



ONECARE VERMONT ACCOUNTABLE CARE ORGANIZATION, LLC
BOARD OF MANAGERS MEETING
MARCH 17, 2020

MINUTES

A meeting of the Board of Managers of OneCare Vermont Accountable Care Organization, LLC (“OneCare”) was held remote by video and phone conference on March 17, 2020.

I. Call to Order

John Brumsted, M.D., called the meeting to order at 4:35 p.m.

II. Consent Agenda Items

A motion to approve the consent agenda items was made by Todd Keating which was seconded by Dr. Steve Leffler and approved by a supermajority.

III. Governance

The Nominating committee is recommending Claudio Fort, CEO of Rutland Regional Medical Center, to fill the vacant seat designated for PPS Hospitals on the Board, which is being vacated by Jill Berry Bowen. A motion was made by Tom Dee to elect Claudio Fort to the Board effective April 1, 2020 which was seconded by Dr. Steve Leffler and approved by a supermajority. Dr. Brumsted thanked Ms. Berry Bowen for her service on the Board and wished her well.

Vicki Loner reported that Board Members Steve Gordon, Dan Bennett, Todd Keating, and John Brumsted (ex-officio) volunteered to be members of the Audit committee that was created at the last Board meeting. A motion was made by John Sayles to approve the Audit Committee nominees which was seconded by Betsy Davis. Chair Brumsted asked if there were additional volunteers, and being none, the vote was taken and the nominees were approved by a supermajority. The meetings of the Audit Committee will be scheduled by management with input from the committee members. A first draft of the charter has been drafted and will be reviewed by the committee at the first meeting.

IV. Policies

Sara Barry, Chief Operating Officer, provided a summary of the three policies requiring approval from the Board. Policy 02-01, “Vermont Medicaid Next Generation Prior Authorization Waiver” had minor changes for clarity and to remove operational detail that will be incorporated into a procedure instead. Policy 03-04, “Data Destruction” was updated to include key definitions, methods of data destruction, and certification for the destruction of data. Policy 06-06, “Network Development and Composition” was updated with language that broadened to apply across all payers. Detail specific to the VMNG Program Agreement was removed and replaced with language requiring the network to adhere to requirements in OneCare’s contracts with each payer.



A motion was made by Dr. Joe Perras which was seconded by Dr. Steve Leffler and passed by a supermajority.

V. 2020 Care Coordination Model

Sara Barry outlined the recommendation from Management regarding the Care Coordination model set to begin on April 1 and the suggestion that implementation should be delayed for one month to May 1. This is in response to the OneCare network requesting enhanced flexibility to address workforce challenges (e.g. shortages, redeployments) related to the COVID-19 pandemic. The Board approved management to extend this up to an additional two months based on circumstances.

With the delay, this means April payments to the Network will be made based on the existing capacity-based model for level 2 (\$15 PMPM) and level 3 (\$150 activation + \$10 PMPM) payments. These payment rates will be applied to the new 2020 patient cohorts as data becomes available from the payers and are loaded in Care Navigator and WorkbenchOne. A motion to approve the payment plan as described above was made by Dr. Joe Haddock which was seconded by Tom Dee and approved by a supermajority.

VI. Public and Regulatory Affairs

Vicki Loner, Chief Executive Officer, informed the Board that NORC at the University of Chicago, which is the subcontractor that is being used evaluate the All Payer Model, is working with CMMI to determine if the provider survey can be delayed due to the current pandemic.

The focus for OneCare this legislative session has been the Senate Health and Welfare bill S.290 which adds additional reporting requirements for the ACO. Ms. Loner and Ms. Barry have urged the committee to align the existing reporting requirements and to minimize additional administration burden which is passed onto the providers. Additionally, OneCare is working with other provider associations and partners to pass legislation to support providers on the front lines of the pandemic.

VII. Public Comment

There were no members of public in attendance.

IX. Executive Session

X. Voting

- a. The motion to approve the Executive Consent Agenda items was approved by a supermajority.
- b. The motion to approve assigning dedicated Human Resources staffing for OneCare through amending the UVMMC Service Agreement was approved by a supermajority.

XI. Adjourn

Upon a motion made and seconded, the meeting adjourned at 6:15 p.m.



Attendance:

OneCare Board Members

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| <input checked="" type="checkbox"/> Dan Bennett | <input checked="" type="checkbox"/> Joe Haddock, MD | <input checked="" type="checkbox"/> Sierra Lowell |
| <input checked="" type="checkbox"/> Jill Berry Bowen | <input checked="" type="checkbox"/> Tomasz Jankowski | <input checked="" type="checkbox"/> Pamela Parsons |
| <input checked="" type="checkbox"/> John Brumsted, MD | <input type="checkbox"/> Coleen Kohaut | <input checked="" type="checkbox"/> Joseph Perras, MD |
| <input checked="" type="checkbox"/> Michael Costa | <input checked="" type="checkbox"/> Todd Keating | <input checked="" type="checkbox"/> Judy Peterson |
| <input checked="" type="checkbox"/> Betsy Davis | <input checked="" type="checkbox"/> Sally Kraft, MD | <input checked="" type="checkbox"/> Toby Sadkin, MD |
| <input checked="" type="checkbox"/> Tom Dee | <input checked="" type="checkbox"/> Steve LeBlanc | <input checked="" type="checkbox"/> John Sayles |
| <input checked="" type="checkbox"/> Steve Gordon | <input checked="" type="checkbox"/> Steve Leffler, MD | |

OneCare Risk Strategy Committee

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| <input type="checkbox"/> Claudio Fort | <input type="checkbox"/> Brian Nall | <input type="checkbox"/> Joe Woodin |
| <input type="checkbox"/> Jeffrey Haddock, MD | <input type="checkbox"/> Anna Noonan | |
| <input type="checkbox"/> Tom Manion | <input type="checkbox"/> Shawn Tester | |

OneCare Leadership and Staff

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| <input checked="" type="checkbox"/> Vicki Loner | <input checked="" type="checkbox"/> Tom Borys | <input type="checkbox"/> Martita Giard |
| <input checked="" type="checkbox"/> Norm Ward, MD | <input checked="" type="checkbox"/> Sara Barry | <input checked="" type="checkbox"/> Linda Cohen Esq. |
| <input type="checkbox"/> Joan Zipko | <input type="checkbox"/> Susan Shane | <input checked="" type="checkbox"/> Spenser Wepler |
| <input checked="" type="checkbox"/> Greg Daniels | <input checked="" type="checkbox"/> Amy Bodette | <input type="checkbox"/> Tyler Gauthier |