr. Robert Schenck. b. Resolution advanced to the Board for Dr. Steve McLaughlin to step down as Chair of the Operations Committee. The committee members are Dr. Gary Mlady, Dr. Michael Richards, Dr. Steve McLaughlin, Dr. Mark Unruh, Dr. Lisa Hofler and Kristin Gates effective April 8, 2020. c. Resolution advanced to the Board to accept the Charter of the Operations Committee. The major changes are to remove the Vice-Chair of the Committee effective April 8, 2020. 	<p>for March 4, 2020. Motion made by Dr. Robert Schenck & 2nd by Dr. Gary Mlady. Motion carried.</p> <p>Dr. Martha McGrew requested a motion to approve the Financial Highlights. Dr. Gary Mlady made the motion and Dr. Eve Espey 2nd the motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the FY2021 budget. Dr. Gary Mlady made the motion and Dr. Martha McGrew 2nd the motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the minutes of the February 19, 2020 Operations Committee meeting. Dr. Gary Mlady the motion and Dr. Martha McGrew 2nd motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to adopt and approve the</p>
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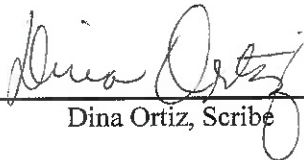
		<p>membership for the Audit & Compliance Committee. Dr. Selina Silva made the motion and Dr. Robert Schenck 2nd motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the membership of the Operations Committee effective April 8, 2020. Motion made by Dr. Robert Schenck and 2nd by Dr. Gary Mlady. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the amended & restated Charter for Operations Committee. Motion made by Dr. Robert Schenck and 2nd by Dr. Gary Mlady. Motion carried.</p>
VII.	Administrative Reports	
	<p>A. Chief Executive Officer Report Dr. Robb McLean reported on the following:</p> <ul style="list-style-type: none"> o Medical Group COVID update o Rio Rancho Primary Care Clinic Purchase Complete o Lovelace/UNM Rehabilitation Hospital Update o Telehealth & Primary Care Strategy – Engagements on pause o Budget <p>Dr. Robb McLean presented a resolution to appoint Dr. Jennifer Phillips as the interim Chief Medical Officer for the Medical Group.</p>	<p>Dr. Michael Richards requested a motion to approve the CEO Report. Dr. Eve Espey made the motion and Dr. Selina Silva 2nd the motion. Motion carried.</p>

<p>B. Chief Operating Officer Report presented by Jill Klar. Ms. Klar presented the following:</p> <ul style="list-style-type: none"> o First Choice Community Health Partnership Agreement. Mr. Robert DeFelice has joined the UNM Medical Group Board and Dr. Robb McLean be advanced to participate as a Board member of First Choice Community Health o Value Based Care Integration o Kincentric – Implementation delayed due to the current COVID crisis o Offer has been made to a new Executive Director of HR for Medical Group. <p>C. Associate Chief Medical Officer Report</p> <ul style="list-style-type: none"> o Dr. Jennifer Phillips provided a status report for School Based Health, Truman and Center for Reproductive Health clinics. o Reviewed & updated policies for approval. They are: <ul style="list-style-type: none"> a. 11519 – Service Animals b. 11121 – Disclosure of Unanticipated Patient c. Outcomes and Patient/ Provider Communication d. 11164 – Defective Medical Devices and Equipment e. 11208 – Clinic Nutrition Supply f. 11117 – HSC Records Management g. Retention and Disposal Policy o Reviewed new policy procedures. They are: <ul style="list-style-type: none"> a. SOP for Transcranial Magnetic Stimulation b. for Treatment- Resistant Depression c. Standard Operating Procedures for Ordering & Administration of Medications d. SOP for HRA & IRC e. Standard Operating Procedures for Medication Assisted Treatment for Opioid Use Disorder f. Nurse Initiated Protocol: Patient Telephone Visit after Mifepristone Clinic Visit g. 11184 – Public Health Emergency Order Imposing Temporary Restrictions on Non-Essential Health Care Services, Procedures & Surgeries 	<p>Dr. Michael Richards requested a motion to approve the resolution to appoint Dr. Jennifer Phillips as interim Chief Medical Officer for the Medical Group. Motion made by Dr. Robert Schenck and 2nd by Dr. Martha McGrew. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the COO report. Dr. Gary Mlady made the motion and Dr. Martha McGrew 2nd the motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the CMO report. Dr. Martha McGrew made the motion and Dr. Gary Mlady 2nd the motion. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the Policies & Procedures presented. Dr. Martha McGrew made the motion and Dr. Robert Schenck 2nd</p>
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		motion. Motion carried.
VIII	Vote to Go Into Executive Session	Action
	Dr. Michael Richards requested a motion to move into the Executive Session of the meeting	Motion to go into Executive Session made by Dr. Martha McGrew and 2 nd by Dr. Gary Mlady. Motion carried.
IX.	Vote to Reconvene in Open Session	Action
	Dr. Michael Richards requested a motion to reconvene into open session.	Motion to reconvene into open session made by Dr. Steve McLaughlin and 2 nd by Dr. Martha McGrew. 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 10:32 am.	Dr. Robert Schenck made the motion adjourn and Dr. Martha McGrew 2 nd motion. Motion carried.



Dr. Donna Sigl, Secretary



Dina Ortiz, Scribe