



Chairman: Frank J. Vala

Members: Ed Bedore, Bill Black, Larry Ivory, Ricardo Morales

### **Minutes – May 29, 2018**

Present in Springfield: Frank Vala  
Bill Black  
Ed Bedore  
Larry Ivory

Via Telephone: Rick Morales

Chairman Vala called the May meeting of the Procurement Policy Board to order.

Member Bedore made a motion to allow Member Morales to participate by via telephone. Member Black seconded the motion all members voting “aye” and the motion carries. Chairman Vala made a motion to accept the April meeting minutes as presented. Member Black seconded the motion all members voting “aye” and the motion carries.

Next on the agenda is rules review. The Executive Ethics Commission has some rules in front of JCAR they have one rule that is going to affect Procurement very limited acceptance that also requires several oversights from the Commission. Steve Rotello, General Counsel with the Executive Ethics Commission says just to be clear the Commission is not allowing this. The change that allowed this is Public Act 100-43 its already been allowed by the General Assembly. The CPO has been empowered to make a request that this kind of expectation be granted, but before he does that he has to go through the Ethics Commission. This rule before you is simply procedure. Member Black says were simply complying with Statue? Mr. Rotello says correct the Commission is giving rule making authority to implement this specific provision, and that’s what we’re doing by setting up a procedure by which to follow in implementing this procedure. If you look at the first paragraph of the Rule the part that’s in italics that’s a direct quote from the Statue. Member Bedore says so you don’t need our approval then, is that what you’re saying? Mr. Rotello states we would like your approval. There is a question whether or not the actual approval part of it PPB Authority is extends to rules of the Commission as suppose to the CPO Officers, but a JCAR staffer raised it and you have general authority to look at all Procurement Rules, although approval is not always required. But we thought it best to go ahead and give you an opportunity to review it, and see if you had comments any adjustments you thought we might need to make. Member Bedore makes a motion accept this no objection, Member Black second the motion, with all parties voting “aye” motion carries.

Next on the agenda is rules. CMS is presenting new rules for the Business Enterprise Program. Business owned controlled by Minorities, Females, and persons with Disabilities and these rules provide some clarification procedures on contracting with Sheltered Markets, and also rules regarding how the agency will handle any evidence of discrimination against the Sheltered

Markets. Chairman Vala asks where are veterans, that are marked on the first page? Controlled by Minorities, Females, and Disabilities. My understanding the Government has included veterans disabled or not to give them the opportunity to be on this program. Director von Behren says it veterans are covered under another section, I believe. Chairman Vala says can we amend it? Director VonBehren says if you want to we can go back and ask them to look at Veterans. Member Bedore makes a motion to delay any action on this till the next meeting. Member Black second the motion with all Members voting "aye" motion carries.

Next on the agenda is Potential Conflict of Interest Public Hearing. Director von Behren states that we need to adopt the hearing procedures. Chairman Vala asks do each of you Board Members have the packet with outline procedures on how we handle hearings, in's and out's time limits, it's been drafted by our legal counsel, and has been approved by our Executive Director do we have any questions? Member Bedore say for clarification if a Member has a Personal or private interest in the matter such as the Member cannot render impair or impartial decisions who's going to judge that? Jeff Jurgens says it more of a subjective measure, if the Member feels like if they have a personal or private interest. It's not necessarily financial they would take it upon themselves to recuse themselves. Chairman Vala ask wonder if that Member felt that their personal relationship didn't affect their decision, and another Board Member, or an outside agent said that the member violated the procedure? Jeff Jurgens says again it's a subjective measure that really comes down to is if you can display a particularity, and if you have that personal or private interest though that's not financial, but you still have a different type of interest, it's something that would be disclosed. Member Bedore asks what if I know of someone that has something that is coming to us, and this relationship goes back 20, 30 years. I think even though someone from that firm may present something. I honestly think I could give an impartial contrary to what the U of I might think.

Jeff Jurgens if you have a personal friendship with the party before the hearing that might be yes. Member Bedore says but I have no interest any way involved with the matter before? Jeff Jurgens says then it would not be a conflict. Mr. Jurgens says I know you originally said you had a friendship, with one of the attorneys. I think in technical decisions situations that would be up to you to decide whether or not it's going to be a conflict in the situation on you hearing the case. Mr. Jurgens says its different if you had a friendship with the actual parties to the case. I think that's a lot clearer. Chairman Vala states that he agrees with Member Bedore this Board probably has a 150 year of personal relationships with people who would you not know in this town, it's a unique example of everybody knows everybody. I would have a hard time with the personal part myself. Member Black says he know lots of people from Springfield, from the U of I and I know one of the attorneys present today going back 20,30 years. I don't have any conflict of interest. Member Ivory says I'm in concurrence with the rest of them members, I think it can be used to much in such a way that we can all recuse ourselves in any number of things that wouldn't have any finical interest because we know someone. Jeff Jurgens says I think you can keep this in here and say that you're in compliance if theirs is no financial interest in this matter, and that's the primary thing, and if you have no personal interest in the matter such that as you can render a fair decision even if you had an interest then you're okay under this link. So, explaining this to the public is part of the process. Because early on you disclosed you had a conflict, but I don't know if it was a true conflict. So, if you want to keep this language in here, and if you don't believe you have a conflict then you don't have to disclose that in here and then we continue own.

Chairman Vala says this something that would come back and haunt us not necessarily this Board but some Board. Chairman Vala makes a motion to striking sub section M all of item 2 with Member Black seconding the motion. All parties voting “aye” motion carries.

Director von Behren says to start the presentation were going to start with the Plaintiff. Mr. Jurgens says anyone speaking for the Board today needs to be sworn in just to make sure there to the truth for the Board today. Ms. Mara Georges represents Cerner Corporation. Ms. Georges says as I appeared in front of you before. I however would like you to keep in mind my prior testimony, as well as the prior evidence I’ve submitted to you. It remains clear in this case that Impact Advisors played both sides of the procurement process. Impact Advisors was involved in the drafting of UIC RFP KRS116 the RFP. How do we know that? Through the FOIA process we have obtained a number of emails as well as 10’s of presentations prepared by Impact Advisors those emails demonstrate that Impact Advisors was involved in updating, and reviewing RFP content, RFP development, evaluation process, selection committee, and also did a demonstration for UIC. We also obtained a Power Point presentation prepared by Impact Advisors dated February 17<sup>th</sup>, 2017. That Power Point presentation sets forth that Impact Advisors was involved in the review, and validation of the selection process approach, and scope, and was in involved in validating and weighing vendor decisions criteria, and providing input on selection committee. At the same time Impact Advisors submitted a response to the RFI issued by UIC after the award was made to Ethnic. We know that because we obtained the first page of that RFI where Impact Advisors submitted a response to the RFI for a successful Epic Enterprise System Implementation. So, in other words Impact Advisors was involved at the front end of the process developing the RFP and stood to gain financially at the back end of the process, if it gets selected for implementation of the Epic system. This presents a clear conflict of interest one that this Board should not sanction and which I believed that caused this Board at its last meeting to suggest that a potential conflict of interest existed with Impact Advisors, and that further investigation and review of that potential conflict that was needed. Nothing has been presented to you that should change that mind. I have seen the responses submitted by the attorneys for Impact Advisors and Epic and that there is nothing that responses to this allegation. Sure, Impact Advisors says, “well if you don’t allow companies like Impact Advisors to participate at both ends of the process no one would give advisory services”. But that is not a good enough reason, you cannot participate at both ends of the process. You cannot allow a company who allows a RFP to benefit financially from the awarded under that RFP. What also remains clear that if Cerner had been the awarded under this RFP the RFI would not be necessary, and the taxpayers of the State of Illinois would have saved money. How do we know if that RFI would not be necessary, because we have submitted the affidavit of from Cerner Incorporation who tells you under oath, that all of the services contemplated under the oath that all the services contemplated under the RFI were part of Cerner’s bid. Cerner’s all-in price is in response to the RFP contained those services that UIC sought to obtain through the RFI. Because Cerner was not selected UIC will have to spend more money, and the taxpayers of the State of Illinois will lose. As a result of these of these two points I respectfully request that you recommend that the award to Epic be voided under UIC RFP KRS116 and the matter referred to the Inspector General for further investigation thank you.

John Stevens says he’s here on behave of Epic Corporation. Epic was the company selected by award for UIC for the project. It was a very complex project, complex selection process, and I

going to try to simplify it today. Epic submitted a proposal that reached the minimum threshold score to advance in the RFP process. Cerner did not. Our written submission to the Board sets forth the facts surrounding the business procurement, and it does demonstrate that the University was in compliance with the Procurement Code when it selected Epic. I just want to focus on a couple points, the counsel for the losing bidder who's appeared now three times before this body, has been making vague but sweeping allegations of conflict of interest both on the part of the University by their consultant Impact Advisors, and by implementation my client Epic. We received notification of a potential conflict of interest from this Board. I've heard from the beginning "what is a Conflict of Interest"? The Illinois Procurement Code defines what a conflict of interest is sub section B of section 50-35 defines the conflicts that are triggering this hearing. Those conflicts are triggered through disclosers such things as current State employment. Say a Vendor has a State job that allows them to avoid the contract that would need to be disclosed as a conflict of interest. If the Vendor held a Public Office, that would need to be disclosed. The disclosers include ownerships, State employment, elective status, and contractors holding Public Office. We have not heard of anything from Cerner alleging a violation of a conflict of interest provisions set forth in the Procurement Code. No one has come forward and said Impact Advisors you didn't disclosed your current State employment. It's not an issue. Impact Advisors made their disclosers they made their disclosers in 2014 to do some work for the University. They have been helping the University plan for this major transformational project for many years now and yes, they put together a RFP that the University needed technical expertise. This is a major project. Cerner is not an incumbent bidder on this contract. Neither is Epic. Both Epic and Cerner have worked with the University. But what we're looking at this project is a major transformer of initiative, that has everybody scabbling how to do it. We have heard allegations about there is a conflict of interest, there isn't because we define conflict of interest as the Code does. We also heard allegations that Cerner's bid is \$70 million dollars cheaper than the Epic bid. The CPO has looked at this, the Protest Office has looked at this, and there is no truth behind what was being said, with regard to pricing. This isn't the first time Cerner has raised these questions, these claims have been raised at a different form through the CPO Officer. The CPO took this Procurement apart piece by piece at looked at this. There was a pre- bid meeting where Cerner participated, Impact Advisors participated and everyone knew that Impact Advisors was working with the University because they were there at the meeting together no one complained. After the pre- bid meeting the specifications are out there it's a 10-day waiting period in the Procurement Code, when you have bad specifications were any party can go check. Cerner only felt the process was unfair after their proposal was named deficient, and they were not selected for an award. Now instead of perusing appeals to the courts, as most appeals of most CPO decision, we throw a hail mary to this Board throwing things against the wall to see what will stick. The fact on two previous occasions, and again today we heard that Cerner bid was all in with implementation, Epic bid was not. I'm going to prove that was wrong in three ways. But I going to give you a hand out, and what we have is the actual pricing bids that were submitted to the Procurement Policy Board. I have tab the page that is Cerner pricing. Ms. Georges says that she would like to the record to reflect that I've submitted FOIA request to the UIC for these documents, and was denied those documents. So, I've never seen these documents before. Mr. Stevens says so we have Cerner's pricing and on the tab's page they had included a pricing number for implementation price, it's under start up port on page 4 of 6 sub section F implementation price \$9.5 million dollars. The Epic best and final offer, the pricing is the same has identified on this page. I would point out under sub section F implementation price Epic had

included a figure of \$13.9 million dollars so when we hear Cerner's representative tell us that Cerner's bid included implementation Epic did not, she missed an important point our bid was all it included implementation. Now on these same sheets I've given you Epic pricing you will see every bid was filled out with entries and all 9 pricing deals, Cerner's pricing bid required entries in 9 fields however Cerner left unexplained blank spaces in 6 of 9 spaces. The University Protest Review Office "We were unable to verify the Cerner's offer contains an all-in price" on the other hand Epic bid was completely fill out with all entries and all pricing fields.

I have another hand out. The RFI would have been unnecessary had Cerner been selected as opposed to Ethic. What we have is copies of Cerner's own submission to the University. Ms. Georges objects again these are documents that I didn't obtain from UIC under the freedom of information act I was denied access to any of these documents. Mr. Stevens states that these documents were submitted by her client to the University I think she knows what should be in them. Ms. Georges says the point is you have them, and I was not able to obtain your documents I'm not suggesting that I have not seen Cerner's but I've not seen Ethic bid. I submitted a freedom of information act request to UIC for Ethnic bid as well as all scripts bid. That freedom of information act was denied. Mr. Jurgens states to go and present the information, and the Board can take note that these had previously been requested, and then were denied that would be an issue under the jurisdiction of the Public Access Counselor. Mr. Stevens say the important pages here project team roles and responsibilities. This outlines Cerner's expectations for their Project Leadership Team on page 1 of 9 but beginning on page 2 of 9 Client Project Team roles and responsibilities the remaining pages outline various roles that the University will be required to fulfil. So, when Cerner's says their bid was all in including implementation it didn't include the University positions the Client Project Teams roles and responsibilities that was to be filled out the follow on RFI for implementation services. We get to the point where looking at the RFI and it says" how will Impact Advisors implement Epic solution "and somehow had been spun into Impact Advisors had favorite Epic solutions. What happen was the RFI was released after the award had been made. So, of course the RFI would have been targeted to implement the Epic solution, because there the only solution the University had selected, and the other vendor had already been determined not qualified to perform the work. So, no one would issue a RFI for implementation but Cerner's solution at point they filled to meet the minimum requirements to advance in the bid.

We finally get to the final pricing and it's a lot of he said she said we heard that our cost is \$70 million more than Cerner's. That is not true. I have another hand out this would be the Cerner all-in price verses the Ethic all in price. When you get to the bottom University cost added to Cerner cost brings you to a total of \$154,263,928 a comparable figure for Ethic \$151,133,679 there is not \$70 million dollars difference, in fact by the way the University calculated it the Epic price is slightly less, \$3 million dollars less.

But were here to address claims that we somehow didn't fulfil the obligations of the RFP that we are somehow tainted in award by a conflict of interest. I'm here to say under no circumstances no analysis is there any conflict of interest there is no basis to claim that Cerner's bid would have been cheaper had they met the technical requirements and it would be improper to go any further. The Cerner bid when you look at the University staffing requirements that weighted to 77 ½ full time equivalent positions 42 during maintenance phase that roughly comes out to

implementation cost at anticipated in Impact Advisors 2016 report. To close there is nothing in the University utilizing the assistance of Impact Advisors in help finding the scope of the initiative, there is nothing wrong with them hiring assistance and preparing a RFP they didn't participate in scoring, or evaluating that evaluation was done by 17 members of the University of Illinois staff professionals we heard from the University how that process went. Cerner's claim was speculation basis on false premises. The speculation is the Impact Advisors stands to make more money if Ethic is selected that's not true. There are no factual insertions anywhere to support that Impact Advisors makes more money with Ethic as supposed to Cerner. None of the documents we seen none of the analysis we seen varies that out the University had been crystal clear that they had been seeking limitation assistance whether the award we to Cerner or Ethic or anyone else.

Mr. Jurgens says that were over the time limit but if the Board decides to extend with have to do it for the other parties. Member Ivory suggests we need to hear the comments.

Ed Gower, I represent Impact Advisors with me today is the CEO of Impact Advisors Pete Smith and on my left, is Mr. Newman he is the Vice President Head Supervisor responsibility for Impact Advisors for the University of Chicago. He has no Conflict with any Board Members. Impact Advisors is a Health Care Consultant Firm they specialize in advice to academic in large Health Care Organizations. Impact Advisors came in and did an overall needs assessment for the existing systems what was needed to happen to have a single intergraded system, that would advance and improve Health Care at UIC. We did a high-level budget analysis that is subject to prior testimony in this case. Impact Advisors implemented a single integrated software system somewhere in the neighborhood of \$135 to \$165 million dollars. It's an estimate based upon Impact Advisors experience elsewhere would be driven among other by how much help the University needed for that system if at all.

The second set of services Impact Advisors provide we provided the work we did consisted primarily providing a contract that is a standard template that is used by Impact Advisors for other institutions as well, that is design, and secure, answers questions and information concerning technical functional performance of the Vendors System. We're not involved in the selection process, we did not set up a committee, and had no responsibility to the evaluation, or the pricing. Impact Advisors role and the repetition of the Industry is finding the best solution for their clients, did Impact Advisors do what they are being accused of today by Cerner, they would be out of Business no one would hire Impact Advisors. Cerner claims that my client has a conflict, because Cerner provides complete implementation services Epic does not. Impact Advisors worked on a National basis we have done implementation services for Cerner Systems, Epic Systems we are indifferent as to who provides Software System the decision ultimately of the Organizations they have to make a selection, and live with that selection. As you have heard today from Mr. Stevens of implementation for the Owner is largely driven by the Owner's needs. So, if the Owner has a sophisticated extensive staff that can fully implement single immigrated Software System Medical Records Software System there are no implement costs. As of this case you heard from UIC is going to need help implementing it then there going to go out for a Contract to assist them.

I've repeated to you over, and over that Cerner was all in and they were covering all implementation services. You've heard testimony from the COI for UIC and you have heard an

evaluation from Mr. Bagby, and now today you have been presented documents which are conclusive to demonstrate that is simply not true. All of the implementation costs were not included in Cerner's bid. There was some question raised by Cerner's counsel as to where the documents came from. I can only tell you where those documents came from I submitted a freedom of information act request to the Ethnic's Executive Commission and those items were provided to me as part of that FOIA request and I shared them.

Cerner also says because we worked on the RFP and because we may respond to a UIC RFP to be selected for a future implementation contract we have a conflict of interest, and the argument is that we tainted the whole process because somehow, we approved the selection for Epic. There is no evidence there. they have known that Impact Advisors was involved in the development of the RFP from the beginning the pre-proposal conference. Mr. Stevens described to you was attended by Cerner not just attended by Cerner but Cerner submitted a follow up contact with Impact Advisors to get clarification about how to better respond to the RFP and Impact Advisors provided that information. There is nothing that we learned, there is no allegation, you have not seen a citation, or a single provision in the RFP that disadvantage Cerner not a single allegation. You heard allegations about the price, and we never saw the pricing from either Ethic or Cerner at the time it was submitted. Cerner did not survive the technical evaluation. Impact Advisors only saw Epic's submission when asked to do a cost of analysis for UIC. All you have seen today, and all through this process are allegations from Cerner about what they think were in the bid documents. If those bid documents demonstrate that Impact Advisors had a conflict we weren't aware, of who put what in, our experience is, it doesn't really matter who the Vendor is as much as it matters who the Owner is in firms of future implementations.

Ms. Georges states that Mr. Gower and Mr. Stevens suggested to you that Cerner should have raised allegations of conflict, earlier in the process. It wasn't until Impact Advisors wasn't involved in responding to the RFI that it became clear. The Conflict and the effect that the conflict had on the process. Both Gentleman told you Impact Advisors was involved in the development of the RFP. When Impact Advisors responded to the RFI they stood to benefit financially from the outcome of that RFP. They were playing both sides of the RFI process, and that is where the conflict arrives. That conflict was not ripe until the RFI was issued, and the RFI was issued after the award. I also heard Mr. Stevens stay that Cerner is making a hail mary to this Board to see what would stick. I say to you we are exhausting our remedies, and going to this Board for this recommendation, and input into the Procurement Process, is what is required by the Administrative Code. It was interesting to me too that Mr. Gower and Mr. Stevens completely contradicted each other, I heard Mr. Stevens, say Cerner was not an incumbent under this contract. I heard Mr. Gower say Cerner wasn't incumbent. I heard all kinds of things going back and forth, and I can tell you these alleged financial documents that have been passed around here are nonsense. The Senior Vice President of Client Organization at Cerner who said Cerner's all-in cost of \$60.5 million dollars under the RFP included Project Leadership, and Project Management, Establishment of Project Government, Implementation Assistance, Physician and Nursing Leadership, and Advisory Services, Training Strategy, Delivery change Management Support, GO Live Support, Data Conversion, and Interface Development. I regenerate my request that you recommend that the award to Epic be voided because of the problems in this process. I'm not here to say that Cerner should be awarded this RFP that's not my argument at all. My argument is the process was tainted, and as a result the award should be voided and the matter referred to the IG thank you.

Chairman Vala asks if there anyone here from the University of Illinois to answer questions. Mr. Bagby is present. Member Bedore states he has no conflict, and he knows the attorneys at the firms. I found out today that I also have knowledge and friendship and business with Attorney John Stevens he used to be our Attorney for this Board and I know Ms. Georges, and I'll state this one more time so the U of I can understand it a little clearer I have no interest in these firms. So, take that back Ben to whoever you want Ben since you raised it at the last meeting. Chairman Vala states he too knows Mr. Gower I have no relationship with him either. Member Black I don't have a conflict with this but I met Ed Gower like 30 years ago. Member Bedore states he has one question, John all sheets that you presented to us why wasn't this presented to the other side, they sent FOIA request, and got no response. Mr. Stevens replies from my understanding that the documents that were tender to you today, we part of a contract file that the CPO Office, and the Protest Review Office utilized in annualizing Ms. Georges claim. Well Ms. Georges might not have been aware of it doesn't change the fact that Cerner didn't meet the technical scoring. Epic did. Cerner's bid was not all-in. What Mr. Lenny affidavit put forward, she says we didn't respond to it, and we did. Mr. Lenny never said anything about University Staff implementation which is what the follow is on RFI's. where the documents come from is far less important as to what the University shows what they did with them, and that is a through exhausted analysis on an apple to apples comparison of all the RFP's. I don't why the University declined the FOIA request. We were told by the Executive Ethics Commission that they are public records and we applied to that office through FOIA.

Member Bedore asks Mr. Bagby why were these records withheld? Mr. Bagby states that he doesn't know what records your talking about because I haven't seen them. The FOIA request was made to the University of Illinois in Chicago I believe that is correct, and the University has the own FOIA office, and they released the information that they released. The request was made to the Executive Ethic's Commission to release the information that we have to those who made the request for that information. Member Bedore says so the U of I in Chicago they decided what should be given out, and what shouldn't be given out. I don't know what it is about the U of I they know all. And nobody should ever question the U of I. Chairman Vala states that this is being going on for months and would you have not checked to see what information was released by the FOIA compared to what you have? Mr. Stevens says no Mr. Chairman we were notified of this as an issue for Epic. When the request came for the Board last April 26<sup>th</sup>, 2018 so we have been less than a month into this have not had a chance to go back and look, at what Ms. Georges submitted through FOIA. I wanted to get to the records to show what happened. I'm here to find out truth because I don't want to get to a position where the University is hand strung or forced to go through a RFP process again when they have proven conclusively that nothing was wrong here. Mr. Stevens says tell us what it is that troubles you the most? Because I think the documents, and process show nothing happen here. Ms. Georges didn't challenge until the RFI was issued, and Impact Advisors responded to that RFI but the RFI didn't issue till after the award. So, when Impact Advisors respond to that RFI trigger her objection. My thinking her objection is to the RFP that's coming for implementation assistance are with the RFI process and certainly not with the award to Epic. Remember Epic did not hire Impact Advisors. Epic was in the same position Cerner.

Member Bedore says that I still haven't gotten an answer why the FOIA request were turned down. Ms. Georges has told us once two months now she's requested this information that was handed

to us today. Why wasn't that forwarded to the other side Ben! Mr. Bagby states that the University of Illinois of has the own FOIA office they have the records, they give them out. Records in my possession I give them out. Member Bedore says I still didn't get an answer but that's okay. Director Von Behren says there separate FOIA offices here so Ben does not have control over what University of Illinois FOIA Officer does, he has no control of it he doesn't even see them. Chairman Vala says that's true Matt but this is an ongoing proposition, and my understanding Attorney's gather evidence and we know Mr. Bagby, and I asked Ms. Georges why did she not go to the Attorney General a month ago, I asked a bunch of questions, and we still don't have answers. Ms. Georges did you get an outright refusal? She replies that she got a denial. I've submitted many FOIA's to UIC some were responded to that's how I got the Power Point presentation, and that's how I got the emails so I gotten some information, but not all of the information. For example, I didn't get pricing proposals, from the Bidders, I didn't get the Ethic's bid documents, didn't get all-scripts Bid Documents those were denied. You asked why I didn't go to the Public Access Counselor and I told you that I believe that there were grounds on which UIC was withholding those documents because of the nature of the dispute. Many Governmental entities use an ongoing Procurement to dispute to say that there not going to give out those documents, until things are finalized and the process over. Which the reason why I didn't go to the Public Access Counselor. Member Bedore says but obviously somebody got them. Ms. Georges say they did get them. Member Bedore says Ben they were denied, and they received a request! And it was turned down. But yet U of I denied a request, and yet the other side comes in and says we got all the records. Mr. Stevens states that Ms. Georges need to submit something in writing if she wants those Documents.

Member Black says Mr. Gower in your remarks if I remember I thought you said that you requested a FOIA but did you say from the Ethic's Commission to get these documents that they handed out today? Ms. Gower replies yes, the Executive Ethic's Commission who I sent my FOIA to I didn't send anything to UIC and I didn't send anything to UIC because quite honestly what I was trying to get was the Bid Protest Documents, and what information had been furnished with respect to the Bid Protest, and that was part of the packaged I received. Member Black says you did not go to the University of Chicago? Absolutely not says Mr. Gallaher. Member Black asks Ms. Georges who did make your FOIA request to? Ms. Georges says Thomas Hardy of the University of Illinois Chicago. Member Blacks says so had you made a request from the Ethic's Commission you would have received the same documents. You didn't receive a reason why they denied your request they usually tell you something asks Member Black? Ms. Georges says it was some ongoing contractual matter. Member Black so you went to another outlet then Mr. Gower so were really not apples, to apples here. Member Black says Mr. Gower I heard you say in your remarks that your client Impact Advisors, were they in a Client relationship with the University at that time? Mr. Gower say they had a contract like Cerner had a Contract, and I would have to flip through notes to see what Software System thy had. Remember part of this Contract was intergraded Software. Epic is not a client of Impact Advisors nor is Cerner, we work for owners, and when I said we were trying to come up with the best system for our Client I was referring to the University of Illinois of Chicago. Member Black says you did have some relationship with the University or Impact did? Mr. Gower states Impact Advisors had a contractual relationship with the University of Illinois at Chicago to provide Health Care Consultants Services and part of that service and held the two components I just described. Member Black says University of Chicago would they not have received some kind of signal that when and if this contract was awarded to whoever. That Impact might be able to say

we can help you implement that. Mr. Gower says theoretically I suppose that conversation could have occurred I do know just because of their knowledge of the System now I'm looking at the RFP responses and also listening to the testimony of University of Illinois Chicago that its now clear that the University of Illinois does in fact to seek assistance implementation of a System this size reflected in Cerner's bid document a very substantial commitment from the Owner to Implement you heard the same thing.

Member Black asks Impact had no knowledge or impact selecting the 17 Member University Selection Committee correct? Mr. Gower, we did not have any input of the Selection Committee. We did attend one meeting of the Selection Committee. That was to answer any questions that they might have. Member Black asks did you at any time have a list of who those 17 Members were and their relationship to the University? Mr. Gower says prior to this proceeding no.

Member Black ask Ms. Georges ever to know who the 17 Members were? Ms. Georges says I have since been able to obtain the list of who those 17 and you will recall in our last Meeting there was a list. Member Black says Mr. Bagby when we first got started with this, we were told by you that those 17 Members were confidential and we could not get their names or their relationship to the University. I don't think that those 17 Members filed an Economic Statement of Interest Disclosure statement might be interesting to see if they did, and we could read it to see if any of them had a relationship either through Stock, prior employment we were told it's not our business. Mr. Gower states that some of this depends on when in the continuum of time that questions are being asked. When evaluation is being performed the responses to a RFP you don't want the individual evaluator names out in the public because people will try to hunt them down and influence on what they're doing so they try to protect them. For a part of time that if confidential but after their work is done then the scoring, and information can become available.

Mr. Bagby says I did request and the University did provide the list of the individuals and there Titles. Member Ivory asks Ms. Georges if she's a Client of the University? Ms. Georges says correct we provided services Electric Health Records to the University of Illinois in the past and we still do for some 20 years. Member Ivory if this Contract is awarded it would have an Economic impact upon the revenue that you guys deriving if the contract would stay as is or if you guys would have won. Ms. Georges says every contract is important even though Cerner is a publicly traded Global Company yes. Member Ivory says his main question was about the FOIA Just in fact that you went in one direction and he went in another. If you're going to take a Procurement off the Street you need to have good reason why there is a Conflict of Interest. I'm not sure there is an incredible Conflict of Interest. So, I'm going reserve my comments and here the comments from the rest of the team and then after that point I'm prepared to make a decision. Ms. Georges states that she respects your position what I would say is that there has been no evidence presented to this Board, it has not been a court setting without a future investigation I don't know how you say there is not Conflict of Interest, or a Conflict of Interest that rises to the level that something else should be done to me that is why the Board has the authority to recommend certain action, and to refer it for an investigation it's not as if this was the investigation. Member Ivory says I agree with you Counselor and my piece I don't think you can speak for me. Ms. Georges says I don't mean to sir.

Member Morales says one thing I want to talk about is once there in violation of the RFP process was it handled according to the policies that are in place? Was the Committee fair, was it

creditable? Let's not look at the perception of things because perception can be very tricky when we have a 10-minute conversation about a FOIA that was in fact not correct, and with all due to respect Ms. Georges you could have step in any moment and made that point. Because you knew you went to one source, and they went to another source. We talked about that before as you stated it was a legitimate decline, a decline that is not unusual but resulted from that conversation was a lot of People from this Board were perceiving that it came from the same source. So, let's put that aside but I think it's important we need to evaluate the process, was it fair, was it adhered to and move on from there. Ms. Georges states for the record it was first presented here today I thought it was received from the same source I had no idea that it was received from a different source, so there was no way for me to clarify where it had been received from. Chairman Vala says when we asked Mr. Bagby last meeting it was "University Money" either way \$95 million dollar between your bid and the person that received the bid is floating out there somewhere but its tax money, And that's where I'm confused. I see this totaled different what was presented today was your competition saying, "I'm better" but to answer your questions, I still don't think your questions have been answered. I have a hard time for this Board to go any direction.

Ms. Georges says she agrees questions have not been answered, the RFP called for Design, Build and implementation, called for all-in price as supported by an affidavit I submitted to this Board. Cerner's bid was an all-in price with implementation services included. I heard Impact Advisors, and Epic's Lawyers say will you have to use in-house UIC Personal to put in place that System. But of course, you did when you do a RFP of this size the in-house Personal have to be a part of it. They have to be working with the Vendor to get the new System up and running they are the ones that are left with it when the Vendors gone, or when the Vendor is no longer running it so they got to know the System. So yes, the In-House Personal at UIC has to be involved that has nothing to do with the cost of this bid, and that's what Cerner submitted.

Chairman Vala says and to continue on with my concern I can understand the pharmacist approving the product that you represent yes, I can work with that. but when you're putting together software, and Hardware how can Medical People make a critical judgement on technical equipment, operator service. Mr. Stevens says it's about if it's a violation of a Procurement and whether a Contract should be voided not questions about whether the University of Illinois made a good finical decision respect of this project, second and more important we can act more directly if that's the concern that you have expressed. Chairman Vala says that when the University made their presentation they admitted that it would be like 6, 8 years down the road to continue the expense as they find to assist. That would be the University making changes in product. Mr. Bagby says in any kind of major implementation in a complete transformation System you're going to start out with a base line and you're going to find changes are needed as you go along its unvendible and everyone knows in IT that things change there are requirements on Medical records change, you're going to have to make adjustments, and you need help doing that. Member Bedore says Ben this gets back to the point of total cost, and if it gets to the point why Cerner was disqualified. I want to know who made up this sheet? someone decided that it's all inclusive now Cerner's bid is now a bid of \$154 million. Mr. Bagby says this was information I believe was made after the Protest was out into place trying to address the issue of the claim to go with Epic not Cerner, there would be additional \$70- \$135 million dollars this was not something that was prepared as part of the evaluation. Because Cerner's price was not evaluated like Epic was. Cerner wasn't even qualified in it until the price round. Mr. Bagby says when we do a RFP there is basically 2 segments to it there is the qualification side, and there is a price side. Price is not looked at initially we hold

that till after qualification side is done. I believe there was an evaluation in separate criteria of the 17 Member evaluation committee. The same set of information was looked at by the Cerner proposal, and the Epic proposal and the others who did it and the evaluation that was done, each evaluator looked at each proposal individually. They didn't talk to each other till later. They looked at them individually and each one scored each proposal on each of the criteria. Cerner did not make enough points to get into the demonstration round, to get into the price round they didn't meet 80% of the points you did not move forward. Epic got more than 80% Cerner did not. Chairman Vala says the reason were here is because Cerner's argument as to if all the proper procedures, and if they don't know why they didn't get the points how could they continue on with an investigation, or was they questioning answers, to me it seems really simple you didn't make the points. I don't know how you can defend yourself when you don't know who the players are apparently they knew the rules. Ms. Georges says at those things which Mr. Bagby was speaking those points given were things like product usability, ease of use, number of clicks, speed, workflow all those were being elevated without any sort of demonstration. So, I ask how it that you able to contribute points even to those kinds of things without seeing it demonstration of the System? Chairman says I don't know how you can come up with anything.

Mr. Jurgens states that once you're done with your questions we would then ask each of the parties will be able to make a final short closing statement and then close that for deliberations to make final decision. Ms. Georges with Cerner states that there are enough questions here to support our claims of more investigation needed to determine whether there is a Conflict of Interest, and those questions arise around a tainted process. Where Impact Advisors was sufficiently involved in the drafting of the RFP and also stood to benefit because of the ultimate award to Epic. I respectfully request that you refer the matter to the Inspector General for further investigation. To determine whether that Conflict of Interest did taint the process and caused what Cerner believes to be a unfair procurement process.

Mr. Stevens with Epic stats that there are unanswered questions. They don't come anywhere close to touching on to Conflict of Interest on the path of my Client. Epic's Systems or Ed's Client Impact Advisors. Where we break down from the analysis so Mrs. Georges is quite clear. It's absolutely undisputed that Impact Advisors has assisted the University in developing the proposal for the projects and some specifics on the RFP. What has not been demonstrated in any fashion is how Impact Advisors stands to make more money by choosing Epic over Cerner. There have simply been no facts at all brought forward that would support that allegation. There is not a provision in Solicitation that tilted things as far as Epic. There is nothing she brought forward to tell you that there is more to look at here. We have heard a bunch of people looking at this from a different prospective, all come back to the same answer. Cerner's bid was all in just like Epic was. It didn't include staff augmentation that the University would need to provide, it didn't include 55,000 Work Stations and were going to be replacing and deployed. The University knew and so did Cerner. At the end of the day the loser thought I'm going to review this and make sure everything is okay, she had some terrible time getting some information, wish caused her to dig a little deeper. I'm glad we got to the point where all the documents are here on the table. Apart of the record undisputed that there is no Conflict of Interest, there is no unfair bidding process. We have a process that laid out like it did its now been tested by the CPO Office, and by this Board I think we have done our job. We have examined it found no evidence what so ever, and were ready to proceed with the contract.

Mr. Gower says a couple points first I heard Cerner's Counsel say that we should do more investigation she's not asking for more investigation. She's asking that a recommendation be sent back to the EEC with recommendation that this contract be voided because of a Conflict of Interest. Damage to my Clients reputation from such an action by the Board based upon a record that is without any evidence of a true Conflict of Interest is wholly unreasonable and very harmful. My Client works in a world where their word is their bond. The quality of their work is what they sell and what they rely on, and the advice that they give has to be true blue and the best interest of the Hospital System not interest of my Client. There hasn't been a shred of evidence that shows my client was acting solely on his self-interest with respect to any single action. I mentioned when I started that this isn't a Legal System or a Court. But the general guidelines that the Courts follow in determining whether a Conflict of Interest this sufficient to void a Contract is there has to be hard facts, not mere suspicion of a conflict. In addition to that there is a case in the Federal Circuit Decision I', going to quote from page 1581 this from a Federal Circuit Decision 1996, It says a Protester must show not show sufficient error in the Procurement process. But also, that the error was prejudicial to prevail. There is no evidence that my Client did one thing in this process that prejudice Cerner not one shred of evidence shows that. They're asking you to make a formal recommendation by this Board that this Contract be voided. I can't tell you if you ask the University of Illinois what kind of impact it's going to have to continue to prevent this single integrated Software System to go into effect. They're going to talk to you about impact on their patience. So, I would urge you before you take that action you need to search the record. See if you can find hard facts to support the existence of the Conflict of Interest. If you can't find that don't make that recommendation. Chairman Vala says Mr. Gower you pointed out were not a Court of Law. All of those Court Laws you said don't make any difference. We're the Procurement Policy Board, and it's our job to make sure a fair Procurement process was handled, and I see myself questioning a lot whether a fair process was handled. I don't know what a Judge or Jury or anybody else would handle this. The fair process was that Cerner was asking for answers and was stonewalled that to me doesn't follow proper Procurement procedures. Mr. Gower say in your authority Mr. Chairman is to make this recommendation you find that there is a validation of a Procurement Code and in Cerner's arguments that my Client somehow tainted the process that allegation hasn't been proved, but never has the record established any validation of the Procurement Code anywhere, anyhow, anyway. I understand if you have concerns about the fairness of the process that's something you can take up with the University of Illinois. But that doesn't offer a basis to effectively damage my Clients reputation based upon a wholesale lack of evidence that my Client did anything wrong. Member Black ask Mr. Jurgens the language of sub section. Mr. Jurgens indicates that the Board can refer that any alleged validation, so we're supposed to provide notice and a hearing as required and then we're supposed to refer any alleged validations to Inspector General in addition to or instead of issuing a letter of recommendation to void a contract. The motion would be that this Board were simply advising the Inspector General to what conduct we have done, and based on our understanding of the Code, and review and all the testimony we did not find sufficient evidence was presented to show a conflict or violation. Member Black says so moved. Seconded by Member Ivory. All Members voting "aye" but Member Bedore abstained from voting.

Next on the agenda is Lease 6458. Its ma multi Agency lease in Galesburg. Member Bedore made a motion that we issue a Letter of no Objection for Lease 6458. Member Ivory Second the Motion. With all parties voting “aye” motion carries.

Next on the Lease says Ms. Florence, she is re-presenting Lease 6218. The Board objected to this Lease last month. I believe the main issue was the file room, and I guess I was a little confused. Any office needs to contain all of the space an office needs to do their business and in the majority, that’s going to produce files, Government produces papers. Lot of agencies especially agencies that do reports such as DOC, DCFS, HFS are required to keep original papers files the boxes in this particular file room are client cases concerning health benefits for workers with disabilities, and applications for Veteran Ccre those files in the boxes are being reconciled currently and those will be moved to the warehouse. Mr. Black asks the requirements that would keep paper files are mandated by the Federal Government? Ms. Florence says it depends on the Agency. Member Black so this is HFS so I assume 80% of the rules regulations probably come from Washington? Ms. Florence, I don’t know that answer. Ms. Florence says the footage of this file room represents about 1% of the total office space. Member Bedore asks when you finish scanning all of these in September what will this room be used for? Ms. Florence says there will still be filed cabinets. Member Bedore says we did orderly reports on what we did microfilming, micro fish putting that’s all been stopped person doing that was let go. Sometime were going to have to have staff look into what is being done with scanning these records. This subject should be on our agenda. Member Ivory asks to have CMS give us terms on what they’re doing let’s have them on the agenda in a couple months. Member Bedore makes a recommendation to enter Letter of no objection Member Ivory seconded the motion. With all parties voting “aye” motion carries.

Member Bedore says another issue the Performance Audit by the Auditor General of May 2018 information provided a quote from the report “the Information provided by the Procurement Policy Board for the DHS Warehouse Lease was misleading, and incomplete which hampered the Boards ability to review the Lease” this means there was a paragraph that was in the report that we get the white paper. But when it up the chain of command it was taken out before it was given to us. So, to me that breaks down all kinds of trust that this Board can have to CMS. We rely on these reports. Next meeting let’s review the report. I made a request couple months ago I would like to see it in the minutes I would like to request that Mr. Josh Potts the new property management should be present at the next meeting. Member black made a motion to go into Executive Session, seconded my Member Bedore. With all parties voting “aye” motion carries. After Executive Session, a motion to adjourn was made by member Ivory and seconded by Member Black and the meeting was adjourned.