

**Regular Meeting of the Board of Directors  
Minutes  
June 14, 2023  
8:00am – 10:00am**

MEMBERS PRESENT: Patricia Finn, M.D. (Chairperson)  
James Chodosh, M.D.  
Eve Espey, M.D.  
Elizabeth Lawrence, M.D.  
Richard Miskimins, M.D.  
Michael Richards, M.D.  
Aimee Smidt, M.D.

MEMBERS ABSENT: Chris Arndt, M.D.  
Michelle Hernandez, Esq  
Mark Unruh, M.D.

OFFICERS PRESENT: A. Robb McLean, M.D., President & CEO  
Jill Klar, COO  
Jennifer Phillips, M.D., CMO  
Jared Udall, CFO  
Cory McDowell, Secretary

OFFICERS ABSENT: N/A

OTHERS PRESENT: Renee Ayala  
Andy Baatz  
Laura Comstock  
Georgia Frankel  
Kristin Gates  
Laura Lerdall (Scribe)  
Quinn Mander  
Helen Nielsen  
Erica Richards, PhD  
Rachael Rodriguez  
Deborah Stephenson  
Mary Swanson

GUESTS: N/A

	<b>Call to Order and Confirmation of Quorum (Dr. Patricia Finn)</b>	<b>Action</b>
	Dr. Patricia Finn called the meeting to order at 8:01am.	
	Quorum was noted.	

<b>I.</b>	<b>Opening Comments</b>	
	Dr. Patricia Finn welcomed attendees to the meeting with a special welcome to Dr. Betty Chang, Senior Associate Dean of Clinical Affairs for the School of Medicine.	
<b>II.</b>	<b>Approval of Consent Agenda (Dr. Patricia Finn)</b>	<b>Action</b>
	<p>Dr. Patricia Finn 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: <ul style="list-style-type: none"> <li>March 1, 2023</li> <li>April 5, 2023</li> <li>June 7, 2023</li> </ul> </li> <li>• COO/CMO Report</li> </ul>	Dr. Patricia Finn requested a motion to approve the consent agenda. Dr. Michael Richards made the motion & Dr. Elizabeth Lawrence seconded the motion. Motion carried with no discussion or opposition.
<b>III.</b>	<b>Approval of Board Meeting Minutes (Patricia Finn, M.D.)</b>	<b>Action</b>
	Dr. Patricia Finn presented the UNMMG Board Meeting minutes for the April 12, 2023 meeting for approval.	Dr. Patricia Finn requested a motion to approve the April 12, 2023 meeting minutes. Dr. James Chodosh made a motion to approve and Dr. Eve Espey seconded the motion. Motion carried with no opposition or discussion.
<b>IV.</b>	<b>Public Comment</b>	
	<p>Dr. Patricia Finn asked if there was any public comment for this meeting.</p> <p>No public comment was received for this meeting.</p>	
<b>V.</b>	<b>Administrative Reports</b>	<b>Action</b>
	<p><b>A. Chief Financial Officer Report (Jared Udall, CFO)</b></p> <p><b>1. Financial and Revenue Cycle Report</b></p> <p>Mr. Udall presented highlights through April 2023 to include total revenue ahead of budget, Operating Income, Clinic budgets, etc. in slides provided to the Board in advance of the meeting. Mr. Udall emphasized that most of the clinics are</p>	Dr. Patricia Finn called for a motion to accept the

doing well although there was some miss-planning for Truman Health Services indicated on the presentation slide. Projected results were also shared.

Additionally, Mr. Udall covered the UNMMG and SRMC Revenues, Expenses and Changes in Net Assets Summaries and Comparative Balance Sheet which were provided to the Board in advance of the meeting.

Mr. Udall also explained the Schedule of Reserves usage by the Neurosurgery Department in information provided to the Board in advance of the meeting.

Mr. JP Montoya was asked to present the information provided in advance to the Board on Revenue Cycle for UNMMG and SRMC.

Discussion ensued.

## **2. Authority Matrix**

Ms. Mary Swanson, UNMMG Controller, shared the Proposed Authority Matrix, which will account for the transition of Dr. McLean out of the role of President and CEO and an Interim, when that person is fully adopted by Board Resolution. This Matrix will give the department more flexibility in who can be listed as the electronic signatory which also changes who can be the manual signatory on checks.

## **3. Use of Reserves**

Mr. Udall brought into view how the Authority Matrix is designed to control how the use of reserves occurs. For this fiscal year, we are using the Dean's Discretionary and Department Reserves. The Finance Committee had a discussion and will continue to discuss how the authority is granted for the use of reserves.

Discussion ensued.

## **4. Huron Revenue Cycle Engagement**

In slides provided to the Board in advance of the meeting, Mr. Udall explained that related to the awareness of the Board, the Huron Revenue Cycle Engagement would need Executive Session approval to move forward because the timing of the contract is not aligned with governance.

Financial and Revenue Cycle Report which was so moved by Dr. Elizabeth Lawrence and seconded by Dr. Aimee Smidt. The motion was passed with no objections.

Dr. Patricia Finn called for a motion to accept the Proposed Authority Matrix as presented which was so moved by Dr. James Chodosh and seconded by Dr. Eve Espey. The motion was passed with no objections.



Mr. Udall presented information provided in advance to the Board on the Revenue Optimization Financial Summary related to utilizing the revenue potential. Mr. Montoya also offered clarification on the tier approaches.

Dr. Richards also offered clarification on the timing of the contract negotiations that fall in-between timing of the Board meetings. Further, he explained that the fixed fees are related to the great revenue potential. The proposal of the final contract needs to go to a Special Meeting of the Finance Committee to really get into the details and then that would go to the Executive Committee of the Board to get Management Team authority to enter into the contract.

Secretary McDowell confirmed that once the contract goes through the Special Meeting of the Finance Committee followed by the Executive Committee, it would then come before the full Board for final approval at the next regularly scheduled Board Meeting.

Dr. McLean added that the proposed benefit is roughly 10% allocated to the Medical Group, so we would expect the fixed costs are across the entities. Additionally, regarding contingency fees, Huron is very collaborative in helping us reach agreement of what the benefit has been and getting portion of a recurring benefit that we see and are heavily involved in the calculation of that benefit.

Discussion ensued related to professional collections.

#### **B. Chief Executive Officer Report (*A. Robb McLean, M.D.*)**

Dr. McLean acknowledged his regret that he was not joining the meeting in person, and this is his last meeting as the CEO. Dr. McLean conveyed his appreciation to all the Board members for their support over the last three and a half years, as well as their hard work serving on the Board.

Dr. McLean also acknowledged the recent accreditation achieved by the tri-annual Accreditation Association for Ambulatory Health Care (AAAHC) and that the committee was highly complimentary of our processes in digging through the details of our operations. While we await their final report, they had several consultative recommendations. When the final report is received, we'll come back with a summary of items that we'll be working on. Special kudos to the Clinic Operations and Quality Program, the latter being the best the review committee has ever seen. This was a huge success.

Lastly, Dr. McLean thanked the Senior Leadership Team and Executive Leadership Team that he's had the privilege of working with and we have a great team to hand off to the interim CEO.

Dr. Finn and Jill presented grateful acknowledgement to Dr. McLean for his strong leadership, support and guidance to the Medical Group and Board of Directors with a lovely Nambe engraved platter.

We will miss him and wish him great success in his next chapter.

**C. Physician Advisory Group (PAG) Update (Richard Miskimins, M.D.)**

Dr. Richard Miskimins conveyed his gratitude of Dr. McLean and reflected on his residency program and his gratefulness of the mentoring he received from Dr. McLean which he has always taken with him.

The PAG updates recapped Dr. Ziedonis’ presentation on the overall Strategic Plan. Additionally, the plans related to the changes coming to SRMC have also been discussed.

PAG is looking at ways to improve the education of physicians to resolve issues of problems they currently face and are working with leadership in the hospital.

**D. Updated Policies, Procedures, Standing Orders and Privilege Sets (Jennifer Phillips, MD)**

Dr. Phillips summarized the Policies, Procedures, Standing Orders and Privilege Sets to the group which was provided in advance to the Board to include:

Updated Policies and Procedures:

- 11162 – Product Alert and Recalls

Ms. Ayala added clarification to this policy as requested by Dr. Miskimins. The changes in the product alert was to streamline the process and remove any reference to the hospital system. Medical Group does not use the same system; therefore, we rewrote the process to match our practice. Further, also reviewed the patient nutrition and recalls around the nation related to that. The policy addresses the recall of products as well.

**E. CMO Quality Report (Jennifer Phillips, MD)**

Dr. Phillips presented the CMO Quality report for approval by the Board which was provided to them in advance of the meeting. The reference and highlight of the recent AAAHC Accreditation were also made and information on the organization which provides this service was reviewed.

Dr. Philips covered the Opportunities for Improvement that were identified during the 2.5-day survey which took place at Truman, Center for Reproductive Health, Grande Clinic, Van Buren Middle School and Center for Life:

- Patient Rights – Our patient rights document is missing one statement – patients have the right to change providers.
- Administration –
  1. Need to ensure we are verifying education for licensed staff – two RN HR files were missing verification of education
  2. OSHA required annual trainings need to be completed one every 365 days – current process may go longer.
- Quality of Care – Need to have a process in place for tracking laboratory tests

A call for a motion to accept the Updated Policies, Procedures, Standing Orders and Privilege Sets as presented was made. Dr. Elizabeth Lawrence made the motion, Dr. Eve Espey seconded. The motion carried with no discussion or objection.

A call for a motion to accept the CMO Quality Report was made and so moved by Dr. Aimee Smidt and seconded by Dr. James Chodosh. The motion was passed with no objections.



	<ul style="list-style-type: none"> <li>• Quality – Need to add impaired provider process to the current incapacitated provider policy</li> <li>• Facilities - Need to tighten up process for drills; need more robust follow-up and close-out.</li> <li>• Teaching and Publication Activities – Students at each school should be signing addendums to the MOUs</li> </ul> <p>Dr. Phillips summarized by stating that they will form post-survey response team to address potential findings to include those identified pre-survey and consultative comments. They intend to identify a team and lead for each opportunity. Team will develop plan of correction with timeline to completion. Additionally, the reporting of the progress will be provided to the Quality Work Group and the POC.</p> <p>Dr. Phillips concluded her remarks with illustrating a path forward related to the final report.</p> <p>Discussion ensued.</p>	
<b>VI.</b>	<b>Vote to go into Executive Session (Patricia Finn, M.D.)</b>	<b>Action</b>
	<p>Vote to go into Executive Session for the following purposes: <i>(Patricia Finn, M.D.):</i></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 be before a participant.</i></p>	<p>Dr. Patricia Finn requested a motion at 9:18am to convene into Executive Session. Dr. Elizabeth Lawrence made the motion and Dr. Eve Espey seconded the motion. Motion carried with no opposition.</p>
<b>VII.</b>	<b>Vote to Reconvene into Open Session (Patricia Finn, M.D.)</b>	<b>Action</b>
	<p><i>A. Certification that only those matters described in Agenda Item VI above were discussed in Executive Session and, if necessary, final action with regard to those matters will be taken in Open Session.</i></p>	<p>The motion to reconvene at 9:48am and certify Executive Session matters was requested by Chairperson Finn. The motion was made by Dr.</p>

		Elizabeth Lawrence and seconded by Dr. Michael Richards. The motion carried with no discussion or opposition.
<b>VIII.</b>	<b>Meeting Adjourned</b>	<b>Action</b>
	There being no further business, Chairperson Dr. Patricia Finn requested a motion to adjourn the Regular Session of the UNM Medical Group Board of Directors at 9:48am.	Dr. Patricia Finn requested a motion to adjourn which motioned and unanimously approved by the quorum.



Aug 10, 2023

Cory McDowell, Board Secretary

*Laura Lerdall*

Aug 10, 2023

Ms. Laura Lerdall, Scribe