



**Board of Directors Meeting  
November 17, 2020**

**Draft Agenda**

1. Vote on September Board Meeting Minutes Action Required
  
2. BOD Chair update Leah Fullem
  
3. CEO update Beth Anderson
  - Strategic Planning
  - CY21 Contracts
  - Project Updates: Future Platform
  - UVM Health Network
  
4. Technology Update Joel Benware & Christopher Shenk
  - Security
  - Information Blocking / Interoperability Rules
  
5. Finance & Audit Update Deb Royce, Susan Besio & Bob Turnau
  - FY20 Audit
  - FY21 Year to Date
  
6. Data Governance Christopher Shenk
  
7. Adjourn

**Next Meeting  
January 2021**

**Our Mission:** VITL's mission for the Vermont Health Information Exchange (VHIE) is focused on data, particularly strategies to ensure that accurate and secure data is delivered in the most efficient, effective and useful manner. This means delivering data not only to providers at the point of care, but also to health care organizations, payers and others engaged in reforming the delivery of health care in our state. VITL's technological and entrepreneurial skills will be fully utilized to create the value-added products and services that improve quality and reduce the cost of health care in Vermont.



**Board of Directors  
November 17, 2020  
Teams Video Conference**

x	Leah Fullem	x	Kelly Lange	x	Debra Royce	x	Joel Benware	x	Jessa Barnard
x	Mark Nunlist	x	Mary Beth Eldredge	x	Noman Ward	x	Rich Elmore	x	Susan Besio
x	Tim Kenney	x	Tom Evslin	x	Jeff Tieman				

**Staff:** Beth Anderson, Bob Turnau, Carolyn Stone, Christopher Shenk, Frank Harris

**Guests:** Steve Austin & Amy Woods from Gallagher, Flynn & Company

Topic	Presenter	Discussion and Action	Whom or When
Meeting convened		Leah Fullem convened the meeting at 4:05 pm	
	Leah Fullem called for a motion on the September board minutes	<b>Motion:</b> To Approve the Minutes as Presented	<b>Motion</b> Tom Evslin <b>2<sup>nd</sup>:</b> Susan Besio <b>Approved</b>
Board Chair's Report	Leah Fullem	<ul style="list-style-type: none"> <li>• The Chair communicated her appreciation to VITL staff during this difficult time. VITLAccess was an incredible resource during the outage related to the cyber-attack.</li> <li>• Per the by-laws, the Executive Committee will conduct a performance evaluation of the CEO. The committee is working to develop a repeatable evaluation format.</li> </ul>	
President's Report		<ul style="list-style-type: none"> <li>• UVM Cyberattack:               <ul style="list-style-type: none"> <li>○ VITL has added ~1600 new VITLAccess user accounts and provided trainings daily, including weekends and evenings.</li> <li>○ VITL would like to have the opportunity to meet with UVM and see where there were gaps and what we could improve on.</li> <li>○ The crisis illustrated another way VITL brings value to the health care landscape. We would like to help other organizations be prepared in the event this kind of attack happens again and will prepare a whitepaper to help share the information.</li> <li>○ As a result of the attack, VITL evaluated and is taking steps to further strengthen its security.</li> </ul> </li> <li>• Projects               <ul style="list-style-type: none"> <li>○ We are delayed on the future platform implementation. We have a new plan that allows us to meet critical deliverables. Delays are due to a number of factors, including determining the need to use a different data model, the vendor's lack of experience with implementations, and the VITL team being engaged with COVID response work. We are contracting external Fast Healthcare Interoperability Resource (FHIR) experts to assist with testing. Some consulting was budgeted, but we may exceed</li> </ul> </li> </ul>	

		<p>what was budgeted and will come back for any approvals that are required. Kristina Choquette (former VITL COO) has returned as the project manager to help ensure we stay on plan.</p> <ul style="list-style-type: none"> <li>○ The project update was included with the board packet.</li> </ul> <ul style="list-style-type: none"> <li>● COVID Work <ul style="list-style-type: none"> <li>○ New labs are being added each day and the team is working to get data in the VHIE and to VDH.</li> <li>○ Providing help with the immunization implementation.</li> <li>○ CY 21 contract includes funding for further work.</li> </ul> </li> <li>● DVHA Contract <ul style="list-style-type: none"> <li>○ Completed negotiation on the FY21 contract</li> <li>○ CMS HITECH funding will expire – CMS will be shifting from development to operations funding for 2022. The program is still being defined, and we will share more information as we learn.</li> <li>○ CMS is encouraging Medicaid agencies across the country to use HIE infrastructure. This is an opportunity to do some great work and create some sustainable funding sources.</li> </ul> </li> <li>● Strategic Planning <ul style="list-style-type: none"> <li>○ We have engaged a consultant, Cortney Cahill, who has begun her work with the leadership team.</li> <li>○ Initial work will be done with staff, and the board will be engaged through interviews, focus groups, and at board meetings.</li> <li>○ The process is expected to take 3-4 months.</li> </ul> </li> </ul> <p>Discussion: The board recognized how well the company is doing and commended Beth for her leadership.</p>	
Technology Update	<p>Joel Benware Christopher Shenk</p> <p>Beth Anderson</p>	<ul style="list-style-type: none"> <li>● Security <ul style="list-style-type: none"> <li>○ Christopher explained how the Ryuk ransomware program infects a computer and then spreads to the network. He then discussed the procedures VITL has in place to prevent a virus from being installed on our system.</li> </ul> </li> </ul> <p>Discussion – Data Backup &amp; Recovery Discussion – Testing the system with a full shutdown &amp; restoration.</p> <ul style="list-style-type: none"> <li>● ONC Interoperability Rule <ul style="list-style-type: none"> <li>○ The new compliance date is April 5, 2020, with FHIR R4 API functionality for certified HIT developers only due on December 31, 2022.</li> <li>○ VITL is currently working on documentation and expects to be able to meet information requests with our HCI capabilities.</li> </ul> </li> <li>● CMS Interoperability and Patient Access Rule <ul style="list-style-type: none"> <li>○ We have a number of hospitals interested in an ADT notification tool with VITL. VITL has negotiated a solution with a vendor at a discounted rate to hospitals. The solution offered uses</li> </ul> </li> </ul>	

		ADTs that are already being submitted into the VHIE and routed to the vendor (with potential updates for NPI and post-acute care required for some facilities).	
Audit Update	Amy Wood (Gallagher Flynn) Steve Austin (Gallagher Flynn)  Susan Besio	<ul style="list-style-type: none"> <li>• Amy reviewed the FY20 audit with the board and noted that: <ul style="list-style-type: none"> <li>○ It is a clean audit with no significant findings</li> <li>○ An extension has been filed for the 990</li> <li>○ Bob is working with Gallagher Flynn to implement the new revenue recognition policy for FY21</li> <li>○ Bob and Deb Royce are working on an investment policy</li> </ul> </li> </ul> <p>The audit committee met with Amy Woods &amp; Steve Austin on November 9<sup>th</sup> and voted to recommend the board approve the audited financial statements.</p> <p><b>Motion:</b> To approve the audited financial statements as presented</p>	<b>Motion</b> Deb Royce <b>2<sup>nd</sup>:</b> Susan Besio <b>Approved</b>
Finance Update	Deb Royce  Bob Turnau	<p>The new VITL accounting system went live on November 1, 2020. While the timekeeping and expense tracking are operational, accounts payable is in the process of being brought on board.</p> <p>Bob reviewed the September financials with the board.</p> <ul style="list-style-type: none"> <li>○ YTD revenue through September 30, 2020, is ahead of plan.</li> <li>○ September expenses are below budget, due to lower than projected expenses in consulting costs and software service/maintenance expenditures.</li> <li>○ VITL has approximately 180 days of cash.</li> </ul>	
Data Governance	Christopher Shenk	<p>A committee of board members was created and met twice to advise on the creation of a Data Governance Implementation Charter. Christopher sent the final draft to the board on November 3, 2020 for review and comments.</p> <p>The board discussed the draft and recommended the following changes:</p> <ul style="list-style-type: none"> <li>○ Section 6.2.4 Data Consumers: Add patients as consumers</li> <li>○ Section 8.2.1 Data Storage &amp; Retention: Add Recovery to the list of Objectives</li> </ul> <p>Discussion: Costs. How will the implementation be paid for?</p> <p><b>Motion:</b> To approve the charter with the changes suggested by board members.</p>	<b>Motion</b> Susan Besio <b>2<sup>nd</sup>:</b> Jeff Tieman <b>Approved</b>
Other Business	Leah Fullem	A board member suggested changing the meeting time from 4-6 pm to 3-5 pm. Joshua will send a poll to board members for them to vote on the change.	
Adjournment		Leah Fullem adjourned the meeting at 5:28 pm (32 minutes early)	

Joshua E. Cheney, Executive Assistant  
Vermont Information Technology Leaders, Inc.