



**OneCare Vermont Accountable Care Organization, LLC
Board of Managers Meeting
February 16, 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 February 16, 2021.

I. Call to Order and Board Announcements

Board Chair John Brumsted, M.D., called the meeting to order at 4:32 p.m.

II. Welcome

Dr. Brumsted welcomed members of the public in attendance.

III. Consent Agenda Items

The Board reviewed Consent Agenda Items including: (1) Draft of OneCare Public Session Minutes January 19, 2021; (2) Board Committee Reports February 2021; (3) Financial Statement Package December 2020; (4) CMO Corner February 2021; and (5) Public Affairs Report February 2021. An opportunity for discussion was offered.

A Motion to Approve the Consent Agenda Items was made by S. Gordon, seconded by T. Dee and approved by a unanimous vote.

IV. Governance

Chair Brumsted introduced the resolution to approve a nominee to Board of Managers and described the nominee’s qualifications to fill the Designated Agencies seat on the Board of Managers. An opportunity for discussion was offered.

A Motion to Approve the Resolution Adopting Representative to the Board of Managers was made by S. Leblanc, seconded by J. Sayles and approved by a unanimous vote.

V. Lessons Learned from HSA Consultation Quarterly Meetings

Norman Ward, M.D., OneCare Chief Medical Officer, and Tom Borys, VP of Finance presented lessons learned from the Health Service Area (HSA) Consultation Quarterly Meetings which are held with hospitals to share input and feedback on performance. The discussions include clinical and financial performance benchmarked against the network, demonstrations of OneCare data analytic tools, and introductions of OneCare staff available to support hospitals' quality and performance improvement projects. OneCare shares confidential reports that include performance summary information, reviews financial data, and helps to determine quality improvement projects or actions that could be taken by the HSA. The goal is to have these meetings quarterly. Management will continue these HSA consultation meetings and looks forward to sharing end of year results for 2020, and practice-specific reports of selected utilization. A Board member offered that their hospital had favorable experiences with the meeting and that it helped tailor some of their efforts. Additional details can be found in the meeting materials packet.

VI. Policies

Sara Barry, Chief Operating Officer, described changes to the Privacy and Security Policies, including that they were separated for added clarity and to ensure alignment with OneCare's contractual obligations. Additional details can be found in the meeting materials packet. An opportunity for discussion was offered.

A Motion to Approve the Resolution Adopting Policy 07-03 Privacy and Policy 07-09 Security was made by T. Keating, seconded by T. Dee, and approved by a unanimous vote.

VII. Public Comment

There were no comments from the public.

VIII. Executive Session

After expressing disappointment with the extra requirements, Chair Brumsted stated that the Board would move to executive session to discuss the status of ongoing contract negotiations; strategic and planning subjects that are or use trade secret information; information that is protected against disclosure by Data Use Agreements; and attorney client communications.

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

IX. Votes

1. Approve Executive Session Consent Agenda Items – Approved
2. Approve Resolution Amending the 2021 Program of Payments and Attached Policies – Approved by Supermajority
3. Approve Resolution Adopting 2021 Annual Compliance Work Plan - Approved

Upon a Motion made by J. Sayles, seconded by S. Kraft, and approved by a unanimous vote, the meeting adjourned at 6:49 p.m.

Attendance:

OneCare Board Members

- | | | |
|---|---|---|
| <input checked="" type="checkbox"/> Dan Bennett | <input checked="" type="checkbox"/> Joe Haddock, MD | <input type="checkbox"/> Joseph Perras, MD |
| <input checked="" type="checkbox"/> John Brumsted, MD | <input type="checkbox"/> Coleen Kohaut | <input checked="" type="checkbox"/> Robert Pierattini, MD |
| <input checked="" 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 checked="" 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 type="checkbox"/> Jeffrey Haddock, MD | <input checked="" type="checkbox"/> Brian Nall | <input 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"/> Norman 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 | | |

Invited Guests

- Kevin Stone