



**OneCare Vermont Accountable Care Organization, LLC**  
**Board of Managers Meeting**  
**November 15, 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 November 15, 2022. Public access was also available at the OneCare Offices in Colchester, Vermont.

- I. Call to Order and Board Announcements  
Vice Board Chair Tom Huebner called the meeting to order at 4:32 p.m.
- II. Welcome Board Managers, Invited Guests, and Members of the Public  
Vice Chair Huebner welcomed members of the public in attendance and offered the opportunity to introduce themselves.
- III. Governance  
A Motion to approve the resolution appointing a new member to the Population Health Strategy Committee was made J. Gilwee, seconded by T. Dee, and approved by a majority.
- IV. 2021 Full Financial Summary  
Tom Borys, VP of Finance, presented a summary of the OneCare’s financial results for 2021. OneCare had a total net gain across all programs in 2021 of \$16.5M, including \$14.3M of shared savings across programs (inclusive of the advanced shared savings funding the Blueprint). Of the non-Blueprint shared savings of \$5.5M, \$2.5M was distributed to primary care providers thorough the accountability pool. In addition, in 2021 OneCare provided \$8.9M in population health management, \$5.4M in care coordination, and \$2.3M in quality incentive payments funded from other revenue sources to its provider network.
- V. 2021 Quality Results  
Carrie Wulfman, MD, Chief Medical Officer and Josiah Mueller, Director of Value Based Care shared a more detailed report of the 2021 quality results that were previewed at the October meeting. They reviewed quality metric performance across 2019-2021, noting variations by year or payer program. Dr. Wulfman and Mr. Mueller also outlined lessons learned and next steps for 2023-2025 highlighting the need to improved transparency on the measures and increased accountability. Managers discussed that,

in some cases, very small changes (e.g. <1%) in rates resulted in large shifts in benchmark percentile performance and OneCare's ability to impact the CAHPs measures. After some discussion the Board requested the Population Health Committee take a deeper look into these results and identify the priority metrics that OneCare can impact for the coming year.

VI. CPR Accountability Model

Derek Raynes, Director of Payment Reform and Carrie Wulfman, MD, CMO, presented proposed changes to the Comprehensive Payments Reform program including linking the CPR program to the total cost of care and increasing accountability through a tiered incentive structure. Finance Committee, Population Health Strategy Committee, and the CPR subcommittee endorsed the proposed model changes and recommended adoption by the Board. The Board discussed their desire to engage FQHCs and hospital-owned primary care in the CPR program in the future. The Board also discussed opportunities and challenges associated with linking primary care funding to the total cost of care model.

A Motion to Approve the Resolution to Implement the Tiered CPR Accountability Model was made by T. Dee, seconded by Dr. J. Gilwee, and approved by a Supermajority.

VII. Consent Agenda Items

As part of the distributed pre-meeting materials, the Board received Consent Agenda Items including: (1) Draft OneCare Public Session Minutes from October 20, 2022; (2) Board Committee Reports for November 2022; (3) Financial Statement Package; (4) Public Affairs Report for November 2022; (5) Summary of Policies; (6) 01-02 Conflict of Interest; (7) 04-18 Financial Process for the Termination of Participant, Preferred Provider and Collaborator Agreements; (8) 05-01 Contract Management; (9) 05-02 Participant, Preferred Provider and Collaborator Appeals; (10) 06-01 Record Retention; and (11) Amended Resolution to Adopt PHM Accountability Measures.

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. May, seconded by J. Sayles, and approved by a Supermajority.

VIII. Public Comment

There were no comments from the public.

IX. Move to Executive Session

A Motion to Approve the Resolution to Move to Executive Session was made by T. Dee, seconded by J. Gilwee and was approved by a unanimous vote.

X. Votes from Executive Session

1. Approve Executive Session Consent Agenda Items – **Approved by Majority**
2. Approve Resolution to Enter 2023 Medicare Program Agreement (with Conditions) – **Approved by Supermajority**
3. Approve Resolution to Enter 2023 Medicaid Program Agreement (with Conditions) – **Approved by Supermajority**
4. Approve Resolution Adopting the Policy 05-08 Provider Discipline and Termination – **Approved by Supermajority**
5. Approve CEO Merit Increase and Determine that the 2022 Corporate Goals have been Fully Met – **Approved by Supermajority**

XI. Adjournment

The meeting adjourned at 6:22 p.m.

**Attendance:**

OneCare Board Managers

- |                                                   |                                                    |                                                     |
|---------------------------------------------------|----------------------------------------------------|-----------------------------------------------------|
| <input type="checkbox"/> Dan Bennett              | <input type="checkbox"/> Claudio Fort              | <input checked="" type="checkbox"/> Toby Sadkin, MD |
| <input checked="" type="checkbox"/> Bob Bick      | <input checked="" type="checkbox"/> Jen Gilwee, MD | <input checked="" type="checkbox"/> John Sayles     |
| <input type="checkbox"/> Coleen Condon            | <input checked="" type="checkbox"/> Tom Huebner    | <input type="checkbox"/> Adriane Trout, MD          |
| <input checked="" type="checkbox"/> Michael Costa | <input checked="" type="checkbox"/> Steve LeBlanc  | <input checked="" type="checkbox"/> Teresa Fama, MD |
| <input type="checkbox"/> Kristi Cross             | <input checked="" type="checkbox"/> Sierra Lowell  | <input type="checkbox"/> Anya Rader Wallack         |
| <input checked="" type="checkbox"/> Betsy Davis   | <input checked="" type="checkbox"/> Stuart May     | <input checked="" type="checkbox"/> Tom Dee         |
| <input checked="" type="checkbox"/> Shawn Tester  |                                                    |                                                     |

Sierra Lowell joined the meeting at 4:34 pm

Betsy Davis and Teresa Fama, MD joined the meeting at 4:49 pm

OneCare Risk Strategy Committee

- Steve Leffler, MD

OneCare Leadership and Staff

- |                                                        |                                                       |                                                  |
|--------------------------------------------------------|-------------------------------------------------------|--------------------------------------------------|
| <input checked="" type="checkbox"/> Vicki Loner        | <input checked="" type="checkbox"/> Amy Bodette       | <input checked="" type="checkbox"/> Kim Driscoll |
| <input checked="" type="checkbox"/> Sara Barry         | <input checked="" type="checkbox"/> Josiah Mueller    | <input type="checkbox"/> Kellie Hinton           |
| <input checked="" type="checkbox"/> Greg Daniels, Esq. | <input checked="" type="checkbox"/> Linda Cohen, Esq. |                                                  |
| <input checked="" type="checkbox"/> Carrie Wulfman, MD | <input checked="" type="checkbox"/> Lucie Garand      |                                                  |
| <input checked="" type="checkbox"/> Tom Borys          |                                                       |                                                  |
| <input checked="" type="checkbox"/> Derek Raynes       |                                                       |                                                  |

DRAFT FOR APPROVAL