



**OneCare Vermont Accountable Care Organization, LLC  
Board of Managers Meeting  
January 19, 2021**

**Minutes**

A meeting of the Board of Managers of OneCare Vermont Accountable Care Organization, LLC (“OneCare”) was held remotely via video and phone conference on January 19, 2021.

I. Call to Order and Board Announcements

Board Chair John Brumsted, M.D., called the meeting to order at 4:32 p.m. and Vicki Loner, Chief Executive Officer introduced new Board Managers Dr. Adriane Trout, who is now serving in the Independent Practice seat, and Dr. John Saroyan, who is now serving in the Home Health and Hospice seat.

II. Welcome

Dr. Brumsted welcomed members of the public and invited guests in attendance.

III. Consent Agenda Items

The Board reviewed Consent Agenda Items including: (1) Draft of OneCare Public Session Minutes December 15, 2020; (2) Draft of OneCare Public Session Minutes December 29, 2020; (3) Board Committee Reports January 2021; (4) Financial Statement Package October 2020; (5) Financial Statement Package November 2020; (6) CMO Corner January 2021; and (7) Public Affairs Report January 2021. An opportunity for discussion was offered.

A Motion to Approve the Consent Agenda Items was made by C. Kohaut, seconded by J. Sayles and approved by a unanimous vote.

IV. Governance

Chair Brumsted introduced the resolution to approve nominees to the Population Health Strategy Committee and to the Finance Committee. An opportunity for discussion was offered.

A Motion to Approve the Resolution Adopting Representatives to the Population Health Strategy Committee and the Finance Committee was made by T. Keating, seconded, and approved by a unanimous vote.

V. Developmental Understanding and Legal Collaboration for Everyone (DULCE)

Sara Barry, Chief Operating Officer, introduced Scott Johnson, Dr. Breena Holmes, Dr. Leah Costello, and Theresa Soares to present on the Developmental Understanding and Legal Collaboration for Everyone (DULCE) initiative. DULCE is located in five sites in Vermont and serves families with children 0-6 months of age. The presenters described results of the DULCE model and Vermont family acceptance of DULCE. Dr. Costello and Ms. Soares described how the DULCE program at Timber Lane Pediatrics helped identify families in need of services and to connect these families to food, mental health, and substance use treatment services. The Board expressed interest in the model and discussed expanding DULCE statewide, partnerships with other statewide services and initiatives for children, qualifications for family specialists in the program, and case load for practices participating in DULCE. As a next step, OneCare's analytics team will explore whether they can replicate a study conducted by California Medicaid that found a substantial return-on-investment for the DULCE program.

VI. Conflict of Interest (COI) Training and Conflict of Interest Form

Greg Daniels, Esq., Chief Compliance and Privacy Officer, provided annual COI training for the Board. During his discussion he highlighted the definition of a key person, the definition of a financial interest, and timing for when to disclose information to the Board, including annual disclosure using the 2021 Conflict of Interest Form. Conflicts must be disclosed as part of a legal liability to the Board and must be documented appropriately. The Board discussed disclosures required for the form. Given the limited time and questions raised, the Board decided it would bring this subject back for additional education and opportunity for further clarifications at the next meeting.

VII. Public Comment

There were no comments from the public.

VIII. Executive Session

A Motion to move to Executive Session was made by T. Keating, seconded by D. Bennett and was approved by a unanimous, supermajority vote.

IX. Votes

1. Approve Executive Session Consent Agenda Items - Approved
2. Approve Resolution Invoking 2021 Participation Waivers – Approved by Supermajority
3. Approve Resolution Adopting 2021 MVP Contract Terms – Approved by Supermajority
4. Approve Resolution Adopting 2020 Risk Mitigation Contract Adjustment – Approved by Supermajority: S. Gordon and T. Dee recused themselves from the vote.

Upon a Motion made and seconded, the meeting adjourned at 6:55 p.m.

**Attendance:**

**OneCare Board Members**

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

**OneCare Risk Strategy Committee**

- |   |   |   |
|---|---|---|
| <input checked="" type="checkbox"/> Jeffrey Haddock, MD | <input checked="" type="checkbox"/> Brian Nall  | <input checked="" type="checkbox"/> Steve Leffler, MD |
| <input checked="" type="checkbox"/> Shawn Tester        | <input checked="" type="checkbox"/> Robyn Alvis | <input type="checkbox"/> Joe Woodin                   |

**OneCare Leadership and Staff**

- |  |  |   |
|--|--|---|
| <input checked="" type="checkbox"/> Vicki Loner        | <input checked="" type="checkbox"/> Norm Ward, MD  | <input checked="" type="checkbox"/> Linda Cohen, Esq. |
| <input checked="" type="checkbox"/> Sara Barry         | <input checked="" type="checkbox"/> Amy Bodette    | <input checked="" type="checkbox"/> Lucie Garand      |
| <input checked="" type="checkbox"/> Greg Daniels, Esq. | <input checked="" type="checkbox"/> Martita Giard  | <input checked="" type="checkbox"/> Ginger Irish      |
| <input checked="" type="checkbox"/> Tom Borys          | <input checked="" type="checkbox"/> Marissa Parisi | <input checked="" type="checkbox"/> Matt McLaughlin   |
| <input checked="" type="checkbox"/> Katie Muir         |  |   |

**Invited Guests**

- |  |  |   |
|--|--|---|
| <input checked="" type="checkbox"/> Scott Johnson  | <input checked="" type="checkbox"/> Breena Holmes, MD  | <input checked="" type="checkbox"/> Leah Costello, MD |
| <input checked="" type="checkbox"/> Theresa Saores | <input checked="" type="checkbox"/> Anne Koffel        | <input checked="" type="checkbox"/> Joe Mitchell, MD  |
| <input checked="" type="checkbox"/> Kevin Stone    | <input checked="" type="checkbox"/> Stephanie Sherline |   |