

Resolution Number 2011-03

Resolution Creating Board Committees  
of the Illinois Health Information Exchange Authority

BE IT RESOLVED BY THE ILLINOIS HEALTH INFORMATION EXCHANGE  
AUTHORITY, AS FOLLOWS:

Section 1. Authority. This resolution is adopted pursuant to Section 15(e) of the Illinois Health Information Exchange and Technology Act, 20 Illinois Compiled Statutes 3860/1 et seq. (the "Act").

Section 2. Creation of Governance & Nominating Committee. A Governance & Nominating Committee of the Board is hereby created to make recommendations to the Board with respect to the following matters.

The Governance and Nominating Committee shall serve in an advisory capacity to the Board on the governance and leadership structures and conduct of the Board. The Committee's role is to determine the slate of nominees for election by the Board to the Authority's Advisory Committee, to identify and recommend candidates to fill vacancies in Board Offices and Committees, to review, evaluate and recommend changes to the Authority's governance framework, structures and procedures, including its Bylaws, and to review the Authority's policies and programs that relate to stakeholder involvement in the operations of the Authority. The Committee's actions and recommendations shall be consistent with and subject to the requirements of the Illinois Health Information Exchange and Technology Act. The membership of the Committee consists of at least three directors. The Board appoints the members of the Committee and may remove any member from the Committee at any time with or without cause.

Section 3. Creation of Budget & Finance Committee. A Budget & Finance Committee of the Board is hereby created to make recommendations to the Board with respect to the following matters.

The Budget and Finance Committee oversees the fiscal health of the Authority. The Committee reviews the periodic reports of the Authority's Treasurer regarding balance sheets, income and expense items, reviews the draft budget and makes recommendations to the Board for approval. The membership of the Committee consists of at least three directors. The Board appoints the members of the Committee and may remove any member from the Committee at any time with or without cause.

Section 4. Composition of Governance & Nominating Committee. The following Directors shall serve as members of the Governance & Nominating Committee: Dr. Bechara Choucair, Mr. David Holland, Dr. William Kobler, Dr. Nancy Newby, Dr. Nicholas Panomitros, Dr. Cheryl Whitaker, and the Director (Dr. Damon Arnold) or his designee of the Illinois Department of Public Health.

Section 5. Composition of Budget & Finance Committee. The following Directors shall serve as members of the Budget & Finance Committee: Mr. Mark Neaman, Dr. Bruce Wellman, Dr. Cheryl Whitaker and the Director (Julie Hamos) or her designee of the Illinois Department of Healthcare and Family Services.

Section 6. Enactment. This resolution shall take effect immediately. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

Adopted this 27th day of April, 2011, by a majority vote of the appointed members as follows:

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| Ayes:      | 8 |
| Nays:      | 0 |
| Abstain:   | 0 |
| Absent:    | 0 |
| Vacancies: | 1 |

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Mark A. Chudzinski  
Acting Secretary