

4-4-2014

Minutes of 04/04/2014 HSC Board of Directors Mtg

Patrice Martin

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**Minutes of the Meeting of the
UNM Health Sciences Center Board of Directors
April 4, 2014
Domenici Center for Health Sciences Education Bldg., Room 3010**

UNM Health Sciences Center Board of Directors (the "Board") members present: Suzanne Quillen, Chair, Michael Olguin, Conrad James, Mel Eaves, Ann Rhoades

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 2:05 p.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 4-0-0.

Approval of Minutes of Prior Meeting

A motion was made to approve the minutes of the March 7, 2014 meeting of the Board. The motion was seconded. There was no discussion. The motion passed with a vote of 4-0-0.

Chancellor's Report

Dr. Richard Larson, Acting Chancellor, provided an administrative report that included:

- The Health Sciences Center has received an award of a \$10 million grant from the National Institutes of Health to establish an Institute on Alcohol Abuse & Alcoholism.
- The Annual Innovations Awards was held to honor the Health Sciences Center 22 patent winners this year.
- The UNM College of Nursing Nurse Midwifery Program was ranked fifth in the nation by *U.S. News and World Report*. The UNM College of Nursing overall was ranked 79th out of 1500 College of Nursing in the United States. Discussion.

UNM Health System Update Including SRMC Update

Mr. Steve McKernan and Dr. Mike Richards provided an overview of the UNM Health System that included:

- Health System Activity Report with a focus on finances. Discussion.
- Health System Strategic Planning. Discussion.
- Update on Sandoval Regional Medical Center, Inc. (SRMC) including an overview of the SRMC Dashboard. Discussion.
- Mr. Paul Herzog, Chief Operating Officer, UNM Hospitals, was introduced.
- Jamie Silva-Steele and her team were recognized for the advancements made at SRMC. Discussion.

Public Comment

There was no public comment.

Reports from Board Committees

Governance and Nominating Committee (“GNC”)

Request to Approve the Carrie Tingley Hospital Bylaws

Director Rhoades, Acting Chair, GNC, introduced the request to approve the Carrie Tingley Hospital Bylaws as amended and restated, highlighting that the changes were predominantly administrative. Mr. McKernan concurred that most of the changes were administrative to be more synchronized with Regents Policy.

A motion was made to approve the Carrie Tingley Hospital Bylaws. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

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

FACC Action Items

Request for Approval of a Resolution Recommending Approval of UNM Hospitals Surplus Property Disposition

Regent James introduced the Resolution Recommending Approval of the UNM Hospitals Surplus Property Disposition list and Mr. Steve McKernan provided background information.

A motion was made to approve the Resolution Recommending Approval of the UNM Hospitals Surplus Property Disposition. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

Request for Approval of Resolutions Recommending Approval of Extension of Cardinal Health Pharmaceutical Distribution Contract with UNM Hospitals and UNM Hospitals Contract with TeleTracking Technologies, Inc.

After an introduction from Regent James, Mr. McKernan provided a brief background on the rationale for the request for a UNM Hospitals contract extension with Cardinal Health Pharmaceutical Distribution.

A motion was made to approve the Resolution Recommending Approval of the Extension of the Cardinal Health Pharmaceutical Distribution Contract with UNM Hospitals. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

Mr. McKernan provided a brief background on the rationale for the Resolution Recommending Approval of the UNM Hospitals Contract with TeleTracking Technologies, Inc.

A motion was made to approve the Resolution Recommending Approval of the UNM Hospitals Contract with TeleTracking Technologies, Inc. The motion was seconded. Discussion; with a vote of 4-0-0 in favor. Motion passed.

Request for Approval of Resolution Recommending Approval of Revisions to Regents' Policies to Implement Approval Threshold Changes

Regent James introduced the Request for Approval of the Resolution Recommending Approval of Revisions to Regents' Policies to Implement Approval Threshold Changes and Ms. Ava Lovell provided background. She noted that, with the past approvals obtained to change thresholds, this Resolution addresses the necessary changes to the pertinent Regents' Policies and making the changes. She added that the Regents' Finance & Facilities Committee discussed this Resolution at their meeting and it was requested that the language of "\$1 Million or more" be incorporated. Regent James added that with regard to Regents' Policy 7.1.3, discussed at the FACC meeting and the concerns voiced at that meeting, that these concerns were discussed and addressed at this morning's Regents' Finance & Facilities Committee and with changes made to the original proposition, this item will be reviewed by the UNM Board of Regents.

A motion was made to approve the Resolution Recommending Approval of Revisions to Regents' Policies to Implement Approval Threshold Changes. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

Request for Approval of Resolution Authorizing the Establishment of UNM School of Medicine Department of Pathology Quasi-Endowment Fund

Regent James introduced the Request for Approval of the Resolution Authorizing the Establishment of the UNM School of Medicine Department of Pathology Quasi-Endowment Fund. Dr. Douglas Clark,

Chair, Department of Pathology, provided background on the Quasi-Endowment that will supplement an existing endowment to create the Maralyn Budke and Robert Anderson Chair in Cancer Drug Discovery. Discussion.

A motion was made to approve the Resolution to Approve the establishment of the UNM School of Medicine Department of Pathology Quasi-Endowment Fund. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

Dr. Larson formally introduced Dr. Doug Clark, Chair, Department of Pathology, to the Health Sciences Center Board of Directors.

FACC Information Items

HSC Financial Update

Ms. Ava Lovell presented an HSC financial overview of the metrics including Approximate Cash Flow, Net Operating Margin, Net Income, Uncompensated Care, Days Cash on Hand, Accounts Receivable Greater Than Ninety Days and Research.

General Action Items

Request for Approval of Form D – Professional Practice Doctoral Degree in Occupational Therapy

Regent Quillen introduced the Request for Approval of Form D – Professional Practice Doctoral Degree in Occupational Therapy. Dr. Janet Poole provided background on the rationale supporting this request for this advanced degree. Discussion was held to clarify the primary purpose for the demand of this degree as academic versus career-oriented, clarification on what the professional impact would be with this degree above and beyond a Master’s degree (become an evidenced-based practitioner, develop outcome studies, personal advancement), and Board concerns voiced on the need to be very deliberate about new degree programs and ensure that a degree is what the nationwide trend supports as vital and necessary. The question was asked on why there are so few of such degree programs around the country and whether there is a lack of demand. It was noted that this degree program reflects a new nationwide trend that instead of moving to a PhD it is moving toward a doctorate in professional practice so that an emphasis is placed on the clinical and practice aspect at a higher level. Further discussion was held.

A motion was made to not approve the Request for the Approval of Form D – Professional Practice Doctoral Degree in Occupational Therapy and but to move this item to the full UNM Board of Regents with no recommendation. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

General Information Items

"Advancing the Academic Health System for the Future – AAMC Healthcare Advisory Panel"

Mr. Anthony Masciotra, UNM Medical Group, Inc., presented an overview of the study outcomes of the Association of American Medical Colleges Healthcare Advisory Panel that looked at what the changing role of the clinical practice in academic medical centers, how will it advance given the changes in healthcare reform and other changes in the industry, what is the future vision of the clinical enterprise in an academic center, key factors for success, challenges, etc. Discussion. *Action Required: The Board requested the full report.*

Review: HSC Board of Directors Action Required Log

The Board reviewed the current Board Action Required Log. *Action Required: follow-up on University of Texas v. Fisher.*

Regent Quillen noted that the UNM Hospitals Board of Trustees February 28, 2014 draft Meeting Minutes, the Sandoval Regional Medical Center, Inc. Board of Directors February 26, 2014 Meeting Minutes, the Carrie Tingley Hospital Advisory Board January 27, 2014 Meeting Minutes, and the Office of the Medical Investigator Board September 24, 2013 were included in the agenda for informational purposes.

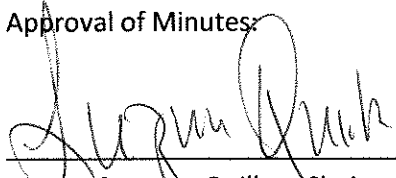
A motion was made to adjourn the open meeting and to convene in executive session. The motion was seconded. No discussion; with a vote of 4-0-0 in favor. Motion passed.

A motion was made for the Board to reconvene in open session and to certify that only those matters described in agenda item XII were discussed in executive session. The motion was seconded. No discussion; with a vote of 3-0-0 in favor. Motion passed. Director James was not in the room and did not vote.

A motion was made to adjourn the meeting. The motion was seconded. No discussion; with a vote of 3-0-0 in favor. Motion passed.

Minutes were prepared by Patrice Martin and finalized on April 9, 2014.

Approval of Minutes:



Regent Suzanne Quillen, Chair

Date

Attachments:

"Resolution Recommending Approval of UNM Hospital Surplus Property Disposition"

"Resolution Recommending Approval of Extension of Cardinal Health Pharmaceutical Distribution Contract with the UNM Hospitals"

"Resolution Recommending Approval of the UNM Hospitals Contract with TeleTracking Technologies, Inc."

"Resolution Recommending Approval of Revisions to Regents' Policies to Implement Approval Threshold Changes"

"Resolution Authorizing the Establishment of UNM School of Medicine Department of Pathology Quasi-Endowment Fund"



FINANCE, AUDIT, AND COMPLIANCE COMMITTEE

Resolutions Recommending Approval of Disposition of Surplus Property

WHEREAS, the UNM Hospital (the "UNM Hospital") proposes to dispose of its surplus property and pursuant to Regents Policy 7.12, such disposition must be approved by governance of the University of New Mexico (the "University"), including, without limitation, the Health Sciences Center Board of Directors (the "HSC BoD"), and the Board of Regents. The disposition of surplus property of the University of New Mexico Hospital is described more fully in Exhibit C attached to these Resolutions and incorporated herein as though fully set forth in these Resolutions:

WHEREAS, this Finance, Audit, and Compliance Committee (the "Committee") of the HSC BoD, having considered the Exhibit A materials and the presentations made relative to the proposed disposition of surplus property of the University of New Mexico Hospital and having been satisfied that the process for the disposition of surplus property of the University of New Mexico Hospital, meets the requirements of the New Mexico Law, finds and concludes that the disposition of surplus property of the University of New Mexico Hospital identified above and as described in Exhibit C should be approved.

NOW THEREFORE, BE IT RESOLVED that the Committee hereby recommends to the HSC BoD that the UNM Hospital's proposed disposition of surplus property of the University of New Mexico Hospital as identified above and as described in Exhibit C should be approved.

ADOPTED BY A VOTE OF THE MEMBERS OF THE FINANCE, AUDIT AND COMPLIANCE COMMITTEE OF THE HEALTH SCIENCES CENTER BOARD OF DIRECTORS AT A MEETING HELD ON March 31, 2014.

By: 
Conrad James, its Chair



FINANCE, AUDIT, AND COMPLIANCE COMMITTEE


Resolutions Recommending Approval of Extension of Cardinal Health Pharmaceutical Distribution Contract

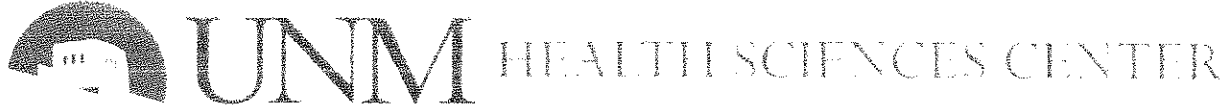
WHEREAS, the UNM Hospital (the "UNM Hospital") proposes to extend the terms of the existing Cardinal Health Pharmaceutical Distribution Contract through April 30, 2015, at the University of New Mexico Hospital and pursuant to Regents Policy 7.12, such action must be approved by governance of the University of New Mexico (the "University"), including, without limitation, the Health Sciences Center Board of Directors (the "HSC BoD"), and the Board of Regents. The extension of the existing contract is described more fully in Exhibit A attached to these Resolutions and incorporated herein as though fully set forth in these Resolutions;

WHEREAS, this Finance, Audit, and Compliance Committee (the "Committee") of the HSC BoD, having considered extending the terms of the existing Cardinal Health Pharmaceutical Distribution Contract through April 30, 2015, the Exhibit A materials and the presentations made relative to the proposed extension of the terms of the existing Cardinal Health Pharmaceutical Distribution Contract through April 30, 2015, and having been satisfied that the process for extending the terms of the existing Cardinal Health Pharmaceutical Distribution Contract through April 30, 2015, meets the requirements of the New Mexico Procurement Code, finds and concludes that the extension of the terms of the existing Cardinal Health Pharmaceutical Distribution Contract through April 30, 2015, identified above and as described in Exhibit A should be approved.

NOW THEREFORE, BE IT RESOLVED that the Committee hereby recommends to the HSC BoD that the UNM Hospital's proposed extension of the terms of the existing Cardinal Health Pharmaceutical Distribution Contract through April 30, 2015, as identified above and as described in Exhibit A should be approved.

ADOPTED BY A VOTE OF THE MEMBERS OF THE FINANCE, AUDIT AND COMPLIANCE COMMITTEE OF THE HEALTH SCIENCES CENTER BOARD OF DIRECTORS AT A MEETING HELD ON March 31, 2014.

By: 
Conrad James, its Chair



FINANCE, AUDIT, AND COMPLIANCE COMMITTEE

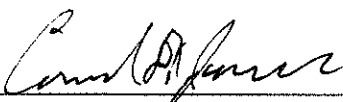
Resolutions Recommending Approval of Purchase of TeleTracking from TeleTracking Technologies, Inc.

WHEREAS, the UNM Hospital (the "UNM Hospital") proposes to purchase TeleTracking from TeleTracking Technologies, Inc., a bed board solution for use by the UNM Health System to maximize the use of hospital beds at UNMH and SRMC to improve the efficiency of patient placement in beds. Pursuant to Regents Policy 7.12, such retention must be approved by governance of the University of New Mexico (the "University"), including, without limitation, the Health Sciences Center Board of Directors (the "HSC BoD"), and the Board of Regents. The purchase of TeleTracking from TeleTracking Technologies, Inc., is described more fully in Exhibit A attached to these Resolutions and incorporated herein as though fully set forth in these Resolutions;

WHEREAS, this Finance, Audit, and Compliance Committee (the "Committee") of the HSC BoD, having considered the Exhibit A materials and the presentations made relative to the proposed purchase of TeleTracking from TeleTracking Technologies, Inc., and having been satisfied that the process for the purchase from JM Smith Corporation, d/b/a QS/1 Data Systems, meets the requirements of the New Mexico Procurement Code, finds and concludes that the purchase from TeleTracking Technologies, Inc. for the proposed TeleTracking software identified above and as described in Exhibit A should be approved.

NOW THEREFORE, BE IT RESOLVED that the Committee hereby recommends to the HSC BoD that the UNM Hospital's proposed purchase of TeleTracking from TeleTracking Technologies, Inc., as identified above and as described in Exhibit A should be approved.

ADOPTED BY A VOTE OF THE MEMBERS OF THE FINANCE, AUDIT AND COMPLIANCE COMMITTEE OF THE HEALTH SCIENCES CENTER BOARD OF DIRECTORS AT A MEETING HELD ON March 28, 2014.

By: 
Conrad James, its Chair



FINANCE, AUDIT, AND COMPLIANCE COMMITTEE

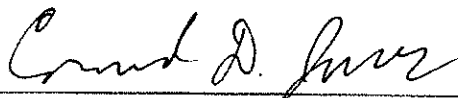
Resolutions Recommending Approval of Revision to Regents' Policies to Implement Approval Threshold Changes

WHEREAS, the Management of University of New Mexico (the "Management") proposes to revise Regents' Policies 7.4 ("Purchasing"), 7.8 ("Signature Authority for Contracts"), 7.9 ("Property Management"), 7.11 ("Selection of Architects for UNM Projects") and 7.12 ("Approval of Construction Projects") and pursuant to Regents Policy 7.12, and such amendments must be approved by governance of the University of New Mexico (the "University"), including, without limitation, the Health Sciences Center Board of Directors (the "HSC BoD"), and the Board of Regents. The revision to Regents' Policies 7.4, 7.8, 7.9, 7.11 and 7.12 is described more fully in Exhibit B attached to these Resolutions and incorporated herein as though fully set forth in these Resolutions:

WHEREAS, this Finance, Audit, and Compliance Committee (the "Committee") of the HSC BoD, having considered the Exhibit B materials and the presentations made relative to the revision to Regents' Policies 7.4, 7.8, 7.9, 7.11 and 7.12 finds and concludes that the revision to Regents' Policies 7.4, 7.8, 7.9, 7.11 and 7.12 identified above and as described in Exhibit B should be approved.

NOW THEREFORE, BE IT RESOLVED that the Committee hereby recommends to the HSC BoD that Management's proposed revision to Regents' Policies 7.4, 7.8, 7.9, 7.11 and 7.12 as identified above and as described in Exhibit B should be approved.

ADOPTED BY A VOTE OF THE MEMBERS OF THE FINANCE, AUDIT AND COMPLIANCE COMMITTEE OF THE HEALTH SCIENCES CENTER BOARD OF DIRECTORS AT A MEETING HELD ON March 31, 2014.

By: 
Conrad James, its Chair



FINANCE, AUDIT, AND COMPLIANCE COMMITTEE

Resolutions Authorizing Establishment of UNM School of Medicine Department of Pathology Quasi-Endowment Funds

WHEREAS, the Department of Pathology (the "Department") in the UNM School of Medicine has proposed to establish a quasi-endowment fund from the Department's operational reserves, described and funded with initial contributions as follows:

<i>Name of Quasi-Endowment</i>	<i>Amount of Initial Contribution</i>
Department of Pathology Endowed Chair in Cancer Drug Discovery	\$377,000

In this Resolution, this quasi-endowment funds shall be referred to collectively as the "Department of Pathology Quasi-Endowment Fund." A description of intended purposes of the Department of Pathology Quasi-Endowment Fund as presented to the Finance, Audit, and Compliance Committee (the "Committee") of the UNM Health Sciences Center Board of Directors (the "HSC BoD") is attached to these Resolutions as Exhibit "D" and incorporated in these Resolutions as though set forth fully herein.

WHEREAS, the UNM School of Medicine proposes to establish the Department of Pathology Quasi-Endowment Fund and to govern the use, management and disposition of the initial contributions to the Department of Pathology Quasi-Endowment Fund in accordance with all applicable Regents Policies and with University Administrative Policy Manual, Policy 7500 governing "Endowments" and as described more fully in Exhibit "D."

WHEREAS, the Committee, having considered the Exhibit "D" materials and the presentations made relative to the Department of Pathology Quasi-Endowment Fund, finds and concludes that establishment of the proposed Department of Pathology Quasi-Endowment Fund together with the use, management and disposition of the initial contributions to the Department of Pathology Quasi-Endowment Fund described in Exhibit "D" further academic and research missions of the UNM School of Medicine and of the University as a whole and, therefore, should be approved.

NOW THEREFORE, BE IT RESOLVED that the Committee hereby recommends to HSC BoD that the Department be authorized to establish the Department of Pathology Quasi-Endowment Fund and further recommends to the HSC BoD that the govern-

ance of the use, management and disposition of the initial contribution to the Department of Pathology Quasi-Endowment Fund should be in accordance with all applicable Regents Policies and with the requirements of University Administrative Policy Manual, Policy 7500 governing "Endowments" with the uses, management and disposition of the initial contributions to the Department of Pathology Quasi-Endowment Fund as described in Exhibit "D."

ADOPTED BY A VOTE OF THE MEMBERS OF THE COMMITTEE AT A MEETING HELD ON MARCH 31, 2014.

By: Conrad D. James
Conrad James, its Chair