HL7 Board of Directors Meeting
Monday, April 9, 2018
Noon ET

Board Member Participants: Calvin Beebe; Pat Van Dyke; Russ Leftwich, MD; Hans Buitendijk; Jennifer Covich Bordenick; Austin Kreisler; Frank Oemig, PhD; Nancy Orvis; Line Saele; Mary Ann Slack; Walter Suarez, MD; Andrew Truscott; Ed Hammond, PhD (chair emeritus)

HL7 Staff Member Participants: Charles Jaffe, MD, PhD; Wayne Kubick; Mark McDougall; Karen Van Hentenryck

Regrets: Melva Peters, Dave Shaver

Agenda

1. **Welcome, establish quorum and agenda review –** Beebe called the meeting to order at 12:04 pm ET. The agenda was review. No additional agenda items were suggested.

2. **Approval of the consent agenda –** Beebe (2 minutes)
    a) Minutes from the March 19 Board call (Reference: BoDMinutes20180319.docx)
    b) CEO report (Reference: CEO Report to the Board of Directors.26Mar18.docx)
    c) CTO report (Reference: CTOReport_B20180326.docx)
    d) Approval of SOU with Web3D Consortium (Reference: Web3D Consortium_HL7 SOU Template 20180227_avh.docx)
    e) **MOTION** by the EC: That the Board approve modifying the DevDays budget to include an additional $40k in expenses for the Tuesday evening dinner buffet dinner for the hackathon (Reference: DevDays 2018 budget at Boston State Room updated March 26 2018.xlsx)

    MOTION by the EC: To approve the consent agenda. The motion carried unanimously.

3. **Chair's report** – Beebe reported that we are in the process of submitting our annual tax returns and the audit report. These documents should be reviewed first by the Finance Committee and then approved by the Board. Because of timing, having them approved by the Finance Committee and brought back to the Board at its next meeting will put us very close to the deadline. Also, in the past, the EC has approved these items as opposed to the full Board. Beebe would entertain a motion that would allow the Executive Committee rather than the full Board to approve them **MOTION** by Kreisler: To delegate approval of the annual tax return and audit documents to the EC. Seconded by Suarez. The motion carried unanimously.

4. **Update on Roadmap/tooling plan –** Kubick reported that the Tooling Plan goal has two deliverables, one in June and the other in October. The Roadmap is in draft form and posted to Confluence. He plans to present an update to the Board at the Cologne meeting.

5. **Preponderance of influence –** Kubick mentioned briefly in New Orleans a preponderance of influence challenge within HL7. Key volunteers wear multiple hats and have multiple roles and sometimes their influence has been exerted more than we would like. There have been a few complaints about this. We need to create more awareness of the issue within the organization. Many times, these are the people who get things done so you don't want them to stop working on HL7. Kubick and Grieve have put together a scoring system for leadership roles that they will share with the Executive Committee on their next call. They found a half dozen people who perhaps do or could assert more influence than some are comfortable with. They would like to present a brief policy statement that will be reviewed by the Board and then communicated to the co-chairs to build awareness within the community. Several questions were raised by Board members on the call regarding whether this is the same as conflict of interest and/or as preponderance found in the Decision Making Practices, but within the work Group. The issue is different. This concern is holding multiple positions across the organization (e.g., one member co-chairing six WGs). The scoring system will help us see when people show up in multiple leadership roles. This may not be sufficient though. We need to be aware that some individuals such as Austin would have a high score because he needs to be involved at several levels given his role as TSC chair. This would not be true for others. In other words, we need to look for structural connectivity between the roles. The Leadership Development and Nomination Committee should help mitigate this issue help recruit qualified individuals who aren't already serving in multiple areas in the organization. The question was raised as to whether there is a perception of preponderance of influence or whether it is actually an issue? Kubick responded that it is a bit of both. Suarez suggested we determine the extent to which this is a problem and then act accordingly. If this is true of 2-3 people our actions should be different than if this is true of 15 people. He also feels it is appropriate to provide training to our leadership on these issues. Create a simple document that can be used as a training document and use it annually to remind people about the issue.

6. **HL7 Leadership Development and Nomination Committee (LDNC)** – Van Dyke reported that the LDNC is working on the upcoming nomination/election period. She reviewed the positions that are up for election this year and whether those who currently serve in those positions are eligible to be re-elected. Positions up for this year are: Chair elect, secretary, two directors and one affiliate director. She reviewed the profile of the current board. The first row is the list of skills/expertise that the Board felt were important last year. Van Dyke asked if the skills/expertise are still valuable. Hammond and Truscott both noted that we need people who have influence beyond HL7 and their own organization. According to the profile, we have a distinct lack of skills in Sales/marketing and Fundraising areas. Those on the call felt all the skills/expertise areas were still valid and that we should add the influence criteria suggested by Hammond and Truscott. Engaging the CIO community was noted as being important. Van Dyke would like to distribute a survey to collect additional information.

7. **New business –** Beebe reminded Board members to send along agenda items for the Board retreat.

The meeting adjourned at 12:50 pm ET.

Proposed schedule of upcoming Board calls:
- Tuesday, May 15 at 12:30 pm, Cologne, Germany

- Monday, June 4 at Noon ET
- July 25 – 26 – HL7 Retreat, Cheyenne Mountain Resort, Colorado Springs
- Monday, September 10 at Noon ET
- Tuesday, October 2 at 12:30, Baltimore, MD
- Monday, November 5 at Noon ET
- Monday, December 3 at Noon ET