

**NEVADA HEALTH INFORMATION EXCHANGE BOARD OF DIRECTORS
MEETING MINUTES**

**September 3, 2013
2:00 PM**

Department of Employment, Training and Rehabilitation 1325 Corporate Blvd. Reno, NV	Department of Employment, Training and Rehabilitation 2800 East St. Louis Avenue Las Vegas, NV
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BOARD MEMBERS PRESENT

Reno

Elizabeth “Betsy” Aiello, Vice Chair
Andrew “Andy” Pasternak IV, MD
David LaBarge, NV-HIE CEO, Ex officio
Amber Joiner, DHHS Deputy Director, Ex officio
Lynn O’Mara, State Health IT Coordinator, Ex officio

BOARD MEMBERS EXCUSED

Brian Labus
Lindsey Niedzielski

Via Telephone:

Eric Lloyd
Linda Montgomery

NV-HIE STAFF PRESENT:

Carolyn Cramer, NV-HIE Legal Counsel
Drew Simmons, NV-HIE Staff

DEPARTMENT OF HEALTH AND HUMAN SERVICES (DHHS) STAFF PRESENT

Megan May, Director’s Office, DHHS
Stefani Hogan, Director’s Office, DHHS

OTHERS PRESENT

Via Telephone:

Tracy Okubo, ONC
Tristan VanHorne, Orion Health
Kelly Drake, TEKsystems
Chris Slabaugh, Northern Nevada Development Authority

1. Call to order, roll call, determination of a quorum and announcements

Ms. Aiello called the meeting to order at 2:03 pm. Ms. Hogan called the roll, and informed Ms. Aiello that a quorum was present.

2. Public comment

There was none.

Ms. Aiello noted that since Mr. Lloyd would have to leave the meeting at approximately 3:15 pm, she was taking Agenda Items #6 and #7 out of order as they required action by the Board.

7. Review, Discuss, and Approve grant to University of Nevada, Reno College of Business for required Program Evaluation activities, per the NV-HIE sub-recipient award from DHHS, and Determine any next steps

Mr. LaBarge presented an overview of the statement of work for the University of Nevada, Reno (UNR), College of Business grant, and explained the justification for issuing a grant versus a contract. He also explained that the grant amount of \$122,669 was a mandated allocation of the State HIE grant for doing the required program evaluation. Ms. O'Mara said this was the two percent minimum of the total State HIE grant award that must be spent on program evaluation. Dr. Pasternak asked who at UNR would be performing the grant work. Ms. O'Mara stated that Dr. Jeanne Wendel, a health economics professor and Dr. Dana Edberg, an IT professor, would be leading the grant work. Dr. Pasternak voiced his support as he knew the professors. Ms. Aiello noted that the grant budget was based on firm fixed price deliverables, and not time and effort. Mr. LaBarge stated that was correct. Dr. Pasternak inquired about the September start date for the grant, and Ms. O'Mara said that the date was contingent on the Board's approval of the grant, as UNR approval had already been received. Mr. Lloyd asked if the statement of work met the State HIE program evaluation requirements, and Ms. O'Mara replied in the affirmative. She went on to outline the required four grant domains that would be evaluated:

- Adoption, use and impact of e-Prescribing;
- Adoption, use and impact of electronic transmission of lab results;
- Adoption, use and impact of electronic transmission of patient care summaries; and
- Adoption of electronic reporting of public health data.

Ms. Okubo restated the purpose of these evaluations, explaining that it would provide ONC with important baseline program effectiveness data across the states. In response to Ms. Aiello's inquiry about the UNR grant being a sub-grant, Ms. O'Mara stated that it was and had been reviewed by the DHHS Director's Office.

MOTION: Dr. Pasternak moved to approve the grant to University of Nevada, Reno College of Business for required Program Evaluation activities.

SECOND: Mr. Lloyd

APPROVED: UNANIMOUSLY

6. Review, Discuss, and Approve potential NV-HIE System consulting services agreement, and Determine any next steps

Mr. LaBarge presented a proposed master Statement of Work for Health Information Exchange (HIE) Consulting and Project Management Services. He reminded the Board that the approved

NV-HIE sub-recipient award budget includes an allocation of \$78,000 for contractual services, such as project management. Mr. LaBarge was requesting approval of the master statement of work and to spend the related budget allocation. Ms. Aiello noted that onboarding was included in the scope, and requested clarification regarding if this statement was for both IT and marketing. Mr. LaBarge responded that it was mainly for IT establishment. Ms. Montgomery inquired about the possible timeline. Mr. LaBarge stated that he was working on one, and would provide it to the Board. Mr. Lloyd questioned the need for a project manager, in addition to NV-HIE staff and Orion. Mr. LaBarge explained that Orion recommended four FTEs in order to keep the project timeline on track. Ms. Okubo said that hiring contractors for this work was practical, as they were only needed for a specific period of time versus for ongoing operations.

MOTION: Dr. Pasternak motioned to approve potential NV-HIE System consulting services statement of work with the funds of up to \$78,000 that was pre-approved by the Board.

SECOND: Ms. Montgomery

APPROVED: UNANIMOUSLY

3. Approve August 2, August 6, and August 16, 2013 meeting minutes

Mr. LaBarge recommended the Board approve all three sets of meeting minutes, with minor corrections noted on the August 2 minutes.

MOTION: Mr. Lloyd moved to approve the August 2, 2013 meeting minutes with noted corrections.

SECOND: Ms. Montgomery

APPROVED: UNANIMOUSLY

MOTION: Dr. Pasternak moved to approve the August 6, 2013 meeting minutes.

SECOND: Mr. Lloyd

APPROVED: UNANIMOUSLY

MOTION: Ms. Montgomery moved to approve the August 16, 2013 meeting minutes.

SECOND: Dr. Pasternak

APPROVED: UNANIMOUSLY

4. Present Treasurer's Reports for August 6, 2013 and September 3, 2013

Ms. Montgomery presented the Treasurer's Report for August 6, 2013, which was deferred to this meeting. She then presented the September 3, 2013 report. After brief discussion by the Board, Ms. Montgomery said that she would develop a standard Treasurer's written report that could be provided to the Board.

MOTION: Dr. Pasternak moved to approve the Treasurer's Report for August 6, 2013

SECOND: Mr. Lloyd

APPROVED: UNANIMOUSLY

MOTION: Dr. Pasternak moved to approve the Treasurer’s Report for September 3, 2013
SECOND: Mr. Lloyd
APPROVED: UNANIMOUSLY

5. Present CEO Status Report

Mr. LaBarge, said that his major focus and effort have been on the contract negotiations with Orion Health and their Software as a Service (SaaS) Agreement and Statement of Work (SOW). While behind schedule, he stated that a reasonable target now seemed to be the end of September to reach consensus.

Key accomplishments/successes:

1. Hiring the key NV-HIE Staff:
 - i. Director Information Technology – The third in-person interview with a highly qualified candidate was last Thursday 9/29/13.
 - ii. An offer of employment was made, and the candidate accepted.
 - iii. A background check is in process with a potential hire and on-boarding date of this Friday 9/06/13.
 - b. Administrative Assistant
 - i. Ms. Drew Simmons was hired and on-boarded. Please join me in welcoming her to the NV-HIE.
 - c. Director Finance and Operations
 - i. Job Description is being reviewed
 - ii. Job posted targeted by Friday 9/06/13
 - d. Director – Marketing and Communications
 - i. Job Description is being reviewed
 - ii. Job posted targeted by Friday 9/06/13
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2. Finances
 - a. Self-sustainability Plan
 - i. A planning meeting was held with NV-HIE, NNDA, and OHIT to develop additional working capital that will provide on-going sustainability last Friday 8/30/13
 - ii. Next steps are to develop a marketing plan with alternative revenue generating steps.
 - b. NV-HIE Budget
 - i. The proposed monthly Grant Advance Plan for the remainder of the Sub-recipient period through 2/07/14 has been proposed by NV-HIE, is being reviewed and is awaiting final approved by DHHS Fiscal.
 - ii. This will provide the necessary monthly operating capital advances to NV-HIE to support on-going operations.
 - c. Heritage Bank Checking Account
 - i. New bank signature cards are in-process for Ms. Linda Montgomery, our newly appointed Treasurer.

3. Commercial Office Space for NV-HIE Staff
 - a. Inspected additional Carson City commercial office real estate with an Agent; and
 - b. Working on submitting Letter of Intent for one of these properties.

Ms. Montgomery questioned the impact of the current contract negotiations target end date on the February 7, 2014 end-of-grant deadline. Mr. LaBarge stated that the NV-HIE staff was working with Orion Health to be sure that the grant requirements could be met by January 31, 2014. He noted that Orion said that they are committed to get this done by January 2014, for the February deadline date. Ms. Montgomery commented that while she trusted them to do so, she wanted to see something in writing. Mr. VanHorne said that he would inform his Orion executive team, during a call the next day, of Ms. Montgomery's request. Ms. Montgomery stated that she expected Orion to follow through. Otherwise, it would be time to start negotiating with the 2nd candidate from the vendor meeting, and Ms. Aiello stated her concerns as well. Ms. O'Mara agreed with Ms. Montgomery that it was critical for the contract to be in place as soon as possible. Dr. Pasternak said that the Board should just push forward with Orion, and that he agreed with Mr. LaBarge that Orion is the right choice for the NV-HIE, and to begin the process with another vendor would push the schedule back even further. Mr. Lloyd agreed with both Mr. LaBarge and Dr. Pasternak. Dr. Pasternak commented that the Sustainability Plan probably could not be determined until after the contract with Orion was in place. Mr. LaBarge agreed, as then there would be a better idea of the market drivers and related pricing.

MOTION: Ms. Montgomery motioned to approve the CEO Status Report as presented

SECOND: Dr. Pasternak

APPROVED: UNANIMOUSLY

8. Present and Discuss NV-HIE Board conflicts of interest policy to support current bylaws and meet 501(c)3 status requirements, and Approve the policy

Ms. Cramer discussed the changes that she made, as requested by the Board during the meeting on August 6, 2013, regarding loyalty and two pieces of financial interests. The Board tabled this item until the meeting on October 1, 2013, to allow for sufficient review and discussion.

MOTION: Ms. Montgomery motioned to table the NV-HIE Board conflicts of interest policy to support current bylaws

SECOND: Mr. Lloyd

APPROVED: UNANIMOUSLY

9. Determine and Approve future NV-HIE meetings

Mr. LaBarge presented options available to the Board. After discussion, it was agreed that Board meetings would remain being held on the first Tuesday of each month, for October and November. The next NV-HIE board meeting will be October 1, 2013.

Mr. Lloyd left the meeting at 3:25 pm, and a quorum was no longer present.

10. Informational Item: NV DIRECT Update

Ms. Hogan provided an update on NV DIRECT participation. Dr. Pasternak stated his ongoing concerns about NV DIRECT, particularly regarding impact on practice workflow. Ms. O'Mara acknowledged his concerns, explained that upgrades will be required in 2014 for EHR certifications and stated that she and Ms. Okubo would discuss these issues further during their regular calls. Ms. Okubo recognized his concerns, recommended that provider outreach should include how to integrate DIRECT into providers' workflow, and offered to share his concerns with ONC leadership.

11. Informational Item: Status of IRS Form 1023 filing to request 501(c)(3) status

Ms. O'Mara said that the amended Articles of Incorporation had been filed with the Nevada Secretary of State. At the request of Mr. LaBarge, she was working with Mr. Tiras on a request to expedite 501(c)(3) status for the NV-HIE. In addition to the recently revised bylaws, it is important to have an approved conflicts of interest policy.

12. Informational Item: ONC State HIE Program Site Visit

Ms. O'Mara reported that Ms. Okubo, Nevada's Project Manager, conducted an on-site grant visit on August 21-22, 2013. She reported that Ms. Okubo met with key DHHS and NV-HIE staff, and with each Board member, either in person or via telephone. Ms. Okubo thanked everyone who participated, and stated that overall she was pleased with Nevada's progress and confident that Nevada has the right components in place to be successful. She reiterated her concerns regarding getting the Orion contract in place, and staying on track with the implementation timelines. Ms. Okubo expressed her confidence in Ms. O'Mara, Mr. LaBarge, and Ms. Hogan, and thanked the Board for their efforts.

13. Public Comment

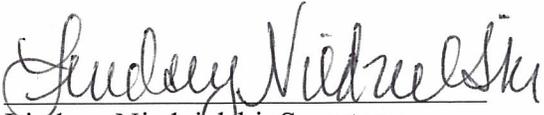
There was none

14. Adjournment

There being no further business to come before the NV-HIE Board, Ms. Aiello adjourned the meeting at 3:51pm.

CERTIFICATE OF SECRETARY

I, Lindsey Niedzielski the undersigned, the duly elected and acting Secretary of the NEVADA HEALTH INFORMATION EXCHANGE (A Nevada Non-Profit Corporation), do hereby certify that the foregoing Meeting Minutes of said Corporation are a true and correct reflection of the Board of Director's Meeting held on the 3 day of September 2013.


Lindsey Niedzielski, Secretary

