



ONECARE VERMONT ACCOUNTABLE CARE ORGANIZATION, LLC
BOARD OF MANAGERS MEETING
APRIL 15, 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 April 15, 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 Betsy Davis which was seconded by John Sayles and approved by a supermajority.

III. Public Affairs/Regulatory/Operations Update

Green Mountain Care Board (GMCB): As part of its requests to the GMCB OneCare asked for approval to return the already collected .5% Medicare Value Based Incentive Fund (VBIF) withhold to the hospitals. OneCare also requested to stop collecting further Medicare withhold payments for the remainder of 2020. The GMCB approved these requests. A motion was made Todd Keating to approve the resolution to provide withheld 2020 Medicare VBIF funds to contributing hospitals as approved by the Green Mountain Care Board outlining the above requests which was seconded by Betsy Davis and approved by a supermajority.

The GMCB provided OneCare with revised budget orders approving most of OneCare’s requests to extend deadlines for deliverables, including delaying the budget update scheduled for April. This extension allows OneCare sufficient time to make the contractual and budget adjustments needed to be responsive to the pandemic. OneCare will provide the GMCB an updated budget in late May followed by a presentation on June 3. Vicki Loner, CEO, will present to the GMCB on April 22nd to update the Board on OneCare’s COVID-19 response. Many of the materials presented during this Board meeting will be in the presentation next week.

Legislature: Vicki Loner, CEO, testified by video to the Senate Health and Welfare Committee as well as the House Health Committee on OneCare’s efforts to support the providers on the front line. Ms. Loner has also sent a letter to the federal delegation advocating for changes in federal CMS policies to assist providers and hold them harmless for situations out of their control.

Administration: The state administration and the GMCB are drafting a letter to CMMI to exercise the exogenous factors clause in the All-Payer Model (APM) agreement and will include recommendations that could protect providers from the financial impact of the pandemic associated with their participation in the APM. OneCare management helped to draft these recommendations, including quality-related penalties and true fixed payments that are not subject



to year-end reconciliation to fee-for-service value. A copy of the letter will be provided to the Board once finalized and submitted to CMMI. Ms. Loner is also working with the state administration to rectify federal stimulus funding issues affecting Vermont providers. Health and Humans Services' calculation of funding designated for the providers and provider organizations did not account for participation in advanced alternative payment models. Therefore, Vermont received less money than expected. The Association of Academic Medical Centers has also raised this issue and is working with Health and Human Services on an adjustment.

Network News: OneCare continues to provide updates to the network through our Network News email and has shifted to a weekly distribution to share policy changes and resources associated with the pandemic. Keeping network up to date on changes through network news. OneCare has created a COVID-tool to assist providers which has is being rolled out this week and is being well received.

Payers: OneCare management is examining and re-opening contracts with payers to address exogenous factors. Local payers have been good partners in this crisis and have been receptive to requests for telehealth flexibilities. OneCare continues to monitor actions and policies coming from of CMS/CMMI on telehealth, quality reporting, and financial policies.

Board members inquired if expanded telehealth flexibilities will remain in place after the pandemic is over. Dr. Norm Ward responded that BCBSVT is most likely to maintain new policies and Medicare is less likely to keep the flexibilities, but no commitments have been made at this time.

IV. Policies

Sara Barry, Chief Operating Officer, provided a summary of revisions to a policy requiring approval from the Board. Policy 04-13, "Value Based Incentive Fund Policy" was revised in response to COVID-19 to adjust the language that initially referenced paying these funds out after the conclusion of the performance year. This provides the Board of Managers the flexibility to distribute some of the VBIF funds throughout the 2020 performance year, particularly if OneCare is able to convert to a "reporting only" year for quality. A motion was made by Dr. Steve Leffler which was seconded by Tom Dee and passed by a supermajority.

VII. Public Comment

There were no members of public in attendance.

IX. Executive Session

X. Voting

1. The Executive Consent Agenda items was approved by a supermajority.
2. The Resolution Adopting the 7th Amended and Restated Operating Agreement was approved by a supermajority.
3. The Resolution Amending Comprehensive Payment Reform Project was approved by a supermajority.



4. The Resolution regarding additional Care Coordination relief measures was approved by a supermajority.
5. The Resolution Care Coordination and advanced PHM payments to the network was approved by a supermajority.
6. The Resolution adopting the 2021 Network Development Strategy was approved by a supermajority.
7. The Resolution Adopting Compliance Work Plan was approved by a supermajority.

XI. Adjourn

Upon a motion made and seconded, the meeting adjourned at 6:08 p.m.

Attendance:

OneCare Board Members

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

OneCare Risk Strategy Committee

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

OneCare Leadership and Staff

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| <input checked="" type="checkbox"/> Vicki Loner | <input checked="" type="checkbox"/> Tom Borys | <input checked="" 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 checked="" type="checkbox"/> Michael DelTrecco | <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"/> Joan Zipko |