



2011 WISHIN ANNUAL MEETING  
Monday, January 31, 2011  
Wisconsin Medical Society, Madison  
Susan Turney, M.D., Chair, Presiding

12 MEMBERS PRESENT

Susan Turney, M.D.  
Chris Queram  
Julie Bartels  
Steve Brenton  
Henry Anderson, M.D.  
Patti Brennan  
Jane Cooper  
Brett Davis  
Dianne Kiehl  
Ken Letkeman  
Chuck Nason  
Craig Samitt, M.D.

2 MEMBERS ABSENT

John Foley  
Sheila Jenkins

CALL TO ORDER

Chair Susan Turney, M.D., called the meeting to order at 10:35 a.m.

INTRODUCTION OF BOARD MEMBERS

Dr. Turney welcomed the Board members, and the members in attendance introduced themselves.

OVERVIEW OF WISHIN AND WIRED FOR HEALTH PROJECT

Mr. Kachelski gave an overview of the WIRED for Health project and WISHIN. WISHIN is a not-for-profit corporation, and was founded by four organizations -- Wisconsin Collaborative for Healthcare Quality, Wisconsin Health Information Organization, Wisconsin Medical Society, and Wisconsin Hospital Association.

4 GUESTS PRESENT

Jon Nordenberg (Boardman Law Firm)  
Greg Simmons (MetaStar)  
Kim Pemble (WHIE)  
Denise Webb (DHS)

2 STAFF PRESENT

Joe Kachelski  
Kim Drone

WISHIN's purpose is to facilitate meaningful use of electronic health care records, improve population health, and facilitate reporting of health care performance.

A grant of \$9.4 million was provided to the state of Wisconsin to create a system of statewide health information exchange. The WIRED for Health Board issued a request for applications to serve as the state-designated entity (SDE). After receiving WISHIN's application in August, the WIRED Board endorsed WISHIN as the SDE. In November, a deficiency letter was received from ONC. ONC later approved a revised strategic and operational plan. DHS and WISHIN executed a contract for WISHIN to become the SDE on December 30, 2010 and receive approximately \$8 million of the remaining grant funds.

Mr. Kachelski briefly outlined WISHIN's responsibilities under the contract, and recommended that Board members read a white paper, Thompson Reuters' *Statewide Health Information Exchange: Best Practice Insights from the Field* for additional background on the challenges that lie ahead.

#### RATIFICATION OF BYLAWS

Mr. Kachelski presented the bylaws for ratification. The bylaws state there will be 15 Board members – four Members (founders) of the corporation, eight elected members, and three statutory members.

Mr. Kachelski and Mr. Nordenberg noted that "Members" of the Corporation are the founding organizations, a subset of "members" of the Board. In the bylaws, the founding Members reserved certain powers to themselves, including the exclusive right to change bylaws relating to Members of the Corporation.

**It was moved and seconded to approve the bylaws. Motion carried, 11 yeas, 1 nay.**

#### ESTABLISHMENT OF COMMITTEES

Mr. Kachelski presented the Board and advisory committees to be established. Mr. Kachelski recommended the creation of three advisory committees: Policy, Technical, and Communications. These committees will continue the functions of their WIRED Board predecessors. Board representation on each committee was proposed, and each Board member was appointed to at least one committee. Additional non-Board members will be recommended to fill positions on advisory committees.

**It was moved and seconded to approve the proposed committees. Motion carried unanimously.**

## ADMINISTRATIVE SERVICES AGREEMENT

An agreement has been proposed for WISHIN to occupy approximately 900 square feet at the Wisconsin Hospital Association, which includes space for around five employees and meeting space. Utility costs are based on the square footage. Total rent will be approximately \$1,600 monthly. Administrative services costing approximately \$3,200 monthly will also be contracted through WHA. These services include information technology, reception, graphic design, human resources, payroll and accounting.

Ms. Brennan raised a concern about WISHIN's location giving WHA undue influence over WISHIN's operations. Mr. Brenton stated that it would be incorrect to imply that there is a unique "hospital" position on matters involving HIE. He said hospitals are commonly part of larger health care systems, which include physician practices and in some cases even health plans.

Ms. Brennan asked that WISHIN develop a conflict of interest policy to address the potential perception of a conflict between WHA and WISHIN.

**It was moved and seconded to approve the lease/administrative services agreement with further information regarding confidentiality agreement. Motion carried unanimously.**

## TECHNICAL MANAGEMENT CONTRACT

Mr. Kachelski presented a contract to the Board to approve WHIE/NIMI serving as the technical manager for WISHIN. Mr. Kachelski said WHIE will take on a technical management role to oversee the development and implementation of WISHIN's Phase 1 technical operations (creation of a Health Information Service Provider and providing technical assistance) and procure Phase 2 (robust bi-directional exchange) services for implementation in 2012.

Mr. Kachelski said WISHIN would retain ownership of anything developed by WHIE and paid for by WISHIN.

**It was moved and seconded to approve the technical management contract. Motion carried unanimously.**

## ADJOURN

The meeting adjourned at 12:06 p.m.

## FUTURE BUSINESS

Advisory committees need to be formalized.