

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

**August 6, 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 Conference Room C Las Vegas, NV
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BOARD MEMBERS PRESENT

Reno

Elizabeth "Betsy" Aiello, Vice Chair
Donna Knapp
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

Las Vegas

Brian Labus, Chair

Via Telephone:

Eric Lloyd
Linda Montgomery
Lindsey Niedzielski

BOARD MEMBERS EXCUSED

NV-HIE STAFF PRESENT:

Carolyn Cramer, NV-HIE Legal Counsel

DEPARTMENT OF HEALTH AND HUMAN SERVICES (DHHS) STAFF PRESENT

Megan May, Director's Office, DHHS
Stefani Hogan, Director's Office, DHHS
Sherri McGee, Division of Health Care Financing and Policy
Ernesto Hernandez, Division of Public and Behavioral Health
Theresa Presley, Division of Public and Behavioral Health
Dan Olsen, Division of Public and Behavioral Health

OTHERS PRESENT

Reno:

Kim West, Quantum Mark
Jarred Clark, Cognosante
Gerry Yantis, Deloitte
Leonard Hamer, Physician Select Management

Las Vegas:

Deborah Huber, HealthInsight
Erick Maddox, HealthInsight

Via Telephone:

Tracy Okubo, ONC
Nicole McNeal, Public Knowledge
Barb Filkins, Cognosante
Heather Hallett, Medicity
Ryan Brantley, Medicity

Tristan VanHorne, Orion Health
Erin Russell Hayes, United Health Group
May Ng, Cognosante
Brad Overby, Medicity

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

Mr. Labus called the meeting to order at 2:01 pm. Ms. Hogan called the roll, and informed Mr. Labus that a quorum was present.

2. Public comment

There was none.

3. Approve June 20, 2013 and July 2, 2013 meeting minutes

Mr. LaBarge recommended the Board approve both sets of meeting minutes. Dr. Pasternak requested that his specific comments be added to the July 2, 2013 meeting minutes, for a review and approval at the next meeting. Ms. Montgomery requested that her July 2, 2013 Agenda Item #6 comments regarding potential conflict of interest be added. Ms. O'Mara reminded the Board that Mr. LaBarge needed the July 2, 2013 meeting minutes to be approved as soon as possible, so the NV-HIE bank account signatures could be updated. It was agreed that a conference call Board meeting would be scheduled within the next two weeks, so the amended minutes could be approved.

MOTION: Dr. Pasternak moved to approve the June 20, 2013, meeting minutes.

SECOND: Ms. Aiello

APPROVED: UNANIMOUSLY

MOTION: Ms. Aiello moved to amend as discussed the July 2, 2013, meeting minutes.

SECOND: Ms. Montgomery

APPROVED: UNANIMOUSLY

4. Informational Item: Present comments and feedback from the Office of the National Coordinator for Health IT (ONC)

As Nevada's State HIE Program Project Officer, Ms. Okubo provided feedback from ONC regarding Nevada's HIE grant progress. She stated that she had read the State Strategic and Operations Plan, or SOP, for most of the states, and assessed Nevada's as being very well thought out. Ms. Okubo said that it lays out a very clear, comprehensive and integrated approach to health information exchange, or HIE, for the State of Nevada, and demonstrates that Nevada took to heart the purpose of the American Recovery and Reinvestment Act (ARRA) to stimulate the economy, create jobs, and further develop the workforce. Nevada's plan also provides a path for secure and interoperable exchange of patient health information, both within and beyond Nevada's borders. She stated that the most recent updated version of the SOP is consistent with what was originally approved by ONC in 2011 and with the required status reports to ONC. She encouraged Nevada to continue to implement its approved SOP, according to the updated

timeline provided in the 2013 SOP update, in order to meet key milestones that line up with the remaining time frame of the State HIE Cooperative Agreement Program. Ms. Okubo stated that she was pleased with Nevada's progress, and offered support from ONC to keep the momentum moving forward. She also thanked the Board for their service and hard work.

5. Present and Discuss HIE Technology Solution Request for Proposal results and staff recommendations, Approve HIE Technology Solution Vendor, and Discuss any next steps

Mr. LaBarge presented the HIE Technology Solution Request for Proposal results in ranked order: Orion Health, Medicity, and Cognosante. Mr. LaBarge reviewed the NV-HIE Vendor Demonstration and Presentation Process, with supporting comments from Ms. McNeal. Dr. Pasternak requested clarification of the RFP process. Referring back to the information presented during the July 2, 2013 meeting, Mr. LaBarge outlined the RFP process and evaluation steps, including the use of the Letter of Intent process to determine the final three vendors asked to submit full proposal responses to the RFP. Mr. LaBarge recommended that the Board approve Orion Health as the NV-HIE's HIE solution vendor, with the provision that if a contract could not be negotiated, then he could proceed to negotiate a contract with the 2nd ranked vendor, or the 3rd ranked if necessary.

Dr. Pasternak requested the ranking information for the other four vendors who were not selected. Ms. McNeal stated that since the vendors were not told that the Letter of Intent rankings would be provided to the Board, she would need to obtain their permission, and was directed to do so by Mr. LaBarge. Mr. Labus asked for a motion to have Ms. McNeal request permission from the other four vendors to share their rankings with the Board.

MOTION: Ms. Niedzielski moved for Ms. McNeal to obtain permission to share the rankings of the other four vendors.

SECOND: Dr. Pasternak

APPROVED: UNANIMOUSLY

Ms. Aiello said that she wanted to be sure that the motion for the vendor approval included having the contract reviewed by the NV-HIE Legal Counsel. Dr. Pasternak repeated his concerns voiced during previous Board meetings regarding the RFP and the selection of an HIE vendor. He stated that he was uncomfortable entering into a contract without better understanding the target market and customers, as well as the plan for sustainability. Ms. Okubo stated that Nevada must use its State HIE Program funds to implement its ONC-approved State Health IT Plan, which did address potential customers and sustainability options, that the Board would need to further define. She also stated that starting this process over was not an option. Mr. LaBarge stated that there were two options. One was to not approve an HIE vendor, and shut down the NV-HIE and disband the Board. The other option was to approve an HIE vendor, go forward, and have a fighting chance at success. Ms. O'Mara reminded the Board that the Board is included in Nevada's approved SOP as part of the state plan, is the governing entity for the statewide HIE system, and the NV-HIE gives providers a choice, which was the intent of the legislation passed by the Nevada Legislature. Ms. Okubo reiterated that the grant dollars can only be spent to implement the approved SOP. She encouraged the Board to take action and stay on point.

Ms. Knapp asked if any of the evaluators had a financial interest regarding any of the three final vendors. Mr. LaBarge explained that none of the evaluators had any financial interest with any of the vendors. He stated that part of the evaluator selection process was ensuring that evaluators that did not have a financial interest. Ms. Knapp then asked if any of the vendors were public-held companies. Mr. LaBarge responded that all three were publicly-held.

Ms. Montgomery requested clarification of how the three vendors scored in each of the critical elements used to evaluate the RFP responses. Ms. McNeal verified that the highest ranked vendor also scored highest in all critical element categories.

Ms. Aiello said that she was ready to make a motion on the HIE Technology Solution Request for Proposal.

MOTION: Ms. Aiello moved to approve the HIE Technology Solution Request for Proposal results and staff recommendation to approve Orion Health as the HIE Technology Solution vendor, to have the NV-HIE legal counsel review the final vendor contract, and to approve moving forward with the next ranked vendor if a contract could not be negotiated with Orion Health.

SECOND: Ms. Niedzielski

YAY: Ms. Niedzielski, Ms. Aiello, Ms. Knapp, Mr. Labus, Mr. Lloyd, and Ms.

Montgomery

NAY: Dr. Pasternak

ABSTENTIONS: None

APPROVED: MAJORITY VOTE

6. Present Treasurer's Report

While Ms. Montgomery presented a Treasurer's Report, she stated that she did not have a copy of the NV-HIE Sub-recipient award from DHHS. As a result, she was unable to certify the accuracy of the information, and requested that approval of the report be deferred to the regular September 2013 Board meeting. Mr. LeBarge requested that DHHS provide Ms. Montgomery with a copy of the of the NV-HIE Sub-recipient award as soon as possible.

7. Present CEO Status Report

Mr. LaBarge presented the following written report:

1. Three Finalists for the NV-HIE RFP

The Evaluation Panel members submitted their comments and scores for the seven NV-HIE RFP Letters of Intent (LOI) received, and Public Knowledge (PK) tabulated the results. The following top three HIE System Contractors were asked to submit a Technical and Cost Proposal, as well as provide a System Demo:

- a. Orion Health
- b. Medicity
- c. Cognosante

2. Contractor Questions and Answers (Q&A) were finished and posted to www.NV-HIE.org

3. HIE System Contractor Demonstrations were held on 08/02/13 in Reno, NV.

- a. Agenda
 - a. 30 minutes for Contractor Setup
 - b. 25 minutes for the Contractor Product Demonstration
 - c. 30 minutes for the Contractor Oral Presentations
 - d. 30 minutes for the Evaluation Panel Questions and Answers
- 4. Key Dates in the RFP Evaluation Process**
 - a. 7/31/13 - RFP Proposal Responses Due
 - b. 8/02/13 - Contractor Demos in Reno, NV
 - c. 8/06/13 – NV-HIE Board Approval of the Selected Contractor
 - d. 8/07/13 – Selected Contractor negotiations begin
- 5. Finances for NV-HIE**
 - a. Self-sustainability goal after February 7, 2014.

As you know whatever federal dollars are not spent by the NV-HIE as of February 7, 2014 revert back, which means NV-HIE must have additional matching funds and/or be able to charge users for the services provided by NV-HIE. I'm working on a financial plan for the NV-HIE to become self-sustainable in the near future, and what the steps are required to achieve that goal. Mike Willden-Director of DHHS, Amber Joiner-Deputy Director DHHS, and Lynn O'Mara-DHHS OHIT are an integral part of this plan and are actively pursuing additional matching funds for continuing NV-HIE operations after 2/07/14. The primary ingredient to the self-sustainability plan is to finish the RFP selection process, and implement the HIE system. This will provide the NV-HIE with a marketable state-of-the-art HIE service that's in-line with the NV State IT Plan.
 - b. NV-HIE Budget
 - i. An update draft Budget was delivered to DHHS-OHIT on 8/05/2013.
 - ii. The draft NV-HIE Budget shifted some excess dollars from Personnel to the Contractor Consulting category. Since the Budget has been previously approved by the NV-HIE Board, the total budgeted dollars was not changed
 - c. Heritage Bank Checking Account
 - i. New bank signature cards have been signed.
 - ii. Linda Montgomery will be included as a signatory on the NV-HIE Checking account once the previous Board Minutes are approved, signed and delivered to Heritage Bank.
 - iii. A NV-HIE Visa credit card from Heritage Bank was received on 8/05/13.
- 6. Commercial Office Space for NV-HIE Staff**
 - a. Continued to inspect South Reno and Carson City commercial office space with real estate Agent.
 - b. Final inspections and selection to be completed by 8/30, and begin lease negotiations afterwards
- 7. Administrative**
 - a. A NV-HIE Hiring Policy was drafted by Carolyn Cramer and is presently being used by the NV-HIE Staff to interview, select, hire, and on-board new NV-HIE Staff.
 - b. Hiring key NV-HIE Staff:
 - a. Director Information Technology

- i. Three qualified candidates.
 - ii. Follow-up interview will be done next week.
- e. Administrative Assistant
 - i. 14 cover letters and resumes received. Initial screening was performed
 - ii. Follow-up interview will be done next week.
- f. Director Finance and Operations
 - i. Job description draft has been written
 - ii. Job to be posted next week.
- g. Director – Marketing and Communications
 - i. Job description draft has been written
 - job to be posted next week

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

Mr. LaBarge discussed the need to potentially hire NV-HIE consulting services to support and/or augment the resources needed to implement the HIE vendor solution, and provided a draft agreement template for the Board's review. After determining actual needs, he will present consulting services agreement(s) for the Board's approval during future meetings.

MOTION: Mr. Lloyd moved to approve the draft NV-HIE System consulting services agreement template.

SECOND: Ms. Aiello

APPROVED: UNANIMOUSLY

9. Informational Item: Present summary information regarding Assembly Bill 65 from the 2013 session of the Nevada Legislature

Ms. Cramer presented the provisions of Assembly Bill 65, passed during the 2013 regular session of the Nevada Legislature, that were pertinent to the NV-HIE Board. She noted that the Board's bylaws and meetings were already in compliance with the new requirements that became effective July 1, 2013.

10. Present and Discuss resolution to amend NV-HIE Articles of Incorporation to reflect current bylaws, and Approve resolution

Ms. Cramer presented the resolution to amend the NV-HIE Articles of Incorporation to reflect the current NV-HIE bylaws, for the Board's approval. She explained that once the resolution is approved, Mr. Tiras would file the authorized amendment with the Nevada Secretary of State.

MOTION: Ms. Knapp moved to approve amend the NV-HIE Articles of Incorporation to reflect current bylaws, and approve the resolution

SECOND: Dr. Pasternak

APPROVED: UNANIMOUSLY

11. 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 presented the proposed conflicts of interest policy to support current bylaws and meet 501(c)3 status requirements. Mr. Lloyd questioned the use of the term “financial interest”, as it may be limiting regarding actual conflicts. He cited that conflicts could arise from Board members serving on other boards. Ms. Cramer noted that loyalty was an important consideration. Ms. O’Mara suggested using the word fiduciary, and shared a dictionary definition. Ms. Montgomery stated that she thought fiduciary was the better word, and would like to see it replace financial. Ms. Cramer recommended that the Board refer the draft back to staff for review and editing to address Board concerns. She noted that at she would also research Nevada’s laws governing non-profit organizations, for additional suggested language.

MOTION: Ms. Montgomery motioned to refer this back to staff for language.

SECOND: Mr. Lloyd

APPROVED: UNANIMOUSLY

12. Present and Discuss attendance at a Cross Functional Consent Workgroup, scheduled for Friday, 08/09/13 from 8:00-9:00 am

Dr. Pasternak discussed his involvement with HealthIE Nevada, as a member of its Cross Functional Consent Workgroup prior to his appointment to the NV-HIE Board. The Workgroup was scheduled to meet on August 9, 2013, and Dr. Pasternak requested permission from the Board to attend. Ms. Knapp disclosed that she was also a member of the Workgroup, was invited to attend the meeting, and would need permission as well. Mr. Labus asked what their roles at the meeting were going to be. Ms. Knapp commented that she thought this was a follow-up meeting whose purpose was to provide the Workgroup members with the final results of their work. Ms. Aiello said that she did not perceive any conflict issues. Mr. Lloyd stated that he could not determine if there were any conflicts, as he did not have enough information. Mr. Labus stated that he did not believe there were any conflicts, and noted that it was good to disclose these kinds of situations for the record.

13. Informational Item: NV DIRECT Update

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

Mr. Labus stated that in the interest of time, he was combining Agenda Items 13 and 14. Ms. O’Mara reported that she and Ms. Joiner had met with the Division of Public and Behavioral Health regarding utilizing NV DIRECT for some of their programs. Follow-up is needed, and she would keep the Board updated. She said that the pilot with Hawaii and Las Vegas was moving forward, and Ms. Okubo offered her assistance.

Ms. O’Mara reported that there had been no further communication from the IRS regarding the NV-HIE’s 501(c)(3) request. Ms. Aiello asked about the annual audit required by the bylaws. Ms. Cramer noted that an annual audit did need to be done, and noted that it could probably be done quickly, as the NV-HIE said yes that we would have an audit but it would be a small since we just started spending money.

15. Public Comment

Mr. Labus thanked everyone who worked on the RFP.

Mr. Maddox introduced himself, including his association with HealthInsight's EHR Regional Extension Center (REC) Cooperative Agreement program for Nevada. He provided information regarding HealthIE Nevada and cited the challenges that organization had experienced. He summarized the content of a letter from Ms. Huber that was addressed to the NV-HIE Chair and which had been sent to the NV-HIE Board members regarding these concerns. He requested that the letter be included as part of the record for this meeting. Mr. Maddox then stated his concerns, as a Nevada citizen, regarding the NV-HIE RFP and the utilization of Nevada's State HIE Cooperative Agreement funds. He further stated his personal belief that the NV-HIE Board would have better spent their time doing regulations and policies for the other HIEs that are already out there. Mr. Labus asked if the Board members had any questions for Mr. Maddox. There were none.

16. Adjournment

There being no further business to come before the NV-HIE Board, Mr. Labus adjourned the meeting at 4:10pm.

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 6 day of August, 2013.


Lindsey Niedzielski, Secretary

July 11, 2013

Brian Labus
Chairman of the Board of Directors
NV-HIE

Dear Mr. Labus,

I am writing at the request of the Board of Directors of HealthIE Nevada, a community-based, privately-funded 501(c) 3 Nevada corporation to share our experiences over the past 3 years. This is not a letter of intent to respond to NV-HIE's RFP. HealthIE Nevada is managed and operated by HealthInsight Nevada, also a 501(c) 3 Nevada corporation.

HealthInsight is the Quality Improvement Organization and the Regional Extension Center (REC) for Nevada and Utah. The REC is an initiative to help primary care providers adopt and meaningfully use electronic health records and is funded by the same federal agency, the Office of the National Coordinator (ONC) that funds the State HIT program. HealthInsight's CEO, Marc Bennett, is the former Vice-Chair of the Nevada Governor's Blue Ribbon Commission on HIT and the current Board Chair of the Utah Health Information Network (UHIN).

HealthInsight staff have attended all NV-HIE Board meetings and have offered our assistance to support and collaborate with NV-HIE since its creation. In April, we were asked to provide information about HealthIE Nevada to the NV-HIE Board. Our plan was to provide an update of our experiences launching an HIE here in Nevada: the successes, the barriers, and the lessons learned. Since that presentation did not occur, and NV-HIE is now embarking on a major initiative to secure an IT vendor contract, the HealthIE Nevada Board felt that it would be even more beneficial for your Board to be aware of our approach, our journey, and our future plans.

We believe that the current path with both an active, robust community-based, statewide, and privately funded HIE (HealthIE Nevada) and a planned state-affiliated HIE (NV-HIE) is not designed to result in success. This approach poses great risk for both HIEs: including duplication of services (as described by the Deloitte consultant at a recent Board meeting, States need a population of at least 5 million to support multiple HIEs), confusion among providers and consumers, dilution of resources and commitment, and an uncertain financial future for both organizations. The current course has the potential to negatively impact both NV-HIE and HealthIE Nevada.

Perhaps the thorniest of the many issues facing any HIE are the availability of funding for its start-up and the long-term sustainability of the enterprise. In its first two plus years of operation, HealthIE Nevada has already invested millions of dollars to hire and train staff, launch the technology, and recruit participants. As we review the planning documents for NV-HIE, we see no clear way for NV-HIE to cover the start-up expenses, secure the necessary non in-kind matching funds required by ONC, and provide for long-term sustainability. Our experience leads us to believe that is unlikely that any experienced vendor would be willing to sign a multi-year contract to provide services with only the promise of the remaining funding that NV-HIE has available from the ONC.

Managed by *HealthInsight*

We believe a collaborative effort between the two HIEs could solve both the start-up issues for NV-HIE and could help HealthIE Nevada accelerate the pace of adoption and use of HIE services. In addition to funding, HealthIE Nevada could bring a number of positives to such a joint effort, including:

- Chief among these is our experience—we have successfully operationalized a statewide HIE in Nevada.
- A broad group of participants from across the State with live data and strong financial, time, and energy commitments to health information exchange. This includes hospitals, physicians, radiology centers, laboratories, long term care facilities, school-based clinic, and emergency medical services providers.
- As a community-based organization, we have sought and received input from a wide variety of Nevada stakeholders to address and develop a roadmap that includes governance, financial sustainability, privacy and security, HIE metrics, information technology, physician adoption, communications, education/ outreach.
- A sustainability model that includes an extremely reasonable fee structure for participants while at the same time supporting sustainability of the HIE.
- A patient consent model developed with input from community stakeholders and piloted in medical practices in both the north and the south.
- In place and operational policies and procedures that comply with all state and federal laws and regulations
- Experienced HIE staff with expert knowledge of Health Information Technology (HIT) and meaningful use
- A technology vendor with years of experience and over 25 HIE contracts across the country that includes (among others) a master patient index, consent management, and record locator services.
- A unique understanding of the State of Nevada, its politics, its demographics, and its healthcare system.
- HealthIE Nevada's management company (HealthInsight) is also an ONC contractor that understands the milestones and requirements to "pull down" this type of federal funding,

Both HealthIE Nevada and HealthInsight Nevada are interested in working with NV-HIE in a more formalized manner in order to facilitate our mutual success. We look forward to supporting and providing input into NV-HIE's critical and mandated role to set standards, develop regulations, and provide oversight for the exchange of health information in our State. We view these legislatively-mandated roles for the NV-HIE as valuable leadership and critical activities to assure the long-term success of health information exchange in Nevada.

However, we believe a partnership between NV-HIE and HealthIE Nevada would provide more effectively for the management and operations of the actual data exchange and would dramatically increase the likelihood that effective health information exchange will be available to benefit the citizens of Nevada in the coming years. Working together, we can take advantage of the extensive community investment already in place, bring immediate value to the community, and build the new policies, services, and models that will assure continued success in the future.

Although NV-HIE's published RFP does recognize HealthIE Nevada in Section 3, we are concerned that it does not anticipate or allow for the kind of collaborative partnership that we envision. We would be very interested in working with the NV-HIE Board to determine how and if that kind of arrangement could be designed. If you, the other Directors, or staff have any questions, please don't hesitate to contact me at 702-933-7305 or dhuber@healthinsight.org.

Sincerely,



Deborah Huber
Executive Director, HealthInsight Nevada
Ex-Officio Board Member, HealthIE Nevada

cc Mike Willden
David LaBarge