

# Board Meeting

# 6/23/2021

## MINUTES

6:00 PM

HEALTHCONNECTIONS

MEETING CALLED BY	Dave Page			
TYPE OF MEETING	Board Meeting – held via ZOOM meeting			
NOTE TAKER	Karen Romano			
ATTENDEES	Marisa Barbieri	P	Seth Kronenberg	X
	Rebecca Bubel	X	Jackie Leaf	X
	Rajesh Davé	X	Orrin MacMurray	P
	Ronald Fish	P	Joseph Maldonado	X
	Indu Gupta	X	Mark Muthumbi	X
	Robert Hack	X	David Page	X
	Pat Hale	X	Martin Stallone	A
	Paul Kaye	X	Robert Weisenthal	X
	Paul Kronenberg	X	Bruce Wood	X
	Guests: Emilia Borelli, Christina Carroll, Rachel Kramer, Don Lee, Liana Prosonic, Shannon Nelson (Dermody, Burke & Brown)			
X = Attended P = Phone E = Excused A = Absent				

### OPENING REMARKS

DAVE PAGE

- Meeting was called to order at 6:02pm
- Dave indicated that there was a full agenda and turned the meeting over to Rob
- Rob stated that the first order of business was to approve the previous meeting's minutes. Bob motioned to approve and Pat seconded; all in favor.
- Rob welcomed Mark Muthumbi, Excellus BlueCross BlueShield, as a new board member
- Rob stated that the agenda included an overview of the 2020 Financial Audit, which will require approval along with an approval for the 990. In addition, presentations on 2021 SHIN-NY policy changes and Strategies for Research will be shared.

### 2020 FINANCIAL AUDIT

SHANNON NELSON (DB&B)

- Shannon reiterated that the 990 and CHAR needs BoD approval prior to filing. She noted that the package includes the Financial Statement, Highlights (which has more detail and was presented to the Finance Committee, and Communications Letter. She expressed that overall the audit went well and that the team was equipped to handle the audit remotely. Shannon also said that the transition from Barb to Liana was seamless. There were no audit entries, which was great news and tells us that the information provided to the BoD every month is accurate. She then presented an overview of the audit:
  - Financial Statement
    - She referred the BoD to the Auditor's report (after the table of contents) and stated that there was an Unmodified Opinion, which is the highest level of assurance.
    - A single audit was performed due the level of funding received from the federal government.
    - Statement of Financial Position
      - Total assets increased by \$1.9M (in cash and cash equivalents)
      - The bulk of increases were due to operating activities
      - Refundable Advances - received for SHIN-NY grant and Mother Cabrini grant
      - PPP – there is a specific footnote related to this
    - A question was raised about why monies remain in cash. Rob responded that we are working with the Finance Committee to gather information on moving cash into investments. Liana added that we need some cash to remain liquid due to timing of receiving funding from grants and that a large portion of cash is in interest-bearing accounts. Rob mentioned that VOYA, M&T, and The

Community Foundation were options being researched as these are not high risk and not locked into for long periods of time. Several suggestions were made: check if there are limitations on withdrawal from The Community Foundation and to also look into Vanguard. The Finance Committee will bring investment proposals to the BoD. Rob reminded the BoD that we will need to look at our technology investment in 2022-2023 as we will need to upgrade the HIE infrastructure and to be prepared for any cuts to funding.

- Is there a days cash on hand ratio that is too high for a non-profit? Shannon replied "no".
  - Statement of Activities
    - Revenue is down due to grants ending
    - Contribution line is new – this is revenue recognized from Mother Cabrini grant and will extend into 2021
    - Expenses were less to grants ending
    - The merger added to net assets in 2019
  - Statement of Functional Expense – outlines the Program of Services and Managing Expenses
  - Statement of Cash Flow – outlines the sources and uses of cash during the year, which were primarily related to operating activities, along with some minor purchases of equipment in investing activities.
  - Notes to Financial Statements – most have stayed the same from the previous year
    - PPP – this discloses that the organization is treating this as a refundable advance and once forgiven, will be treated as income; any unforgiven amount will have interest. Liana reported that HeC's application was approved by the SBA and will be recorded as contribution revenue in 2021. The PPP footnote disclosure as presented in the drafts will be updated to include SBA approval information prior to final issuance of the financial statements, but this change will not affect the 990. (This modification will need to be included in the BoD motion to approve the audited financial statements.)
    - There is a disclosure that the organization received grants funded by the federal government through SHIN-NY, which is comprise of state and federal funds and that NYeC provided the percentage splits.
  - Summary of Audit results was that there were no material weaknesses or deficiencies and Dermody, Burke, & Brown provided an unmodified opinion.
  - Shannon noted that Barb and Liana did a great job and were very responsive in completing the audit.
- Bob motioned to approve the audited financials with the footnote modification for PPP; Mac seconded the motion; all in favor.
- Paul Kaye motioned to approve the 990; Bruce seconded the motion; all in favor.

## FINANCIALS

LIANA

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- May Financials
    - Liana reported that there is a healthy cash balance, with future vision for some of the cash to be moved into investments.
    - Liana continued with the May Financials:
      - A/R decreased
      - A/P decreased
      - Monthly net income was ~\$116K; this was favorable due to salary and fringe and was a budget variance due to staff leaving; however, staff positions are being filled.
      - Revenue is based on timing and workplans have not been fully defined by the state; most monies based on deliverables will occur later in 2021 and into 2022.
      - Cash on hand is ~428 days.
    - HeC just received the SHIN-NY contract as anticipated.
    - A question was asked regarding headcount: HeC has had some change in personnel with attrition. Headcount numbers have changed from pre- to post-merger. After merger, headcount was at 80 and then reduced to 50. Right now, we are around 47 and expect to settle in from 52-55. We are working with a recruiter to fill headcount.
    - Mark motioned to approve the financials; Jackie seconded; all in favor

## PRESENTATIONS

KAREN, RACHEL, AND DON

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- Karen presented the 2021 SHIN-NY policy changes on the following:
    - Payers are allowed to received patient data without consent for the purposes of HEDIS and QARR quality measure reporting
    - Telehealth and verbal consent added to the policy

- Access to data have been expanded for:
  - Death investigation – to allow staff members under the direction of a licensed practitioner to access patient records
  - EMT – removed the “Advanced” certification requirement for an EMT to access patient records
- Work in progress on changing NY from an “Opt In” to an “Opt Out” state
- Rachel and Don presented work on use of HIE data for Research
  - Use of HIE data is allowable for specific purposes:
    - Public Health research
    - Research involving de-identified data
    - Research involving a limited data set
    - Use of PHI for research recruitment
    - Retrospective research
    - Level 2 Consent
  - HeC needs to develop our own policy, committees, types of requests to respond to, business model, how to prioritize, and general procedures to manage requests.
  - Rachel provided some examples of what other QEs may be doing based on their websites.
- Some topics were raised during discussion:
  - Hire researchers as a revenue stream to do research and as an investment opportunity.
  - How to marry external research data back into the HIE.
  - Define HeC policy within the SHIN-NY policy with BoD input.
  - Is there potential use of Google or Apple for collaboration – there is still information gathering on what others are doing. Use of the data for Public Health is acceptable; other business uses need to be governed and this needs more investigation.
  - HeC is also working on an initiative for the CDC using a sandbox concept of the HIE data.

#### OTHER BUSINESS

ROB

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- SHIN-NY contract received.
  - Hiring is in process.
  - NYeC/SHIN-NY – still trying to determine what 2022 will look like.
  - Customers are becoming active again; opening up for face-to-face visits.
  - HeC is not requiring employees to get immunizations.

Paul Kronenberg motioned to adjourn the meeting; Ron seconded.

Meeting adjourned at 7:34pm