



June 9, 2015

TO: Jack Fortner, President  
UNM Board of Regents

FR: Robert M. Doughty, III, Regent Chair  
HSC Board of Directors

RE: Special Request for Review and Consideration of the First Amended and Restated Bylaws of the HSC Board of Directors

I am requesting a special exception to have the following action items considered directly by the UNM Board of Regents at their June 2015 meeting:

- Request for the Review and Approval of a revised Regents' Policy Manual – Section 1.2 (Regents' Policy 1.2);
- Request for the Review and Approval of a revised Regents' Policy Manual – Section 3.5 (Regents' Policy 3.5); and,
- Request for the Review and Approval of the First Amendment and Restated Bylaws of the HSC Board of Directors.

Specifically, the changes to the Regents' Policies 1.2 and 3.5 and the amendments to the current Bylaws of the HSC Board of Directors reflect an increase in the number of members of the HSC Board of Directors that shall be Regents from the current number, three (3), to five (5) Regent members. Three of those members shall be members of the Regents' Finance & Facilities Committee. The number of community members shall remain at two (2) per Regents' Policy 3.5. This will result in a total of seven (7) voting members of the HSC Board of Directors to be appointed by the President of the Board of Regents as provided in Regents' Policy 1.2. The sitting Chair of the UNM Hospital Board of Trustees shall continue to serve as an ex officio, non-voting member of the HSC Board of Directors.

In addition, Regents' Policy 1.2 is revised to reflect the fact that the five (5) Regents appointed to the HSC Board of Directors will not constitute a quorum for purposes of conducting Board of Regents' business when they are acting in their capacity as members of the HSC Board of Directors. Finally, there are some administrative issues in the current Bylaws of the HSC Board of Directors that need to be addressed to reflect the change in membership.

Copies of Regents' Policies 1.2 and 3.5 and the First Amended and Restated Bylaws of the HSC Board of Directors, both with a red-line showing the proposed changes discussed above, are attached.

cc: Paul B. Roth, MD, Scot Sauder, Esq.

Attachments

2015-151-HSCBoD