

Board of Director's Meeting

July 28, 2026

3:00-5:00pm

Agenda

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| 1. Call to Order | Emma Harrigan | 5 min |
| a. Vote on May Meeting Minutes* | *Action Required | |
| 2. Chair's Report | Emma Harrigan | 5 min |
| a. Vote on new Board Member Trey Dobson* | *Action Required | |
| 3. CEO's Report | Randy Farmer | 30 min |
| a. FY26 Accomplishments | | |
| b. New Platform Update | | |
| c. Key VITL Initiatives | | |
| • State Contract, ITIL Training, Term Services, Rhapsody License, etc... | | |
| d. FY27 Org Goals | | |
| e. Key Metrics | | |
| 4. Finance Committee Update | Deb Royce / Cara Callanan | 20 min |
| a. YTD Financial Statements | | |
| b. 2026 Projection | | |
| c. FY2027 Budget Update | | |
| 5. HR & People Update | Cara Callanan | 10 min |
| a. Recruiting & Staffing Update | | |
| 6. Adjournment | Emma Harrigan | |



July 28, 2026

3:00-5:00PM

Board of Directors Meeting

Teams Conference Call

Board Members Present:

☒ Jessa Barnard ☒ Shawn Burroughs ☒ Steve Cummings ☒ Randy Farmer ☒ Emma Harrigan ☒ Carrie Hathaway
☒ Dr. Rick Hildebrant ☒ Sarah Lindberg ☒ James Mauro ☒ Debra Royce ☒ Dr. Norman Ward

VITL Staff and Others Present Cara Callanan, Justin Tease, Sarah Thompson, Sue Caswell, Jeff Reger, Michelle Cordeiro, and Erica Pietricola.

Topic	Presenter	Discussion	Action
Meeting Convened		Emma Harrigan convened the meeting at 3:01pm.	
1. Meeting Minutes*	Emma Harrigan	Motion: Approve the May 2026 meeting minutes as presented.	Motion: Dr. Rick Hildebrant Second: Sarah Lindberg Abstain: none Approved
2. Chair's Report	Emma Harrigan	<i>New Member of Board of Directors</i> Motion: Approve the nomination of Trey Dobson as a director to the VITL Board, a 2 year term to commence September 2026 and concluding in September 2028	Motion: Dr. Rick Hildebrant Second: Shawn Burroughs Abstain: none Approved
	Emma	• <u>Succession Planning</u> ▪ Maximum term limit of 8 years ▪ Jessa has completed her 8 years and plans to leave the board this fall ▪ Looking at Executive Committee succession plan, transition for new Treasurer and new Secretary ▪ Any interest among current members in Secretary position on the Board?	
3. CEO Update	Randy Farmer	<u>FY26 Key Accomplishments</u> ○ New CDR & Portal Supplier, Executed new agreement on 6/30 ○ Launched 99 Interfaces, 24 more than in plan (22 for results delivery)	

		○ Initiated several improvements for the VITL team & culture ○ Launched Corporate and Personal Goals process ○ Updated all position descriptions, published on a common template ○ Initiated New Performance Review Process, Mid-year and Annual Reviews Reviewed Submissions ○ Initiated key projects with expert 3rd parties to assess VITL's value, increase IT bandwidth & evaluate our customer experience ○ Initiated Key Strategic Relationships (e.g., ADS, NECHN, Rural Hospitals, Bi-State, VANC, VT-211, BCBS, VAHHS, GMCB, Legislators) ○ Contributed to two Prominent RHT Proposals ○ Deb Royce joined at 3:11pm ● Executed Agreement with Outcome Healthcare ○ The Supplier for VITL's next-generation CDR and Portal Services ○ Elegant UI, Clinical Analytics, Clinical Inbox, ADT Alerts, Single Sign On (SSO) ○ Outcome Healthcare has established relationships with U.S. HIEs and provides CDR/Portal services to multiple organizations (L.A., San Diego, Utah, Michigan, and Delaware). ● Spring '27 Target for Full Conversion & New User Onboarding ● More cost-effective solution than alternatives (>\$250k savings over status quo) <u>Key VITL Initiatives</u> ● FY 27 State Contract Status ○ Expecting CMS approval and Execution by the end of July ● Maestro Assessment Project Findings Presented ▪ Strong Core Services, Driving Value, Need to Increase Adoption & Focus on Care Coordination, Quality Reporting, etc. to diversify revenue ● Two RHT Funding Opportunities: eConsults and Closed-Loop Referrals ○ NECHN and VANC/VT-211 ● Care Coordination Service, organizing pilot with Northeast Kingdom ● Potential TEFCA/eHealth Exchange interoperability offering possible from VITL with the new Outcome platform/portal	
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4. Finance Committee - FY2027 Budget	Deb Royce & Cara Callanan	• Cara presented updated financials from the VITL Finance Committee ○ Current statement of activities ○ Updated EOY Projection for 2026 ○ Budget for FY2027	
5. HR & People Update	Cara	HR / People Update • Org Goals Meeting 3/31 & 4/1 • Mid-year performance reviews completed • Bonus/ at-risk compensation plan presented	
6. Adjournment		Motion to adjourn at 3:54pm	Motion: : Dr. Rick Hildebrant Abstain: none Approved

Erica Pietricola, Office Coordinator
VITL