



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

I. Call to Order and Board Announcements

Chair John Brumsted, MD called the meeting to order at 4:30 p.m. Chair Brumsted welcomed Carrie Wulfman, MD, Chief Medical Officer for OneCare. Dr. Wulfman described her work at OneCare to date including participating in the budget submission presentation and testimony to the Green Mountain Care Board on November 10. Vicki Loner, Chief Executive Officer, thanked Dr. Wulfman for presenting and noted the value of a Dr. Wulfman’s perspective as a practicing physician. Dr. Wulfman is conducting a review of OneCare’s clinical committees and plans to share more at a future Board meeting.

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

Chair Brumsted welcomed members of the public in attendance and asked them to introduce themselves.

III. Consent Agenda Items

As part of the distributed pre-meeting materials, the Board received Consent Agenda Items including: (1) Draft of OneCare Public Session Minutes October 19, 2021; (2) Board Committee Reports November 2021; (3) Financial Statement Package September 2021; (4) Public Affairs Report November 2021; (5) Summary of Policy Changes; (6) 05-01 Contract Management; (7) 06-01 Documentation and Maintenance of Records; (8) 06-03 Policy on Policy Management; and (9) 07-07 Code of Conduct. An opportunity for discussion of any of these items was offered.

A Motion to Approve the Consent Agenda Items was made by T. Dee, seconded by C. Fort and approved by a majority vote of the Managers present. S. Lowell was not present for the vote.

IV. Governance

Chair Brumsted introduced the resolution to elect an At Large Representative to the Board. Sara Barry, Chief Operating Officer, explained that At Large representative Steve Gordon is stepping down December 31, 2021. The Executive Committee, acting as the Nominating

Committee, recommends a new At Large manager for Board approval. Ms. Barry described the candidate's qualifications and offered an opportunity for discussion.

A Motion to move to Approve the Resolution Appointing At Large Representative to the Board of Managers was made by J. Sayles, seconded by C. Kohaut and was approved by a unanimous, supermajority vote of the Managers present. S. Lowell was not present for the vote.

Chair Brumsted described that based on the recent governance changes, there is a seat for an Academic Medical Center in Vermont to be filled. The Executive Committee, acting as the Nominating Committee, recommended a candidate to the Board for approval. Chair Brumsted described the candidate's qualifications and offered an opportunity for discussion.

A Motion to move to Approve the Resolution Appointing Academic Medical Center Representative to the Board of Managers was made by S. LeBlanc, seconded by Dr. J. Saroyan and was approved by a unanimous, supermajority vote.

Chair Brumsted explained that as the Member, UVM Health Network appoints three Managers to the Board. Although the Board is not required to approve appointed Managers, in recognition of the collaborative nature of the Board, UVMHN asked for the endorsement of appointed Managers. Dr. Brumsted explained that Dr. Bob Pierattini will step down from the Board as of November 30, 2021 and thanked him for his service. UVMHN asked for the endorsement of Tom Huebner to succeed Dr. Pierattini.

Dr. Brumsted announced his departure from the Board at the end of January 2022. A new Chair of the Board will be added and a process for selecting the Chair is forthcoming. UVMHN asked for the endorsement of the appointment of Dr. Theresa Fama to fill the seat that will be left vacant by Dr. Brumsted.

A Motion to move to Approve the Resolution Endorsing Representatives to the Board of Managers was made by T. Dee, seconded by C. Fort and was approved by a unanimous, supermajority vote.

V. 2020 Quality Scorecards Presentation

Josiah Mueller, Director of Value Based Care, presented the 2020 Quality Measure Results. Full results and payer program scorecards may be found in the meeting materials. Due to major disruptions to the health care system in 2020 because of the public health emergency, quality results and scorecards are challenging to interpret and uncertainty remains for Program Year 2021 and beyond. Due to the inconsistent availability of benchmarks for all payer programs, Mr. Mueller presented measure rates and compared performance to prior year or across programs within a payer as feasible. Additional detail can be found in the meeting materials.

The Board discussed that there was little learning from the results because of the disruption

caused by the pandemic. However, the VBIF offers an opportunity for OneCare to meet participants where they are and mark progress. These data also offer the opportunity for comparison to national ACOs. OneCare is also looking at regional data and expects that there will be an opportunity to make granular comparisons. These quality results will be presented by the payers to GMCB on November 22 with OneCare in attendance.

VI. Public Comment

There were no comments from the public.

VII. Move to Executive Session

A Motion to move to Approve the Resolution to Move to Executive Session was made by S. LeBlanc, seconded by J. Sayles and was approved by a unanimous vote.

VIII. Votes

1. Executive Session Consent Agenda Items – Approved by Majority.

IX. Adjournment

Upon a Motion made, seconded, and approved by a unanimous vote, the meeting adjourned at 6:00 p.m.

**Attendance:**

OneCare Board Members

- |   |   |  |
|---|---|--|
| <input checked="" type="checkbox"/> Dan Bennett       | <input checked="" type="checkbox"/> Steve Gordon          | <input checked="" type="checkbox"/> Toby Sadkin, MD  |
| <input type="checkbox"/> Bob Bick                     | <input checked="" type="checkbox"/> Coleen Kohaut         | <input checked="" type="checkbox"/> John Saroyan, MD |
| <input checked="" type="checkbox"/> John Brumsted, MD | <input checked="" type="checkbox"/> Steve LeBlanc         | <input checked="" type="checkbox"/> John Sayles      |
| <input checked="" type="checkbox"/> Michael Costa     | <input checked="" type="checkbox"/> Sierra Lowell         | <input type="checkbox"/> Adriane Trout, MD           |
| <input checked="" type="checkbox"/> Betsy Davis       | <input checked="" type="checkbox"/> Stuart May            | <input checked="" type="checkbox"/> Cynthia Turner   |
| <input checked="" type="checkbox"/> Tom Dee           | <input checked="" type="checkbox"/> Robert Pierattini, MD | <input checked="" type="checkbox"/> Rick Vincent     |
| <input checked="" type="checkbox"/> Claudio Fort      |   |  |

S. Lowell joined the meeting at 4:36 p.m.

OneCare Risk Strategy Committee

- |   |                                     |  |
|---|-------------------------------------|--|
| <input checked="" type="checkbox"/> Dean French, MD | <input type="checkbox"/> Brian Nall | <input checked="" type="checkbox"/> Shawn Tester |
| <input type="checkbox"/> Steve Leffler, MD          |                                     |  |

OneCare Leadership and Staff

- |  |  |   |
|--|--|---|
| <input checked="" type="checkbox"/> Vicki Loner        | <input checked="" type="checkbox"/> Tom Borys    | <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"/> Derek Raynes | <input checked="" type="checkbox"/> Ginger Irish      |

Carrie Wulfman, MD

Josiah Mueller

Alida Duncan

Invited Guests

None.

DRAFT FOR APPROVAL