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Minutes of 05/02/2014 HSC Board of Directors Mtg

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**Minutes of the Meeting of the
UNM Health Sciences Center Board of Directors
May 2, 2014
Domenici Center for Health Sciences Education Bldg., Room 3010**

UNM Health Sciences Center Board of Directors (the “Board”) members present: Suzanne Quillen, Chair, Ann Rhoades, Michael Olguin, Lt. Gen. Brad Hosmer, Mel Eaves
UNM Leaders present: President Bob Frank
UNM Health Sciences Center (“HSC”) Leaders present: Chancellor Paul Roth and other members of the Health System and Health Sciences Center leadership
Others present: members of the HSC faculty and staff; community members

Chair Suzanne Quillen called the meeting of the Board to order at approximately 11:20 a.m. The Chair established that a quorum of the members of the Board was present.

Approval of Agenda

A motion was made to adopt the published agenda. The motion was seconded. There was no discussion. The motion passed with a vote of 3-0-0. Director Hosmer was not in the room and did not vote.

Approval of Minutes of Prior Meeting

A motion was made to approve the minutes of the April 4, 2014 meeting of the Board. The motion was seconded. There was no discussion. The motion passed with a vote of 3-0-0.

Comments from Directors

Chair Quillen recognized how well the helicopter crash at the UNM Hospital was handled, specifically recognizing Billy Sparks for his professionalism.

Director Hosmer joined the meeting.

Chancellor’s Report

Chancellor Roth distributed copies and discussed a letter he received from UNM Faculty Senate President Richard Holder that referenced faculty concerns regarding the UNM budget and specifically a

reference to the Health Sciences Center regarding compensation increases. Dr. Roth provided information to the Board and distributed response remarks that he will include in a letter to Dr. Holder. Discussion.

Dr. Roth acknowledged and thanked Ms. Kathy Guimond, Chief, UNM Police, in her retirement next month after 18 years of service.

Dr. Roth provided an overview of the extraordinary response of a wide range of nurses, security personnel, administration, etc. who responded to the helicopter crash at the UNM Hospital in a manner that the entire Health Sciences Center can be proud. He recognized the two UNM Hospital security officers – Eugene Lujan and Roberto Sandoval -- who put themselves in harm's way to rescue the helicopter pilot and the medical crew and their quick activation of the Helipad's Fire Suppression System. Dr. Roth introduced Dr. Bob Bailey, Chief, Emergency Operations Center, who showed a video and explained the incident and how the institution responded. Discussion.

UNM Health System Update Including SRMC Update

Mr. Steve McKernan began with a review of the Sandoval Regional Medical Center, Inc. ("SRMC") Dashboard. Dr. Mike Richards added information on the indicators emerging from the service-by-service analysis that is currently underway. A detailed report from this analysis will be provided in the near future. He commented on the 'signature' programs, *i.e.*, Bariatric Program, Breast Surgery Program, Total Joint Program, etc. Dr. Richards then provided an update on some of the key strategic activities. Discussion on process, successes, and challenges. Dr. Rick Crowell provided an update on hospital quality and safety. The following discussion included the impact of quality data to business.

HSC Student Council Update

Mr. Kyle Leggott, President, HSC Student Council, provided a presentation outlining the current business and activities of the HSC Student Council.

Public Comment

There was no public comment at the meeting.

The Board had a brief recess.

Chair Quillen thanked Director Eaves for organizing a Health Sciences Center event with Governor Martinez. She also recognized Regent Don Chalmers who recently lost his battle with cancer.

Request to Approve UNM College of Nursing Degree Candidates

Discussion. A motion was made to approve the degree candidates submitted by the UNM College of Nursing. The motion was seconded. The motion was passed with a vote of 4-0-0 in favor.

Request to Approve UNM School of Medicine Degree Candidates

A motion was made to approve the degree candidates submitted by the UNM School of Medicine. The motion was seconded. The motion was passed with a vote of 4-0-0 in favor.

Request to Approve UNM College of Pharmacy Degree Candidates

Discussion was held on clarifying that there are 80 candidates for degrees. A motion was made to approve the degree candidates submitted by the UNM College of Pharmacy. The motion was seconded. The motion was passed with a vote of 4-0-0 in favor.

Request for the Approval of the Resolution for the Amended Open Meetings Act Policy

Mr. Scot Sauder provided an overview for the annual reaffirmation of the Open Meetings Policy and the terms under which notice would be provided to the public. The amendment that is proposed to the Policy is that, after the initial notice of a regular meeting is published, that an allowance is made to be able to amend that notice and republish at any time up to 72 hours prior to the meeting. A motion was made to approve the Resolution for the Amended Open Meetings Act Policy. The motion was seconded. The motion was passed with a vote of 4-0-0.

Governance and Nominating Committee ("GNC")

GNC Chair Brad Hosmer provided an overview of the GNC deliberations on the following action items, for which they recommend approval by the Board, as consent items:

- Request for the Approval of the Resolution for the Second Amended and Restated UNM Sandoval Regional Medical Center, Inc. Board of Directors Bylaws
- Request for the Approval of the Resolution for the Third Amended and Restated UNM Medical Group, Inc. Board of Directors Bylaws
- Request for the Approval of the Resolution for the Appointments to the UNM Medical Group, Inc. Board of Directors
- Request for the Approval of the Resolution for the Appointment of Mr. Charlie Lopez to the UNM Carrie Tingley Hospital Advisory Board

A motion was made to approve the above listed Resolutions as consent items. The motion was seconded. The motion was passed with a vote of 4-0-0 in favor.

GNC Information Item

HSC Board of Directors Subordinate Boards: Ground Rules, Membership Composition, and Membership Requirements

GNC Chair Hosmer acknowledged that the GNC had performed a review of the HSC Board of Directors subordinate boards and that the GNC concludes that the current operation and functions of the boards is appropriate and healthy. *Action Required: The GNC recommends that an annual review of subordinate boards be made by the University Counsel – Health Law Office with a report to the HSC Board of Directors.*

Finance, Audit, and Compliance Committee (“FACC”)

FACC Action Items

Request for the Approval of the Resolution for Fiscal Year 2014/2015 Budgets

Acting Chair Eaves noted that the FACC deliberated and unanimously recommends the Board approve the Resolution for Fiscal Year 2014/2015 Budgets. A motion was made to approve the Resolution for Fiscal Year 2014/2015 Budgets. The motion was seconded. The motion was passed with a vote of 4-0-0.

Request for the Approval of the Resolution for Fiscal Year 2013/2014 Budget Adjustment Request

Acting Chair Eaves noted that the FACC deliberated and unanimously recommends the Board approve the Resolution for Fiscal Year 2013/2014 Budget Adjustment Request. A motion was made to approve the Resolution for Fiscal Year 2013/2014 Budget Adjustment Request. The motion was seconded. The motion was passed with a vote of 4-0-0.

Request for the Approval of the Resolution for Capital Project and Architect Approval for UNM Cancer Center Clinical Facility Build-out

Acting Chair Eaves introduced this action item and noted that the FACC unanimously recommends that the Board approve the Resolution for Capital Project and Architect Approval for UNM Cancer Center Clinical Facility Build-out. Dr. Cheryl Willman provided a detailed overview of the project. A motion was made to “approve the \$9.5 million request from the Capital Initiative Funds and \$2.5 million of Cancer

Center funds for the construction of the build-out of the second and fourth floor of the Cancer Center. “ Discussion. The motion was seconded. The motion was passed with a vote of 4-0-0.

FACC Information Items

Acting FACC Chair Eaves recommended that, unless any Board member had any objection, the FACC information items on the agenda be studied individually by the Directors.

HSC Health Care Compliance Update: 2014

Mr. Stuart Freedman and Ms. Monica Wilson gave a presentation of the current status of compliance at the Health Sciences Center. Discussion.

General Information Items

Reference was made to the remainder of the general information items and that information is provided in the agenda book for the Board to review. The presentation on the Status of the UNM College of Population Health was not discussed and will be moved to a future meeting.

A motion was made to adjourn the open meeting and to convene in executive session. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

A motion was made for the Board to reconvene in open session and to certify that only those matters described in agenda item XVI were discussed in executive session. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

A motion was made to adjourn the meeting. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

Minutes were prepared by Patrice Martin and finalized on May 13, 2014.

Approval of Minutes:

Regent Suzanne Quillen, Chair

Date

Attachments:
“Resolutions Recommending Approval for the Amended Open Meetings Act Policy”

“Resolutions for the UNM Sandoval Regional Medical Center, Inc. Board of Directors Second Amended and Restated Bylaws”
“Resolutions for the UNM Medical Group, Inc. Board of Directors Third Amended and Restated Bylaws”
“Resolutions for the Appointments to the UNM Medical Group, Inc. Board of Directors”
“Resolutions for the Appointment of Mr. Charlie Lopez to the UNM Carrie Tingley Hospital Advisory Board”
“Resolutions Recommending Approval of UNM Health Sciences Center Fiscal Year 2014/2015 Budgets”
“Resolutions Recommending Approval of UNM Health Sciences Center Fiscal Year 2014 Budget Revisions”
“Resolutions Recommending Approval of Capital Project for UNM Cancer Center Facility Build Out”