

**MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS
OF
WESTERN NEW YORK CLINICAL INFORMATION EXCHANGE, INC.
(HEALTHeLINK or HeL)**

Date of Meeting: March 30, 2023

Time of Meeting: 7:30 a.m.

Location: 2475 George Urban Blvd – 2nd Floor - Board Room
and Via Teams videoconference

Members Present: Anthony Billittier, M. D. (IHA)
Allison Brashear, M.D. (University of Buffalo)
Michael Galang, M. D. (Catholic Health)
Eileen Morgan (Patient/Consumer Representative)
Pastor George Nicholas (P2 Designee/RHIC)
Ann Marie Odrobina (M&T Bank/Employer Representative)
Paul Pettit (Commissioner of Health – Genesee & Orleans County Health
Departments)
Raghu Ram, M.D. (Roswell Park)
Art Wingerter (Univera)

Others Present: Patricia Burandt (HEALTHeLINK)
Sarah Cotter (HEALTHeLINK)
Peter Elkin (University of Buffalo)
Herbert Glose (HEALTHeLINK/Barclay Damon LLP) (Counsel)
Jill Johnson (Lumsden), as indicated
Karen Kinley (HEALTHeLINK)
Elizabeth Kraus (Lumsden), as indicated
Jen Lane (HEALTHeLINK)
Drew McNichol (HEALTHeLINK)
Michael Pease (Advisory Council Chair)
Dan Porreca (HEALTHeLINK)
Jackie Welsch (HEALTHeLINK)

Chair of Meeting: Anthony Billittier

Secretary of Meeting: Herbert Glose

Call to Order/Agenda Review

Dr. Billittier opened the meeting at 7:35 a.m. He reviewed the Agenda and asked if anyone had any questions or additions to the Agenda; no one did.

Dr. Billittier then referred to the Minutes from the December 8, 2022 Meeting and asked if anyone had any comments, questions or revisions; no one did.

Upon motion duly made and seconded, it was

RESOLVED that the Minutes of the Board Meeting of December 8, 2022 were unanimously approved.

Audit and Finance:

Jill Johnson and Liz Kraus from the accounting firm of Lumsden, McCormick LLP were introduced to review the HEALTHeLINK Single Audit Reporting Package dated December 31, 2022 (the “Audit Report”), a copy of which was included in the Board Meeting materials.

Jill noted that the report had been reviewed in detail with the Audit and Finance Committee and described the process, approach and standards followed in connection with the audit. She indicated that it was a clean opinion and that there were no issues or material weaknesses to be reported. She noted that the Audit and Finance Committee has unanimously recommended acceptance of the Report.

Liz then reviewed the financial information contained in the Audit Report. After a brief Q&A, it was moved, seconded and unanimously

RESOLVED, that the Board hereby accepts the Audit Report, as presented.

[Jill Johnson and Elizabeth Kraus left the meeting]

Jackie Welsch reviewed supplemental information in the Board packet, including updates on the 2023 budget. There was a brief Q&A.

Board Actions:

Herb Glose noted that as of this meeting 4 Board members had terms expiring. 3 of the 4 are Charter Member appointees who have been reappointed to serve an additional 3 year term. They are: Anthony Billittier (IHA), Andy Davis (ECMC) and Raghu Ram (RPCCC).

In addition, the Executive Committee (EC) at its quarterly meeting reviewed Board member category representation and unanimously recommended Eileen Morgan to serve an additional 3 year term as a Director and as Citizen/Patient Board Member Representative. Upon motion duly made and seconded, it was unanimously

RESOLVED that Eileen Morgan be and hereby is elected to serve an additional 3 year term or until the election and qualification of her successor.

(Eileen Morgan abstained).

Herb then reviewed the EC recommendations for Executive Committee Membership. He asked if there were and other volunteers or nominations. Hearing none, and upon motion duly made and seconded, it was unanimously

RESOLVED the following shall serve on the Executive Committee for a term of 1 year or until election and qualification of a successor: A. Billittier, M. Edbauer,

E. Morgan, A.M. Odrobina, and A. Wingerter.

(Each Member abstained from voting for themselves).

Privacy Update:

Patti Burandt was introduced to give the annual Privacy and Compliance Program Report dated March 2023 and included in the Board of Directors Annual Meeting Materials dated March 30, 2023. A brief Q&A followed.

Security Update:

Drew McNichol was introduced to give the annual Information Security Program Report dated March 2023 and included in the Board of Directors Annual Meeting Materials dated March 30, 2023. A brief Q&A followed.

SHIN-NY Collaborative Services:

Dan summarized the numerous activities and meetings led by NYeC, including the recruitment of Drew McNichol to serve as Executive Director of the collaborative shared services entity to be formed. Drew then outlined some of the NYeC goals relative to the SHIN-NY, followed by a brief Q&A.

Committee Reports:

Mike Pease gave the Advisory Council report, highlighting the discussions relative to the 1115 Waiver, HEALTHeLINK's role as the possible HERO, and the importance of the "community dashboard" and SDOH (social determinants of health). A brief discussion of UB's support for these initiatives followed.

Dr. Billittier summarized the matters previously discussed at this meeting and also contained in the Executive Committee Minutes (included in the Board materials).

Dan Porreca reported on the recent Physician Advisory Committee meeting at which the HEALTHeLINK dashboard was discussed. The group also provided input on the value of various levels of data history and reporting.

Peter Elkin gave the update of the Research Committee.

Pastor George Nicholas updated the Board on continuing RHIC membership progress and discussions, and the importance of same to properly address social care and other health equity related efforts.

Dan Porreca gave the Operations Committee/Business Update Report (Board of Directors – Annual Meeting – March 30, 2023, included in the Board materials).

Dan reviewed 2022 Business Objectives results and reviewed the 2023 Business Objectives approved by the EC.

Dan updated the status of the Department of Health 1115 Waiver, reviewing the slides contained in the Board materials and summarizing what feedback has been received to date.

At 9:10 a.m. the Board Meeting was adjourned. There was an Executive Session (Confidential Minutes taken separately).

Respectfully submitted,

/s/ Herbert J. Glose

Herbert J. Glose, Secretary of the Meeting