



**Board of Directors Meeting**  
**November 23, 2021**  
**3:00-5:00 pm**  
**Draft Agenda**

1. Vote on September Meeting Minutes	05 Minutes	Leah Fullem	Action Required
2. Chair's Report	10 Minutes	Leah Fullem	
3. President's Report	15 Minutes	Beth Anderson	
4. Update to Secondary Use of PHI on the VHIE Policy	10 Minutes	Beth Anderson	Action Required
5. Lease Request	10 Minutes	Beth Anderson	Action Required
6. Finance Update	20 Minutes	Bob Turnau	
• FY21 Audit			Action Required
• 401K Plan Restatement			Action Required
• FY22 Year to Date			
7. Operations Update	15 Minutes	Carolyn Stone	
• MedicaSoft			
• Outcomes Based Certification			
8. Client Engagement Update	10 Minutes	Maurine Gilbert	

**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 Meeting**  
**Teams Video Conference**  
**Meeting Minutes**  
**November 23, 2021**

**Board Members Present:**

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

**VITL Staff Present:**

Bob Turnau, Frank Harris, Maurine Gilbert, Sue Fritz

Topic	Presenter	Discussion	Action
Meeting Convened		Leah Fullem, Board Chair, convened the meeting at 3:02 pm	
1. Chair's Report	Leah Fullem	<p>The executive committee met with Katie Hawley on November 3<sup>rd</sup> to debrief on the board retreat and review the next steps for board development. Katie will be contacting board members to schedule individual interviews with each board member to gather their input, and the outcome of the discussions will be used to shape future board development work. Board education and composition remain top priorities.</p> <p>Tim Kenny has resigned from the board for personal reasons.</p>	
2. Meeting Minutes	Leah Fullem	<b>Motion:</b> To approve the September meeting minutes as presented.	<b>Motion:</b> Rich Elmore <b>Second:</b> Jeff Tieman <b>Abstain:</b> Norman Ward <b>Approved</b>

3. Secondary Use of PHI on the VHIE Policy Review	Beth Anderson	<p>Beth reviewed the updates made to the document.</p> <p><b>Motion:</b> To approve the update to the policy on Secondary Use of PHI on the VHIE as presented.</p>	<p><b>Motion:</b> Kelly Lange  <b>Second:</b> Norman Ward  <b>Approved</b></p>
4. Lease Request	Beth Anderson	<p>Beth told the board that the current lease expires in February 2022, and that our current space and configuration do not meet the organization’s goals for collaboration and hybrid work. VITL leadership is exploring a few options for new space and would like approval to continue negotiations and sign a lease for the space that best fits VITL’s budget and needs. Beth reviewed the proposed parameters for a new lease and requested the board approve the motion below:</p> <p><b>Motion:</b> To approve VITL leadership to negotiate and sign a new lease within the parameters as presented.</p>	<p><b>Motion:</b> Jeff Tieman  <b>Second:</b> Mary Beth Eldredge  <b>Approved</b></p>
5. Finance Update	Bob Turnau	<p><u>FY21 Audit</u>  Bob reviewed the highlights of the FY21 audit with the board and shared that the audit &amp; finance committee recommended the board approve the audit.</p> <p><b>Motion:</b> Approve FY21 Audited Financial Statements as presented.</p> <p><u>401K Restatement</u>  Bob stated that the changes are required to remain in compliance with IRS requirements and are not substantive, and he expects that the final version will not be materially different from the draft documents presented. If the final version is deemed to have material changes, VITL leadership will notify the Board and ask the Executive Committee to approve the final document.</p> <p><b>Motion:</b> To authorize VITL leadership to approve the restatement of VITL’s 401K plan in a manner similar to the draft provided, with the authority to execute the Adoption Resolution presented. Any material changes from the draft must be brought to the Executive Committee for further approval.</p> <p><u>September Financials</u>  VITL completed the significant level of state deliverables that were due on September 30, 2021. The VITL team worked hard to complete \$4.4 million project deliverables, 46% of the CY21 contract value.</p>	<p><b>Motion:</b> Kelly Lange  <b>Second:</b> Mary Beth Eldredge  <b>Approved</b></p> <p><b>Motion:</b> Kelly Lange  <b>Second:</b> Jeff Tieman  <b>Approved</b></p>

6. President's Report	Beth Anderson	<p><u>Audit</u> Beth congratulated Bob and the team for a job well done on the audit, and the work required to learn and implement the new revenue recognition standard.</p> <p><u>September Deliverables</u> Beth shared some details about the September deliverables.</p> <p><u>CY22 Contracts</u> Beth shared with the board that the CY22 DVHA contract had been submitted to CMS for approval. Beth and leadership are reviewing the current FY22 budget to determine if it will need to be adjusted – any changes would be brought to the board in January. Discussions continue with the Agency of Digital Services and the Agency of Human Services for the VHIE to serve as the Medicaid data warehouse.</p> <p><u>Strategic Planning</u> VITL has engaged consultants to support the new diversity, equity, and inclusion (DEI) work, and the design of a new continuous feedback program.</p> <p>The VITL leadership team is doing some focused planning for the next calendar year, to ensure priorities are clear and confirm resource needs. Beth will provide an update on revenue diversification at the board meeting in January.</p> <p>Beth shared with the board that Frank Harris would be retiring in December after nearly five years with VITL. Frank has served in a few critical roles with VITL, most recently serving as a Strategic Technology Advisor. She thanked Frank for his hard work, dedication, and wise counsel. He will be greatly missed. Leah Fullem thanked Frank on behalf of the board.</p>	
7. Operations Update	Beth Anderson	The MedicaSoft project achieved its September deliverables, and planning is underway to ensure we hit our CY222 deliverables, including a new results delivery tool, Blueprint extracts, and R3R4 conversion.	
8. Client Services Update	Maurine Gilbert	<p>VITL continues to build relationships with payers, including Blue Cross Blue Shield.</p> <p>User engagement is active, informing the new VITLAccess portal configuration and rollout plan. A pilot is planned for January 2022.</p>	

		VITL will restart its consent education for the public in early 2022. The education plan was suspended due to the COVID 19 pandemic.	
Adjournment		Leah Fullem adjourned the meeting at 3:59 pm	

Joshua E. Cheney

Vermont Information Technology Leaders, Inc.