

THINC RHIO, Inc.

Taconic Health Information Network and Community

THINC RHIO Meeting of the Board of Directors
February 4, 2009, 6:30pm-8:30pm

Board Members Present: Mike Duffy, Chair
Joseph DeVirgilio, Jr.
Dr. Mark Foster
Dr. Gene Heslin
Dr. Paul Kaye
Arthur Nizza
Robert Savage

Unable to participate: Arthur Levin

Non-Board Members Present:

Susan Stuard, Allison Laquidara, Asha Upadhyay, A. John Blair, III, MD

Meeting materials: 1) Meeting agenda; 2) December 2008 meeting minutes, 3) THINC Financials; 4) THINC Project Update for February 2009; 5) THINC Committees Update February 2009; 6) THINC Conflict of Interest and Confidentiality Policies; 7) Susan Stuard Memo to the Board regarding Changes to the THINC-MedAllies Master Outsourcing Agreement; 8) Amendment to the THINC-MedAllies Outsourcing Agreement, 9) Original Master Outsourcing Agreement, 10) HEAL5: SHIN-NY Scope of Work, 11) HEAL5: CIS Scope of Work

I. PUBLIC SESSION

A) APPROVAL OF DECEMBER 2008 MEETING MINUTES & INTRODUCE NEW BOARD MEMBER JOE DIVIRGILIO

Mike Duffy asked for a motion to approve the minutes of the December 2008 meeting. A motion was made and seconded and the minutes were unanimously approved. Susan Stuard and Mike Duffy welcomed Joe DeVirgilio to the THINC Board of Directors. Susan Stuard introduced Allison Laquidara, THINC Administrator Coordinator, to the Board members.

B) YEAR TO DATE FINANCIALS UPDATE

Ms. Stuard reviewed the Statement of Revenue and Expenses. She noted that the accounts receivable and accounts payable numbers are related to the HEAL1 grant. Mike Duffy asked about the cash flow and payments from NYS on HEAL5. Susan said we are good on cash flow and NYSDOH fully paid on the first quarter voucher for HEAL5. Bob Savage asked if the HEAL funding will be affected by the New York State Budget cuts. Susan said that HEAL is not likely affected since it is covered by the FSHRP (Federal-State Healthcare Reform Partnership) waiver. There could, however, be some future risk with keeping the waiver in place.

Susan Stuard is in the process of looking at auditors for THINC. As suggested by Joe DeVirgilio, Susan will contact some local accounting firms who specialize in not-for-profits.

C) THINC PROJECTS UPDATE

- **HEAL 1**

Susan Stuard informed the Board that many HEAL1 grantees are facing a high level of scrutiny from NYSDOH. THINC is submitting a second response on the quarter eight voucher to NYSDOH with the details on Westchester Healthcare Associates and Hudson River HealthCare. THINC received a stop-the-clock letter on the quarter nine voucher. NYSDOH has requested documentation on every match expenditure as well as installation records. Quarter ten just ended and details will be submitted on the 39 implementations completed. The projection over next two quarters (Q11 & Q12) will be approximately 95 EHR implementations. The delay in payment on the vouchers impacts MedAllies cash flow.

- **NHIN2**

This project has been completed. The requirements from the Office of the National Coordinator for Option Year 1 are being reviewed by NYeC. What this could mean for THINC is not yet determined.

- **CDC HIE – YEAR1**

This project is in the process of being completed by end of February. CDC will be issuing the scope of work for the next phase called Option Year 1 of this project in March 2009. The timeline for Option Year 1 is March 7, 2009 to August 31, 2009.

- **P4P/Medical Home**

NYSDOH has decided not to offer a no-cost extension and will closeout the contract with THINC at its regular end date of February 28, 2009. All six health plans have decided to continue participating in the project with THINC. There will be no data submissions to IPRO as the health plans are not interested in doing this. The end of the grant contract will impact the amount of the incentives given to the physicians participating in this project. The health plans were giving \$1.5M dollars with an equal match from NYSDOH for a total of \$3M of incentives for the project. The physicians are still interested in participating in this project and the health plans might be willing to up their incentive amounts.

Dr. Paul Kaye will be working with the Taconic IPA as a Medical Director for the evaluation component of the medical home project. Dr. Paul Kaye and Dr. John Blair will be on a panel discussion at the Medical Home Summit on March 1st in Philadelphia, Pennsylvania. Dr. Paul Kaye will be representing the National Association of Community Health Centers.

- **HEAL 5 – SHIN-NY and CIS**

The HEAL 5 project is proceeding on target. A draft Security Breach policy will be discussed at the next meeting when the chair of the Privacy Committee, Arthur Levin is present.

THINC has retained an external technical consultant to do a due diligence engagement on the HEAL 5 project requirements. The scope of work for this engagement and the consultant's resume will be sent to Board members in advance of the March meeting. The consultant will call into the March meeting and do a presentation at the May meeting.

At the January THINC Security and Technology Committee meeting both Westchester Medical Center and Orange Regional Medical Center expressed strong interest in participating in this project. THINC has scheduled meetings with the hospital Chief Information Officers to review the scope of the HEAL5 Use Cases, discuss the current health information systems at the hospitals, and get a sense of the hospitals' interest. St. Luke's Hospital has not been responsive

to THINC's outreach. Bob Savage offered to help. Dr. Paul Kaye asked if Catskill Regional hospital been involved to date. Susan Stuard said no.

D) THINC COMMITTEES REPORT

All of THINC's committees have reconvened and are meeting regularly. The minutes are posted on the THINC website. THINC Privacy and Consumer and Quality and Clinical Committees met on January 22, 2009. A motion was made, seconded and approved to add the new committee members mentioned below.

PRIVACY and CONSUMER COMMITTEE

Lucy Pitaro and Dr. Rehan Ahmad have been added as a new member to the Privacy Committee. Sue Wilson resigned from the committee due to personal reasons. The committee reviewed and discussed the first draft of the Security Breach policy. The committee started discussion about the authorization requirements from the NYeC Statewide Collaborative Process.

QUALITY and CLINICAL COMMITTEE

Chyna Wilcoxson replaced Sheila Teasdale from the American Medical Association. Dr. Wendy Geringer resigned from the committee. The committee was informed about the P4P grant status. The health plans will participate on the project because of their interest in the implementation and evaluation of the medical home. The data submission by the health plans, physician recruitment, and evaluation process is underway. TIPA and MedAllies will start the medical home transformation work with MassPro and TransforMed in February.

SECURITY and TECHNOLOGY COMMITTEE

THINC reconvened the Security and Technology Committee in January. This committee consists of Chief Information Officers of hospitals in the Hudson Valley. There was very good participation at this meeting. An update and an overview of THINC and the HEAL projects was given.

E) CONFLICT OF INTEREST and CONFIDENTIALITY POLICY

Susan Stuard noted that these policies are revised drafts for discussion and consideration. These policies should be signed annually by the Board. The "Key Employee" provision was added to the Conflict of Interest policy to cover the executive director's position. Per suggestion by Joe DeVirgilio, Susan Stuard will ask Manatt to modify the key personnel loan section to include appropriate use of a credit card. After the changes are made, Susan Stuard will resend the policy to the Board members. Mike Duffy suggested that we review what is considered conflict of interest in the executive session of the March Board meeting. Art Nizza asked if these policies are up to date with the new 990 form for non-profits, where it is required to note any relationships among board members. Susan Stuard said she will look into this.

F) NEW BUSINESS

There being no new business. A motion was made, seconded and approved to adjourn the public meeting.