

THINC RHIO, Inc.

Taconic Health Information Network and Community

THINC Meeting of the Board of Directors
June 3, 2009, 6:30pm-8:30pm

Board Members Present: Mike Duffy, Chair
Joe DeVirgilio
Dr. Mark Foster
Dr. Paul Kaye
Arthur Levin
Robert Savage

Unable to participate: Dr. Gene Heslin
Arthur Nizza

Non-Board Members Present:

A. John Blair, III, MD; Deborah Bailey Brown, Rim Cothren, Allison Laquidara, Michelle O'Reilly, Susan Stuard, Asha Upadhyay

Meeting materials: 1) Meeting Agenda, 2) May 2009 Meeting Minutes, 3) THINC 2008 Audited Financials, 4) Letter to THINC Board from Auditors, 4) Management Suggestion Letter from Auditors, 5) THINC Technical Assessment- HIE Planned Functionality, 6) THINC Technical Assessment - Technical Management and Development, 7) THINC Project Update Report, 8) THINC Committees Update Report, 9) Presentation by Rim Cothren

I. PUBLIC SESSION

A) Approval of May 6, 2009 Meeting Minutes

Mike Duffy asked for a motion to approve the minutes of the May 2009 meeting. A motion was made and seconded and the minutes were unanimously approved.

B) 2008 Audited Financials

Susan Stuard introduced Deborah Bailey Browne and Michelle O'Reilly from Bailey Browne CPA & Associates to the THINC Board. They reviewed the 2008 audit report with the board. THINC undertook an A-133 audit and received an unqualified opinion. All is good and fairly stated.

Ms. Browne reviewed the statement of financial position. There were no issues. She reviewed the management suggestion letter. Mike Duffy said that THINC management will come back in a few months with comments on the recommended suggestions and this will be discussed further at the next board meeting. A motion was made and seconded to accept the results of the audit. Susan Stuard informed the Board that last year UHY did not do a full entity-wide A-133 audit. There is still an outstanding contract audit that remains on the P4P grant that began in 2007. She informed the Board that a contract audit will have to be performed. NYSDOH told Michelle O'Reilly that the existing 2007 audit did not cover the contract. She said that an entity wide yellow book audit would be much easier and less work than a contract yellow book audit. Deborah Bailey Brown called the previous auditor from UHY and did not get any negative comments. Susan Stuard will inform the Board via

email about the bid that will be sent from Deborah Bailey Browne to complete the 2007 audit as requested by NYSDOH. Susan Stuard asked Dr. Paul Kaye to sign the Management acceptance letter as the treasurer for THINC.

C) THINC Project Update

Susan Stuard informed the Board that the THINC Project update report was in the Board packet sent out prior to the meeting. Due to the other items in the agenda that need more time for discussion, she did not go into the details of this report. The Project update report had details about the HEAL 1, CDC, P4P, and HEAL 5 projects.

D) THINC Committee Update

Susan Stuard informed the Board that the THINC Committee update report was in their handout package. Due to the other items in the agenda that will need more time for discussion, she did not go into the details of this report.

E) New Business

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