**OneCare Vermont Accountable Care Organization, LLC**

**Board of Managers Meeting**

**December 20, 2022**

**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 December 20, 2022. Public access was also available at the OneCare Offices in Colchester, Vermont.

1. Call to Order and Board Announcements

Board Chair Anya Rader Wallack called the meeting to order at 4:32 p.m.

1. Welcome Board Managers, Invited Guests, and Members of the Public

Chair Wallack welcomed members of the public in attendance and offered the opportunity to introduce themselves.

1. Consent Agenda Items

The Board reviewed consent agenda items via email including: (1) Draft OneCare Public Session Minutes from November 15, 2022; (2) Board Committee Reports December 2022; (3) Financial Statement Package.

An opportunity for discussion of any items within the consent agenda was offered.

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

1. Governance – Consumer Seat

A Motion to approve the resolution appointing a new member to the Board of Managers was made by J. Sayles, seconded by K. Cross, and approved by a Supermajority.

1. CEO Strategy Discussion

Vicki Loner, Chief Executive Officer, presented a summary of the second evaluation of the All-Payer Model released by CMS. The evaluation was conducted by NORC at the University of Chicago, an independent research institution. It highlights accomplishments of OneCare at the ACO and state level as compared to similar groups from 2018-2020. The evaluation noted statistically significant reductions in Medicare spending targets, utilization, and other spending categories. Progress toward 2022 performance targets were on track.

Ms. Loner also discussed the Board’s upcoming strategic planning process. OneCare has hired Kevin Stone to support this work which will take place from January to March 2023. The focus is on planning for 2024 and beyond. Board Managers and key stakeholders will participate in interviews with Mr. Stone and additional stakeholders and staff will be engaged through surveys. Public information resulting from the strategic planning process is anticipated in the April timeframe.

1. Patient and Family Advisory Reflections

Board Managers Toby Sadkin, MD and Betsy Davis provided reflections on the work of the Patient and Family Advisory Committee (PFAC) over the past year. Dr. Sadkin described the deep commitment and engagement of the diverse group of committee members. PFAC focused on topics such as care coordination, the population health model, and DEI training, with a strong emphasis and interest on care coordination. Many PFAC members shared lived experiences with care coordination (or lack thereof) and their ideas for improvement. The committee also provided guidance to OneCare on how to improve communications with the public. They would like more guidance from the Board and would like to hear more feedback about what is done with their recommendations. Chair Wallack asked management to address PFAC’s public communications and care coordination improvement questions and bring updates back to the Board.

1. Public Comment

There were no comments from the public.

1. Move to Executive Session

A Motion to Approve the Resolution to Move to Executive Session was made by T. Huebner, seconded by S. May and was approved by a unanimous vote.

1. Votes from Executive Session

1. Approve Executive Session Consent Agenda Items – **Approved by majority**

1. Adjournment

Upon a Motion made by T. Dee and seconded by C. Fort, and approved by a unanimous vote, the meeting adjourned at 6:14 p.m.

**Attendance:**

OneCare Board Managers

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| [ ]  Dan Bennett | [x]  Claudio Fort | [x]  Toby Sadkin, MD |
| [x]  Bob Bick | [x]  Jen Gilwee, MD | [x]  John Sayles |
| [x]  Coleen Condon | [x]  Tom Huebner | [x]  Adriane Trout, MD |
| [x]  Michael Costa | [x]  Steve LeBlanc | [x]  Teresa Fama, MD |
| [x]  Kristi Cross | [x]  Sierra Lowell | [x]  Anya Rader Wallack |
| [x]  Betsy Davis[x]  Shawn Tester | [x]  Stuart May | [x]  Tom Dee  |

Bob Bick joined the meeting at 4:33 p.m.

Betsy Davis joined the meeting at 4:38 p.m.

Sierra Lowell joined the meeting at 4:47 p.m.

OneCare Risk Strategy Committee

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| [ ]  Steve Leffler, MD |  |  |
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OneCare Leadership and Staff

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| [x]  Vicki Loner | [x]  Amy Bodette | [x]  Kellie Hinton |
| [x]  Sara Barry | [x]  Josiah Mueller | [x]  Carrie Wulfman, MD |
| [x]  Greg Daniels, Esq. | [x]  Linda Cohen, Esq. | [x]  Tom Borys |
| [x]  Lucie Garand | [x]  Martita Giard | [x]  Kim Douglas |