

Health Information Alliance, Inc.

Board Meeting Agenda

January 8, 2020

4:00-7:00 pm

Regular Meeting

Location: UConn Health

195 Farmington Avenue, 3rd Floor Conf Room

Farmington, CT 06032

I. Opening

II. Roll Call

III. Opening Statement

a. December Board Meeting Minutes

RECOMMENDED ACTION: That the Board approve the December meeting minutes.

b. Meeting Agenda

RECOMMENDED ACTION: That the Board accept the meeting agenda.

IV. Reports

a. Board Chair Report

b. Executive Director Search Committee Report

c. Operations Report

V. Business Agenda

a. Board Treasurer and Secretary

RECOMMENDED ACTION: That the Board table the election of the Board Treasurer and Secretary until February.

b. HIA, Inc. Master Plan and Milestones

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c. FFY 2020 Budget: Approach to Budget Process

d. Technical Assistance & Connectivity Program

RECOMMENDED ACTION: That the Board authorize the management team to implement the Technical Assistance & Connectivity Program, subject to Board approval of Statements of Work with participating organizations in accordance with Board policies.

e. Memorandum of Agreement between Office of Health Strategy (OHS) and HIA, Inc.

RECOMMENDED ACTION: That the Board authorize the management team to negotiate and enter into an agreement with OHS not to exceed \$25 million for FFY 2020.

f. Second Reading and Adoption: Employment Practices and Placement, and Compensation and Benefits Policies

- i. Compensation and Benefits
- ii. Hiring and Promotion
- iii. Discipline and Termination
- iv. Equal Opportunity and Affirmative Action
- v. Employee Transfers
- vi. Performance and Salary Review

RECOMMENDED ACTION: That the Board adopt the Employment Practices and Placement, and Compensation and Benefits policies.

g. Insurances

RECOMMENDED ACTION: That the Board entertain a motion from the floor regarding insurance coverage.

VI. Consent Agenda

RECOMMENDED ACTION: That the Board approve the consent agenda.

a. Policy Adoption: Procurement and Cash Disbursements Policies

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RECOMMENDED ACTION: That the Board adopt the revised Procurement and Cash Disbursements Policies.

- b. First Read Policies
 - i. Payroll Policy
 - ii. Operations Advisory Committee (OAC) Policy

RECOMMENDED ACTION: That the Board accept the payroll and OAC policies for first read.

VII. Adjournment

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Board Meeting Minutes

January 8, 2020

4:00-7:00 pm

Regular Meeting

Location: UConn Health

195 Farmington Avenue, 3rd Floor Conf Room

Farmington, CT 06032

Directors Present: Allan Hackney, John Vittner, Patrick Charmel, Allen Davis, Jill Hummel, Mark Raymond

Opening Statement, Roll Call, Opening Statement

Allan Hackney recognized a quorum and called the meeting to order at 4:18 pm.

December Board Meeting Minutes

Motion: Allan Hackney asked for a motion to approve the December 4, 2019 meeting minutes. Mark Raymond created the motion. Jill Hummel seconded the motion. John Vittner abstained. There was no further discussion. **Motion carried.**

Meeting Agenda

Allan Hackney asked for a motion to approve the January 8, 2020 meeting agenda. Patrick Charmel created the motion. Mark Raymond seconded the motion. There was no further discussion. **Motion carried.**

I. Reports

a. **Board Chair Report**

Allan Hackney announced that due to Brenda Shipley's recent withdrawal of her nomination from the Governor's office, there is a vacancy on the HIA Board of Directors. Allan also shared an update on the two pending contracts with OHS. The seed money contract is in the final stages of review and approval, and the FFY2020 contract should be ready for execution by mid-February. The QDSOA and SSSDOA draft templates were shared with the Board. Updates were also provided regarding the integration engine RFQ, Project Notify, and the use case pilot.

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b. Executive Director Search Committee Report

Mark Raymond reported that the search firm Marcum has been selected, but not prepared to move forward until the seed money is available. Mark flagged an issue for the Board's consideration that active participation is needed to conduct the search.

c. Operations Report

Sabina Sitaru reported progress on current onboarding activities and noted there are several appointments in the next few weeks to socialize the trust framework and legal agreement.

II. Business Agenda

a. Board Treasurer and Secretary

Allan Hackney asked for a motion to table the election of the Board Treasurer and Secretary until February. Patrick Charmel created the motion. Allen Davis seconded the motion. **Motion carried.**

b. HIA, Inc. Master Plan and Milestones

Allan Hackney highlighted the master plan and milestones for the HIA. Action Item: Allan to include OHS and the Health IT Advisors in the HIA master plan and milestones.

c. FFY 2020 Budget: Approach to Budget Process

Grace Austin outlined the process for developing the budget for the HIA. The board discussed the budget process and recommended future discussion on forming a finance committee.

d. Technical Assistance & Connectivity Program

Allan Hackney provided an overview of the proposed Technical Assistance & Connectivity Program.

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Motion: Allan asked for a motion that the Board authorize the management team to implement the Technical Assistance & Connectivity Program, subject to Board approval of Statements of Work with participating organizations in accordance with Board policies, 15-70-15 milestone payment percentages and adequate approved funding. Mark Raymond created the motion. Allen Davis seconded the motion. **Motion carried.**

- e. Memorandum of Agreement between Office of Health Strategy (OHS) and HIA, Inc.

Allan Hackney provided an overview of the OHS – HIA contracting process.

Motion: Allan asked for a motion that the Board authorize the management team to negotiate and enter into an agreement with OHS not to exceed \$25 million for FFY 2020. Patrick Charmel created the motion. Jill Hummel seconded the motion. **Motion carried.**

- f. Second Reading and Adoption: Employment Practices and Placement, and Compensation and Benefits Policies

Motion: Allan asked for a motion that the Board adopt the Employment Practices and Placement, and Compensation and Benefits policies as amended and subject to review of the Discipline and Termination policy by legal counsel and any recommended modifications received by such counsel. Mark Raymond created the motion. Jill Hummel seconded the motion. **Motion carried.**

- g. Insurances

Motion: Allan asked for a motion that the Board authorize the management to select an insurance broker for the purposes of obtaining insurance coverage. Jill Hummel created the motion. Patrick Charmel seconded the motion. **Motion carried.**

III. Consent Agenda

Motion: Allan asked for a motion that the Board approve the consent agenda. John Vittner created the motion. Mark Raymond seconded the motion. **Motion carried.**

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IV. Adjournment

Motion: Allan asked for a motion to adjourn. Allen Davis made a motion to adjourn 8:00 pm. **None opposed.**