



**Board of Directors Meeting**  
**Meeting Location: Conference Call Only**

**June 26, 2018**

**4:00-5:30pm**

**Call-in number: (866)-906-9888; Passcode – 6850751#**

**Agenda**

- |       |   |                     |
|-------|---|---------------------|
| I.    | Consent Agenda  | Bruce Bullock MD    |
|       | a) Approval of Minutes from May 22, 2018 Board meeting        |                     |
| II.   | Medicity Contract   | Michael Smith       |
| III.  | Interim President's Report                                    | Michael Smith       |
| IV.   | VITL Board Composition & Direction                            | Bruce Bullock MD    |
|       | a) By-laws update   |                     |
| V.    | Financial Update  | Bob Turnau          |
|       | a) FY17 Audit   |                     |
| VI.   | Preliminary Board Dashboards                                  | Kristina Choquette  |
| VII.  | Education Session: VITLAccess                                 | Andrea De La Bruere |
| VIII. | Next Meeting: July 24 <sup>th</sup> , 4-6pm in-person at VITL |                     |
| IX.   | Adjourn Board   | Bruce Bullock MD    |

Vermont Information Technology Leaders, Inc.



Board Meeting Notes

**Meeting Date:** June 26, 2018

**Location:** Conference Call

**Attendees:**

- |  |   |   |  |  |
|--|---|---|--|--|
| <input checked="" type="checkbox"/> Adam Buckley, MD (phone) | <input checked="" type="checkbox"/> Bruce Bullock, MD (phone) | <input type="checkbox"/> Richard Slusky | <input checked="" type="checkbox"/> Michael K. Smith (phone) | <input checked="" type="checkbox"/> Richard Elmore (phone) |
| <input type="checkbox"/> Don George                          | <input type="checkbox"/> Joel Benware                         | <input type="checkbox"/> Amy Putnam     | <input checked="" type="checkbox"/> Todd Moore (phone)       | <input type="checkbox"/> Mark Nunlist, MD                  |
| <input checked="" type="checkbox"/> Mike Del Trecco (phone)  | <input checked="" type="checkbox"/> Jessa Barnard (phone)     |   |  |  |

**Other:** Liz Miller, Dunkiel, Saunders, Elliott, Raubvogel & Hand

**Staff:** Kristina Choquette, Robert (Bob) Turnau and Heidi Banks

Topic	Presentation	Discussion and Action	By Whom or When
Meeting convened	Dr. Bruce Bullock convened the meeting at 4:07pm.		
Consent Agenda	<ul style="list-style-type: none"> <li>Bruce called for approval of the minutes from the May 22, 2018 Board meeting.</li> </ul>	<p><b>Motion:</b></p> <ul style="list-style-type: none"> <li>To accept the minutes from the May 22, 2018 Board meeting.</li> </ul>	<ul style="list-style-type: none"> <li><b>Motion:</b> Mike Del Trecco; 2<sup>nd</sup> – Adam Buckley, MD; <b>All Approved</b></li> </ul>
Medicity Contract	<ul style="list-style-type: none"> <li>Mike Smith reviewed the proposed Medicity one-year contract amendment.</li> </ul>	<ul style="list-style-type: none"> <li>Per VITL’s procurement policy all contracts over \$500,000 or over \$200,000, if they are not going out for competitive bid, need to be approved by the Board prior to being signed by the CEO.</li> <li>We are only signing a one-year contract extension and not bidding this year’s contract because in FY19 VITL is committed to evaluating all technology against its strategic plan.</li> <li>Additionally, VITL is looking to discontinue using evergreen contracts.</li> <li>A discussion followed regarding the proposed contract and the services Medicity currently provides to VITL</li> </ul> <p><b>Motion</b> To authorize VITL’s CEO to extend the Medicity contract for one-year.</p>	<ul style="list-style-type: none"> <li><b>Motion:</b> Bruce Bullock, MD; 2<sup>nd</sup> – Todd Moore; <b>All Approved</b></li> </ul>
Interim President’s Report	<ul style="list-style-type: none"> <li>Mike Smith provided an update on the following topics:                             <ul style="list-style-type: none"> <li>FY17 reconciliation</li> <li>Public records request</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>Mike provided a brief update on the status of the FY17 reconciliation.</li> <li>VITL received a public records request. Materials have been sent.</li> </ul>	

	<ul style="list-style-type: none"> <li>○ Seven Days article</li> <li>○ VITL metrics</li> <li>○ Board Secretary</li> </ul>	<ul style="list-style-type: none"> <li>• Seven Days is doing a series on non-profits in Vermont. VITL will be included in this week's article. The focus is non-profit entities that received State funding and hire a lobbyist.</li> <li>• Kristina will be presenting some draft metrics that will be used to take an unvarnished look at VITL's services and produces and how we are doing in these areas.</li> <li>• We are seeking a Board Secretary. Currently in discussion with a Director to assume this position.</li> </ul>	
VITL Board Composition & Direction	<ul style="list-style-type: none"> <li>• Liz Miller reviewed the proposed changes to VITL's by-laws.</li> </ul>	<ul style="list-style-type: none"> <li>• The three proposed changes are clean up items on the by-laws. <ul style="list-style-type: none"> <li>○ Updating VITL's place of business from Montpelier to Burlington.</li> <li>○ Conforming the number of Board members and qualification of Board members to the law that will go effect onto on July 1<sup>st</sup>.</li> <li>○ Establish an audit committee.</li> </ul> </li> <li>• Will continue to review by-laws as part of the Board composition discussion and may have additional changes.</li> </ul> <p><b>Motion:</b></p> <ul style="list-style-type: none"> <li>• To approve the updated by-laws as presented.</li> <li>• Liz left the meeting 4:30pm.</li> </ul>	<ul style="list-style-type: none"> <li>• <b>Motion:</b> Mike Del Trecco; 2<sup>nd</sup> – Jessa Barnard; <b>All Approved</b></li> </ul>
Financial Update	<ul style="list-style-type: none"> <li>• Robert (Bob) Turnau provided an updated on the following topics: <ul style="list-style-type: none"> <li>○ Status on State review of FY17 grant reconciliation</li> <li>○ Review April year to date financial statements</li> <li>○ FY18 Interface Revenue Forecast</li> <li>○ Status of Operational Audit</li> <li>○ Status of CHA Contingency Report</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Bob provided an update on the status of the FY17 grant reconciliation.</li> <li>• Bob presented a summary of the April FY18 year to date financials, which were reviewed in depth by the Finance Committee on June 14<sup>th</sup>.</li> <li>• Bob reviewed the updated FY18 interface revenue forecast as of May 30, 2018.</li> <li>• Bob gave a brief update on the status of the operational audit being conducted by KPMG.</li> <li>• Bob provided an update on the status of the CHA contingency report.</li> </ul>	
Preliminary Board Dashboards	<ul style="list-style-type: none"> <li>• Kristina Choquette reviewed various metrics and dashboards</li> </ul>	<ul style="list-style-type: none"> <li>• Kristina said she began this process by asking the following questions: <ul style="list-style-type: none"> <li>○ Are we currently reporting on the right things?</li> </ul> </li> </ul>	

	that can be used by the Board to evaluate VITL's progress.	<ul style="list-style-type: none"> <li>○ What is it we want to look at?</li> <li>○ Are we asking the right questions?</li> <li>• The purpose for creating Board dashboards is to measure VITL's progress in achieving core activities; show the status of DVHA contract deliverables; measure the volume; types and uses of data to support health reform; and evaluate the utilization of products and services to highlight opportunities and challenges in support of the VITL strategy.</li> <li>• She then reviewed charts and statics regarding patient consent; VITLAccess utilization; and the exchange of clinical records.</li> <li>• At the July Board meeting she will present additional metrics and dashboard regarding PatientPing, data marts and registry data flow.</li> </ul>	
Education Session: VITLAccess	<ul style="list-style-type: none"> <li>• Andrea De La Bruere gave a demonstration of VITLAccess.</li> </ul>	<ul style="list-style-type: none"> <li>• Andrea used fictitious patient, Ginger Snap, to give a demo of how VITLAccess works and the various information that is available.</li> </ul>	
Next Meeting		<ul style="list-style-type: none"> <li>• July 24<sup>th</sup> 4-6pm in-person at VITL</li> </ul>	
Adjournment	Dr. Bullock adjourned the meeting at 5:16pm.		

Heidi K. Banks, Executive Assistant  
VITL