



**Board of Directors
Meeting**

January 25, 2022

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Agenda

1. Review & vote on September Meeting Minutes	05 Minutes	Action Required
2. Board Chair's Report	10 Minutes	Leah Fullem
3. Board Job Description	15 Minutes	Leah Fullem
4. President's Report	20 Minutes	Beth Anderson
5. Finance Update <ul style="list-style-type: none">• FY22 Projections• November Financials• Combining the Audit & Finance Committees	10 Minutes	Debra Royce, Bob Turnau
6. Collaborative Services Update <ul style="list-style-type: none">• MedicaSoft Update• Results Delivery & HISP Procurement Request	15 Minutes	Carolyn Stone, Beth Anderson
7. Technology Committee Update	5 Minutes	Shawn Burroughs, Sue Fritz
8. Client Engagement Update	5 Minutes	Maurine Gilbert

VITL's mission is to securely aggregate, standardize, and share the data needed to improve the effectiveness of healthcare for Vermonters.
Our Vision is to be a leader in collaboratively delivering actionable data that leads to better health.



Board of Directors Meeting
Teams Video Conference
Meeting Minutes
January 25, 2022

Board Members Present:

x	Barnard, Jessa	x	Elmore, Richard	x	Royce, Debra
x	Besio, Susan	x	Evslin, Tom	x	Tieman, Jeff
x	Burroughs, Shawn	x	Fuller, Leah	x	Ward, Norman
x	Eldredge, Mary Beth	x	Lange, Kelly	x	Anderson, Beth

VITL Staff Present:

Sue Fritz, Maurine Gilbert, Carolyn Stone, Bob Turnau

Topic	Presenter	Discussion	Action
Meeting Convened		Leah Fuller, Board Chair, convened the meeting at 3:04 pm.	
1. Meeting Minutes	Leah Fuller	Motion: Approve the November meeting minutes as presented	Motion: Susan Besio Second: Mary Beth Eldredge Abstain: Tom Evslin Approved
2. Board Chair's Report	Leah Fuller	Leah thanked the board members for their thoughtful participation in the interviews conducted by Katie Hawley. Katie brought a summary of the interview findings to the executive committee meeting earlier in the month. An update and discussion of the next steps will be brought to the board in a future meeting.	
3. Board Job Description	Leah Fuller	Leah reviewed the draft job description that was sent out in the board packet. The board discussed the draft and made recommendations.	

		Beth Anderson will make the adjustments and ask VITL's attorney to review the document. The executive committee will meet and bring an updated draft to the board.	
4. President's Report	Beth Anderson	<ul style="list-style-type: none"> • Organization: Carolyn Stone has accepted a new role that focuses on new opportunities for the VITL as well as coordinating projects and making sure VITL can complete the work it is committed to. Kristina Choquette will assume the role of Director of Operations. • Lease: After a thorough search, Leadership has decided to sign a lease for a small office space while continuing to evaluate company needs. • CY22 DVHA Contracts: Beth reviewed the details of the final contract with the board and provided an update on the process for Outcomes-Based Certification with CMS. • CY22 Deliverables: Beth updated the board on the planned deliverables for the upcoming calendar year. • Regional Collaboration: Beth provided an update on VITL's continued exploration of ways to partner with other HIEs, particularly in the region. • Jessa Barnard arrived at 3:21 pm • Richard Elmore arrived at 3:34 pm 	
5. Collaborative Services Update	Carolyn Stone Beth Anderson	<ul style="list-style-type: none"> • Medica Soft: Carolyn provided an update on the MedicaSoft project. • Results Delivery & HISP Procurement: VITL is working to identify Results Delivery and Direct Messaging (HISP) Solutions to replace the functionality we currently have. The RFP is currently active. To avoid timing constraints, Leadership asked for authorization to sign a contract for both solutions pending competitive selection. VITL clients pay for the HISP service, which largely covers the cost. VITL does not currently charge for Results Delivery services, but we believe there is an opportunity to do so in the future. <p>Motion: Approve VITL Leadership to sign contracts for both a Results Delivery Solution and a Direct Messaging Solution within the parameters outlined in the presentation.</p>	<p>Motion: Rich Elmore Second: Kelly Lange Abstain: None Approved</p>
6. Client Engagement Update	Maurine Gilbert	Training begins this week with the pilot organizations for the new provider portal. Maurine shared this is a great opportunity to learn what the participating organizations would like to get out of using the portal.	

		VITL's 2021 Annual report is complete and has been shared with the legislature and other legally mandated entities, and the board. We will be sharing with clients and stakeholders in the coming weeks.	
7. Technology Committee Update	Shawn Burroughs Sue Fritz	<p>The focus for 2022 will be to:</p> <ul style="list-style-type: none"> • Re-write key information security policies and procedures. • Revise system security plans and integrate them with existing design, review, and change management programs. • Formalize vendor risk management and technology strategy programs. • Data Governance. 	
8. Finance Committee Update	Debra Royce Bob Turnau	<ul style="list-style-type: none"> • Combining Audit & Finance Committees: Susan Besio, chair of the audit committee, shared that the two committees discussed and would like to recommend combining the committees into one Finance & Audit Committee, due to the overlap in membership and work. If a need for a separate audit committee were to arise in the future, the finance committee would bring that need to the board. To combine the committees, there will likely need to be changes made to the bylaws. Beth Anderson will meet with VITL's attorney to discuss, and an update will be given at the board meeting in March. • FY22 Financial Projections: Bob presented a projection for the current fiscal year. Overall, VITL anticipates that revenue will be on target to the approved budget, though there will be an additional \$300k in revenue and expense resulting from a project that was added to the CY22 contract. • November 2021 YTD <ul style="list-style-type: none"> ○ Revenue: November revenue was higher than expected, largely due to timing and accounting methods. ○ Expenses: Lower than budgeted for due to lower costs in software implementation expenses for the new platform that were recognized in earlier periods. ○ VITL currently has 389 days of cash on hand. 	
Adjournment		Leah Fullem adjourned the meeting at 4:04 pm	

Joshua E. Cheney
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