

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

Date of Meeting: March 28, 2024

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)
Lauren Bruckner, M.D. (Roswell Park)
Andrew Davis (ECMC)
Michael Edbauer, M.D. (Highmark)
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)
Sourav Sengupta, M.D. (University Psychiatric)

Others Present: Patricia Burandt (HEALTHeLINK)
Peter Elkin (University of Buffalo/Research Committee)
Herbert Glose (HEALTHeLINK/Barclay Damon LLP) (Counsel)
Jillian Greenbaum (HEALTHeLINK)
Jill Johnson (Lumsden), as indicated
Karen Kinley (HEALTHeLINK)
Chris Klimek (HEALTHeLINK)
Elizabeth Kraus (Lumsden), as indicated
Jen Lane (HEALTHeLINK)
Jason Matuszak, M.D. (Excelsior Ortho/Physicians Advisory Committee)
Drew McNichol (Tech BD/HEALTHeLINK)
Michael Pease (Advisory Council)
Dan Porreca (HEALTHeLINK)
Steve Timmel (IHA/Audit and Finance Committee)
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 noted that this was Dr. Sengupta's last meeting as a Board Member and thanked him for his service over the past 3 years. He also noted that Steve Timmel was retiring and thanked him for his service to the Audit and Finance Committee for the last many years. Jackie Welsch also noted that Mark Markowski was assuming the role of chair of the Audit and Finance Committee with Steve retiring.

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, 2023 (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. It was 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]

Dr. Billittier then referred to the Minutes from the December 14, 2023 Board Meeting and January 30, 2024 Special Board Meeting (included in the Board Meeting packets) 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 Meetings of December 14, 2023 and January 30, 2024 were unanimously approved.

Board Actions:

Herb Glose noted that as of this meeting four Board members had terms expiring. 2 of the 4 are Charter Member appointees who have been reappointed to serve additional 3 year terms. They are: Michael Edbauer (Highmark) and Michael Mineo (Kaleida).

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

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

(Dr. Brashear abstained).

(Note: See EC Minutes for work on identifying possible additional Board member and/or Committee members so as to include as many stakeholder groups as possible in governance)

Herb then reviewed the EC recommendations for Executive Committee Membership, 6 in total. He asked if there were any other volunteers or nominations. Hearing none, and upon motion duly made and seconded, it was unanimously

RESOLVED that the following shall serve on the Executive Committee for a term of 1 year or until election and qualification of a successor: Tony Billittier, Mike Edbauer, Eileen Morgan, Mike Mineo, Ann Marie Odrobina, and Art Wingerter.

(Each Member abstained from voting for themselves).

Herb then reviewed the Officer slate recommended by the EC, to serve for a term of 2 years or until the election and qualification of a successor, as follows: Anthony Billittier, Board Chair, Arthur Wingerter, Vice-Chair, Eileen Morgan, Secretary, Michael Mineo, Treasurer. He asked if there were any other volunteers or nominations. Hearing none, and upon motion duly made and seconded, it was unanimously

RESOLVED that the following shall serve as Officers of HEALTHeLINK for a term of 2 years or until the election and qualification of a successor: Anthony Billittier, Board Chair, Art Wingerter, Vice-Chair, Eileen Morgan, Secretary, Mike Mineo, Treasurer.

(Each individual abstained from voting for themselves).

Privacy Update:

Patti Burandt was introduced to give the annual Privacy and Compliance Program Update dated March 2024 and included in the Board of Directors Annual Meeting Materials dated March 28, 2024 at slides 2-4. A brief Q&A followed.

Security Update:

Chris Klimek was introduced to give the annual Information Security Program Update dated March 2024 and included in the Board of Directors Annual Meeting Materials dated March 28, 2024 at slides 5-10. A brief Q&A followed.

Committee Reports:

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

Jason Matuszak reported on the recent Physician Advisory Committee meeting. Highlights included presentations and discussion of the 1115 Waiver activities, Advance Directives, AI updates and Maternal Health issues in the community.

Dan Porreca gave the Advisory Council report, highlighting the discussions relative to the 1115 Waiver and regional health discussions.

Peter Elkin gave the Research Committee report and led a robust discussion regarding the value of HeL data to researchers, and on the future direction of patient recruitment for clinical trials.

Pastor George Nicholas updated the Board on continuing RHIC work. Highlights included progress on efforts to increase collection of race and location data to help address health equity and health disparity issues, the DashBoard roll-out, and 1115 waiver work, particularly as relates to social determinants of health.

Dan Porreca gave the Operations Committee/Business Update Report (Board of Directors – Annual Meeting – March 28, 2024, included in the Board materials at slides 11-16). He reviewed 2023 highlights and 2024 Business Objectives.

Jen Lane reported on work awarded to HeL by NYeC for development of artificial intelligence outcomes and deliverables to potentially benefit all QEs and Tech BD. (Board of Directors – Annual Meeting – March 28, 2024, included in the Board materials at slides 17-22).

Jackie Welsh gave the SHIN-NY update (Board of Directors – Annual Meeting – March 28, 2024, included in the Board materials at slides 23-27). Highlights included a review of proposed revisions to SHIN-NY regulations and the evolving role of TEFCA and its potential impact on the SHIN-NY (Board of Directors – Annual Meeting – March 28, 2024, included in the Board materials at slides 28-32).

Next Drew McNichol updated on Tech BD and his role as Executive Director of the recently formed New York State not-for-profit corporation. Tech BD is working collaboratively with QEs, including HeL. He highlighted Tech BD work to explore and develop shared services for the SHIN-NY and to support 1115 Waiver work (Board of Directors – Annual Meeting – March 28, 2024, included in the Board materials at slides 33-37).

Lastly, Dan reviewed Slide 38 summarizing the NYeC/DOH funded services, as well as the non-funded work in support of the 1115 Waiver Social Care Network for our region, and the Board discussed alternate source revenue possibilities related to those initiatives.

At 9:32 a.m. the Board Meeting was adjourned. No Executive Session was requested.

Respectfully submitted,

/s/ Herbert J. Glose
Herbert J. Glose, Secretary of the Meeting