

Vermont Information Technology Leaders, Inc.



Annual Meeting Minutes

Meeting Date: September 13, 2011

Location: BlueCross BlueShield Board Room

Attendees:

- Judy Higgins (Phone) Paul Harrington Gertrude Hodge (Phone) Rep. Chris Pearson (Phone)
- Don George Andrea Lott (Phone) Craig Jones Bea Grause
- Chuck Podesta (Phone) Greg Peters Bruce Bullock, MD (Phone)

Staff and Others: David Cochran, Sandy McDowell, Becky Bowen & Heidi Banks

Topic	Presentation	Discussion and Action	By Whom or When
Nomination of Members	<ul style="list-style-type: none"> • The following VITL Board of Directors were re-nominate: <ul style="list-style-type: none"> ○ Paul Harrington ○ Chris Pearson ○ Greg Peters ○ Andrea Lott • Craig Jones is stepping down from the VITL Board due to time constraints on his schedule. 	<p>Motion:</p> <ul style="list-style-type: none"> • To re-nominate the a for mentioned VITL Board of Directors to a 2 year term to begin immediately following this vote. • Dr. Jones was appointed to the VITL Board by the Administration. • Don George said he is hopeful that the Administration will name Dr. Jones' replacement prior to the next Board meeting on November 8th. • Don George is looking for someone to Chair the Governance Committee. 	<p>Motion: Judy Higgins, 2nd – Gertrude Hodge, abstained – Paul Harrington, Chris Pearson, Greg Peters & Andrea Lott; Motion approved.</p> <ul style="list-style-type: none"> • Don George thanked Dr. Jones for his service on the Board. • Anyone interested contact Don George.
Election of Officers	<ul style="list-style-type: none"> • The following VITL Board of Director Officers were re-nominated: <ul style="list-style-type: none"> ○ Don George – Chair ○ Judy Higgins – Vice Chair ○ Paul Harrington – Treasurer ○ Bea Grause - Secretary 	<p>Motion:</p> <ul style="list-style-type: none"> • To re-nominate the a for mentioned VITL Board of Director Officers to a 1 year term to begin immediately following this vote. • Judy Higgins will be stepping down from the VITL Board at the end of this 1 year term. 	<p>Motion: Greg Peters, 2nd – Gertrude Hodge, Abstained – Don George, Judy Higgins, Paul Harrington & Bea Grause; Motion approved.</p>
Consent Agenda	<ul style="list-style-type: none"> • Don George called for approval of the June 14, 2011 Board minutes. 	<p>Motion:</p> <ul style="list-style-type: none"> • Accept minutes from the June 14, 2011 Board meeting. 	<p>Motion: Paul Harrington, 2nd – Judy Higgins, all approved.</p>
Finance Committee Update	<ul style="list-style-type: none"> • Paul Harrington asked Becky Bowen to review the Balance Sheet and Profit & Loss Statement ending July 31, 2011. 	<p>Discussion /Questions included:</p> <ul style="list-style-type: none"> • Comparison of FY11 and FY12 and the significant amount of work that VITL will be doing in FY12. • Leahy/HRSA grant and the money that will be left on the table. 	

Audit Update	<ul style="list-style-type: none"> Becky Bowen had hoped to have the auditor's preliminary report to give to the Board. However have not received it yet. 	<ul style="list-style-type: none"> Do not anticipate any major findings. Auditors have checked off that VITL has met the Action Plan laid out in last year's audit. 	
Enterprise Risk Management (ERM)	<ul style="list-style-type: none"> Greg Peters explained what Enterprise Risk Management is and why it has become important, especially for not for profit Boards. 	<p>Discussion /Questions included:</p> <ul style="list-style-type: none"> Part of the challenge is defining what the risks are for your particular enterprise, what are the mitigation factors, and what are the core processes that are effected? Board meetings should be focused on testing the Strategic Plan against ERM. Software tools that are now available. What can we do as an organization to use ERM without getting bogged down by the process? Build an internal matrix of risk and think about how we are managing now and how to manage better. How various organization represented on the VITL Board are handling ERM. 	<ul style="list-style-type: none"> David Cochran to bring REC Operations Plan to next Board meeting.
HIE Transition	<ul style="list-style-type: none"> Sandy McDowell walked through the Project Progress timeline and explained where each project is. 	<p>Discussion /Questions included:</p> <ul style="list-style-type: none"> Competition date of each interface for each site. Identifying milestones for future projects at 2 week intervals. Percentage of resources in your control as opposed to the percent that are completely out of your control. HIE transition deadline is October 22nd. Next Board meeting is November 8th. Should Board have an additional meeting/call to discuss? 	<ul style="list-style-type: none"> Sandy McDowell to spend 10-15 minutes at a future Board meeting on the project planning process. Heidi to schedule additional Ex. Com. call 1st week of October and invite whole Board.
Operating Metrics	<ul style="list-style-type: none"> David Cochran went over all the operating metrics for the various programs at VITL. 	<p>Discussion /Questions included:</p> <ul style="list-style-type: none"> REC - The target of 1100 Priority Primary Care Providers is in the process of being lowered. 	
Privacy and Security Update	<ul style="list-style-type: none"> David Cochran gave an overview and brief history of HIE privacy policy process to date and the proposed revised HIE Consent Policy. 	<p>Discussion /Questions included:</p> <ul style="list-style-type: none"> Opt in verses Op out. Impact revised policy could have. Why is the process being revised? 	
Adjournment	Don George adjourned the meeting.		

Respectfully Submitted,

Bea Grause, Secretary
/hkb.