

## Board Finance & Audit Committee

Meeting Agenda  
September 23, 2022  
5:00 pm – 6:00 pm  
Special Meeting

Join Zoom Meeting:

<https://us06web.zoom.us/j/83176927030?pwd=dGY4eDNqbEROT3ZqSmRPOWZMdlpyUT09&from=addon>

Meeting ID: 831 7692 7030

Passcode: 438593

I. Opening

- a. Welcome and Call To Order
- b. Roll Call
- c. Approval: Meeting Agenda

RECOMMENDED ACTION: That the Committee approve the meeting agenda.

II. Public Comments

III. FY22Q3 Financials and Form 990 Update

IV. FY23 Budget Overview

V. Contracts

RECOMMENDED ACTION: That the Committee entertain a motion from the floor regarding contract approvals.

VI. Adjournment

**Board of Directors Meeting Agenda**  
**September 26, 2022**  
**12 - 8 pm**  
**Special Meeting: Annual Meeting and Board Retreat**

Location: Mark Twain House, Hartford CT

**Directors Present:** Sumit Sajnani, Dr. Allen Davis, Pat Charmel, Claudio Gualtieri, Commissioner Deidre Gifford, Jose Crespo, Mark Raymond, Stacia Grosso. **Absent:** Lisa Stump

**Welcome** - Sumit Sajnani welcomed the Board and called the meeting to order at 12:45pm

**Roll Call** – Tara McGovern called the roll and confirmed a quorum.

**Meeting Agenda** – Sumit requested a motion to approve the September 26<sup>th</sup> meeting agenda. Dr. Davis created a motion to accept the agenda. Stacia Grosso seconded the motion. No further discussion. Motion passed.

**Board Meeting Minutes** – Sumit requested a motion to approve the July board meeting minutes as submitted. Mark Raymond created a motion to accept the minutes. Dr. Davis seconded the motion. No further discussion. Motion passed.

**Public Comment:** None

**Executive Session** – Sumit requested a motion to enter into executive session to discuss corporate strategy pertaining to trade secrets with Jenn Searls, Michelle Puhlick, Della Hughes, and Bill Roberts. Stacia created a motion to enter into executive session. Claudio Gualtieri seconded the motion. No further discussion. Motion passed. The board entered into executive session at 1:08pm. The board exited executive session at 5:08pm and entered into recess.

**Reconvening** – Sumit reconvened the board from recess at 5:24pm.

**Annual Board Training** – Susan Huntington of Day Pitney LLP provided the board with information on Board governance, conduct, and best practices.

**Executive Director Report** – Jenn Searls provided a brief report to the board on the status of organizations connecting to Connie. A more detailed report can be found [here](#).

**Election of Officers** – Sumit requested a motion to reelect Claudio Gualtieri as board treasurer and Tara McGovern as board secretary. Jose Crespo created the motion. Commissioner Gifford seconded the motion. No further discussion. Motion passed.

**Finance & Audit Committee Report** - Claudio provided a summary of the August and September Finance & Audit Committee meetings, which included the recommendations to the board to approve the FY23 Connie budget as well as the CRISP Shared Services and UConn contracts for FY23.

**Utilization Measures** - Rachel Rusnak and Dr. Tom Agresta presented results from a study they conducted of utilization measures for seven other health information exchanges in the U.S. The board reviewed recommendations for short, medium, and long-term utilization measures as presented. A recommendation was made to provide the numerator and denominator when displaying measurements of utilization. A request was made to provide information on which organizations are no longer utilizing Connie. **Motion:** Dr. Davis created the motion to accept the utilization measures as proposed. Jose Crespo seconded the motion. The board discussed that this was a motion to approve the utilization measures, and that the actual utilization measures supporting the presented framework would be discussed and voted upon at a future meeting. Motion was tabled.

**Connie FY23 Budget** – Sumit requested a motion to approve the Connie FY23 budget as presented. Mark Raymond created a motion to approve the budget. Jose Crespo seconded the motion. The board discussed the level of review provided by the Finance and Audit Committee. No further discussion. Motion passed.

**FY23 CRISP Shared Services Contract** – Sumit requested a motion that the Board authorize the management team to negotiate and enter into an agreement with CRISP Shared Services, Inc. to design, develop, and implement health information integration technology and shared services not to exceed \$2,830,125 for FFY 2023 pending approved funding and a fully executed service agreement. Claudio created the motion. Jose Crespo seconded the motion. No further discussion. Motion passed.

**FY23 UConn Contract** – Sumit requested a motion that the Board authorize the management team to negotiate and enter into an agreement with UConn Health to provide professional services not to exceed \$300,000, pending approved funding and a fully executed service agreement. Jose created the motion. Claudio seconded the motion. No further discussion. Motion passed.

**Executive Session** – Sumit requested a motion to reenter into executive session to discuss corporate strategy pertaining to trade secrets with Jenn Searls, Michelle Puhlick, Della Hughes and Bill Roberts. Stacia motioned to enter into executive session. Claudio Gualtieri seconded the motion. No further discussion. Motion passed. The board entered into executive session at 7:08 pm.

**Adjournment** - The board exited executive session and adjourned at 8:21 pm.