



OneCareVermont

**OneCare Vermont Accountable Care Organization, LLC
Board of Managers Meeting Agenda
January 15, 2019
5:00 p.m. – 7:00 p.m.
OneCare Vermont – Mountainside Conference Room**

<u>Time</u>	<u>Agenda Item</u>	<u>Presenter</u>
5:00 p.m.	Call to Order	Kevin Stone
5:02 p.m.	Approval of Minutes* <ul style="list-style-type: none"> • December 18, 21 and 27, 2018 Board of Managers Meeting 	Steve Leffler
5:05 p.m.	CEO Updates	Todd Moore
5:10 p.m.	OneCare Committee Updates <ul style="list-style-type: none"> • Executive Committee • Finance Committee* <i>Vote to Approve November Monthly P&L</i> • Population Health Strategy Committee • Patient and Family Advisory Committee 	Steve Leffler Todd Keating Steve Leffler Betsy Davis/Toby Sadkin
5:20 p.m.	CMO Update*	Norm Ward
5:25 p.m.	YTD (2018) Payer Program Summary Performance Update*	Tom Borys
5:30 p.m.	Public Comment	Steve Leffler
5:35 p.m.	OneCare Board of Managers Executive Session	Steve Leffler
6:30 p.m.	Votes <ol style="list-style-type: none"> 1. <i>Vote to Approve Resolution Amending Operating Agreement as Recommended by Executive Committee.</i> 2. <i>Vote to approve Resolution invoking Fraud and Abuse Waivers as allowed by Medicare and Medicaid</i> 3. <i>Vote to approve Resolution allowing Managers to amend Service Agreement</i> 	Steve Leffler
6:35 p.m.	Todd B. Moore Farewell	Board Members
7:00 p.m.	Adjourn	Steve Leffler

*Denotes Attachment

Attachments:

1. Draft of OneCare Board of Manager Minutes from December 18, 21, 27, 2018
2. November Financial P&L Report
3. CMO's Corner
4. 2018 YTD Payer Program Summary Dashboard Performance Report

Note: Reasonable expenses of managers for attendance at board meetings may be paid or reimbursed by OneCare Vermont.



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ONECARE VERMONT ACCOUNTABLE CARE ORGANIZATION, LLC
BOARD OF MANAGERS MEETING
DECEMBER 18, 2018

MINUTES

A meeting of the Board of Managers of OneCare Vermont Accountable Care Organization, LLC (“OneCare”) was held by phone on December 18, 2018.

I. Call to Order

Kevin Stone called the meeting to order at 4:36 p.m.

II. Minutes

The minutes from November 13, 2018 were approved unanimously.

III. CEO Update

Mr. Moore reminded the Board of the sensitivity around contract negotiations and that details of those discussions are confidential.

IV. Committee Updates

Executive Committee: The Committee discussed the recommendations of the Governance Ad-Hoc Committee which will be discussed in executive session. Mr. Stone thanked the Governance Ad-Hoc Committee for their work. The Committee also reviewed the Green Mountain Care Board budget review and approval process. Mr. Stone notified the Board that Lorne Babb and Tim Ford had both resigned their seats from the Board and thanked them for their service. The nomination process is near final and the vacant seats will be filled by February.

Finance Committee: The Finance Committee discussed the continued uncertainty of the Medicare rates and calculations. The committee was also updated on commercial payer negotiations and the 2019 Vermont Medicaid Next Generation final negotiations and financial model. The November financials were also endorsed for Board Approval. Upon a motion being made and seconded the October monthly financials were approved.

Population Health Strategy Committee: The committee met and endorsed the addition of four new members to the Population Health Strategy Committee: Dr. Breena Holmes, Jane Catton, Dr. Leah Costello, and Dr. Jennifer Gilwee. Upon a motion that was made and seconded, the four nominees to the population health strategy committee were approved unanimously by the Board. Additional topics of discussion included the Specialty Payment Reform Pilot and the Innovation Fund. The Innovation Fund RFP will be released later this week.



V. CMO Update

Dr. Norman Ward updated the Board on clinical activities that are highlighted in the CMO's Corner document in the public packet. The Clinical and Quality Advisory Committee had a presentation given by Sally Craft on Population Health initiatives at Dartmouth Hitchcock. There was also a progress update on the Medicare benefit enhancement waivers. The Pediatrics subcommittee had a presentation on asthma triggers and there was discussion around creating continuity of care for children in the custody of Department of Children and Family Services. The Patient and Family Centered Care Grand Rounds was held recently and was well attended.

VI. Program Updates:

Tom Borys updated the Board on the Year to Date Payer Program Summary Dashboard which has a new layout (included in the public packet). The new layout is designed to improve readability.

VII. Compliance:

Greg Daniels conducted the annual compliance training for the Board. Mr. Daniels highlighted the seven pillars of a compliance program, as well as reminding the Board members of their compliance obligations. See Slide deck provided in the public packet. It was noted that because OneCare is a provider led ACO, that conflict of interest can cause confusion. A discussion focusing on conflict of interest will be scheduled for a future board meeting

VIII. Public Comment:

There was no public comment.

IX. Recess

X. Executive Session

XI. Voting

- a. The Executive Session Minutes from November 13, 2018 were approved unanimously.
- b. The motion to change to the Operating Agreement to reflect necessary financial and tax requirements was approved by a supermajority of the Board.
- c. The motion to approve the Governance Ad-Hoc committee's recommendation regarding changes to the Board composition and to subsequently amend the Operating Agreement to reflect these changes was approved by a supermajority of the Board.
- d. The motion to authorized leadership to enter into contract with the Department of Vermont Health Access for the Vermont Medicaid Next Generation Program for 2019 was approved by a supermajority of the Board.
- e. The Motion to approve the 2019 Budget as approved by the Green Mountain Care Board was approved by a supermajority of the Board.
- f. The motion to approve the resolution authority leadership to enter in to a contract with Blue Cross Blue Shield of VT for the Qualified Health Plan Payer Program for 2019 contingent on all acceptable terms as outlined by leadership was approved by a supermajority of the board.



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XII. Other Business

There was no other business.

XIII. Adjourn

Upon a motion that was seconded, the meeting adjourned at 7:04 p.m.



Attendance:

OneCare Board Members

- | | | |
|---|---|---|
| <input checked="" type="checkbox"/> Sierra Lowell | <input type="checkbox"/> Steven Gordon | <input checked="" type="checkbox"/> Joseph Perras, MD |
| <input checked="" type="checkbox"/> Jill Berry-Bowen | <input checked="" type="checkbox"/> Todd Keating | <input checked="" type="checkbox"/> Judy Peterson |
| <input checked="" type="checkbox"/> John Brumsted, MD | <input type="checkbox"/> Steve LeBlanc | <input checked="" type="checkbox"/> Toby Sadkin, MD |
| <input checked="" type="checkbox"/> Betsy Davis | <input checked="" type="checkbox"/> Steve Leffler, MD | <input checked="" type="checkbox"/> John Sayles |
| | <input checked="" type="checkbox"/> Judy Morton | <input checked="" type="checkbox"/> Kevin Stone |
| | <input type="checkbox"/> Mary Moulton | |
| | <input checked="" type="checkbox"/> Pamela Parsons | |

OneCare Risk Strategy Committee

- | | |
|---|--------------------------------------|
| <input checked="" type="checkbox"/> Tom Dee | <input type="checkbox"/> Tom Manion |
| <input checked="" type="checkbox"/> Jeffrey Haddock, MD | <input type="checkbox"/> Anna Noonan |

OneCare Leadership and Staff

- | | | |
|---|--|--|
| <input checked="" type="checkbox"/> Todd Moore | <input checked="" type="checkbox"/> Tom Borys | <input checked="" type="checkbox"/> Linda Cohen Esq. |
| <input checked="" type="checkbox"/> Vicki Loner | <input checked="" type="checkbox"/> Sara Barry | <input checked="" type="checkbox"/> Spenser Wepler |
| <input checked="" type="checkbox"/> Karen Lee | <input type="checkbox"/> Susan Shane | <input checked="" type="checkbox"/> Amy Bodette |
| <input checked="" type="checkbox"/> Norm Ward, MD | <input type="checkbox"/> Joan Zipko | |
| <input checked="" type="checkbox"/> Greg Daniels | <input type="checkbox"/> Martita Giard | |



OneCareVermont

**ONECARE VERMONT ACCOUNTABLE CARE ORGANIZATION, LLC
SPECIAL BOARD OF MANAGERS MEETING
DECEMBER 21, 2018**

MINUTES

A Special Meeting of the Board of Managers of OneCare Vermont Accountable Care Organization, LLC (“OneCare”) was held by phone on December 21, 2018.

I. Call to Order

Kevin Stone called the meeting to order at 11:31 p.m.

II. Executive Session

III. Voting

- a. The motion to approve the resolution to enter in to a contract with Medicare for the Vermont Medicare ACO Initiative for 2019 contingent on all acceptable terms as outlined by leadership was approved by a supermajority of the board.

IV. Other Business

There was no other business.

V. Adjourn

Upon a motion that was seconded, the meeting adjourned at 12:04 p.m.



OneCareVermont

Attendance:

OneCare Board Members

- | | | |
|---|---|---|
| <input checked="" type="checkbox"/> Sierra Lowell | <input checked="" type="checkbox"/> Steven Gordon | <input type="checkbox"/> Joseph Perras, MD |
| <input checked="" type="checkbox"/> Jill Berry-Bowen | <input checked="" type="checkbox"/> Todd Keating | <input checked="" type="checkbox"/> Judy Peterson |
| <input checked="" type="checkbox"/> John Brumsted, MD | <input checked="" type="checkbox"/> Steve LeBlanc | <input checked="" type="checkbox"/> Toby Sadkin, MD |
| <input checked="" type="checkbox"/> Betsy Davis | <input checked="" type="checkbox"/> Steve Leffler, MD | <input checked="" type="checkbox"/> John Sayles |
| | <input checked="" type="checkbox"/> Judy Morton | <input checked="" type="checkbox"/> Kevin Stone |
| | <input checked="" type="checkbox"/> Mary Moulton | |
| | <input checked="" type="checkbox"/> Pamela Parsons | |

OneCare Risk Strategy Committee

- | | |
|--|--------------------------------------|
| <input type="checkbox"/> Tom Dee | <input type="checkbox"/> Tom Manion |
| <input type="checkbox"/> Jeffrey Haddock, MD | <input type="checkbox"/> Anna Noonan |

OneCare Leadership and Staff

- | | | |
|--|---|--|
| <input checked="" type="checkbox"/> Todd Moore | <input checked="" type="checkbox"/> Tom Borys | <input checked="" type="checkbox"/> Linda Cohen Esq. |
| <input checked="" type="checkbox"/> Vicki Loner | <input type="checkbox"/> Sara Barry | <input checked="" type="checkbox"/> Spenser Wepler |
| <input checked="" type="checkbox"/> Karen Lee | <input type="checkbox"/> Susan Shane | <input checked="" type="checkbox"/> Amy Bodette |
| <input type="checkbox"/> Norm Ward, MD | <input type="checkbox"/> Joan Zipko | |
| <input checked="" type="checkbox"/> Greg Daniels | <input type="checkbox"/> Martita Giard | |



OneCareVermont

**ONECARE VERMONT ACCOUNTABLE CARE ORGANIZATION, LLC
SPECIAL BOARD OF MANAGERS MEETING
DECEMBER 27, 2018**

MINUTES

A Special Meeting of the Board of Managers of OneCare Vermont Accountable Care Organization, LLC (“OneCare”) was held by phone on December 27, 2018.

I. Call to Order

Kevin Stone called the meeting to order at 12:05 p.m.

II. Executive Session

III. Voting

- a. As recommended by the Executive Committee, the Board approved by supermajority, a plan for interim CEO leadership and a plan for undertaking a search for a permanent CEO

IV. Other Business

There was no other business.

V. Adjourn

Upon a motion that was seconded, the meeting adjourned at 12:37 p.m.



OneCareVermont

Attendance:

OneCare Board Members

- | | | |
|---|---|---|
| <input type="checkbox"/> Sierra Lowell | <input checked="" type="checkbox"/> Steven Gordon | <input checked="" type="checkbox"/> Joseph Perras, MD |
| <input checked="" type="checkbox"/> Jill Berry-Bowen | <input checked="" type="checkbox"/> Todd Keating | <input checked="" type="checkbox"/> Judy Peterson |
| <input checked="" type="checkbox"/> John Brumsted, MD | <input checked="" type="checkbox"/> Steve LeBlanc | <input checked="" type="checkbox"/> Toby Sadkin, MD |
| <input checked="" type="checkbox"/> Betsy Davis | <input checked="" type="checkbox"/> Steve Leffler, MD | <input checked="" type="checkbox"/> John Sayles |
| | <input type="checkbox"/> Judy Morton | <input checked="" type="checkbox"/> Kevin Stone |
| | <input type="checkbox"/> Mary Moulton | |
| | <input checked="" type="checkbox"/> Pamela Parsons | |

OneCare Risk Strategy Committee

- | | |
|--|--------------------------------------|
| <input type="checkbox"/> Tom Dee | <input type="checkbox"/> Tom Manion |
| <input type="checkbox"/> Jeffrey Haddock, MD | <input type="checkbox"/> Anna Noonan |

OneCare Leadership and Staff

- | | | |
|--|--|--|
| <input type="checkbox"/> Todd Moore | <input type="checkbox"/> Tom Borys | <input checked="" type="checkbox"/> Linda Cohen Esq. |
| <input type="checkbox"/> Vicki Loner | <input type="checkbox"/> Sara Barry | <input checked="" type="checkbox"/> Spenser Wepler |
| <input type="checkbox"/> Karen Lee | <input type="checkbox"/> Susan Shane | <input checked="" type="checkbox"/> Amy Bodette |
| <input type="checkbox"/> Norm Ward, MD | <input type="checkbox"/> Joan Zipko | |
| <input type="checkbox"/> Greg Daniels | <input type="checkbox"/> Martita Giard | |

OneCare Vermont

Statement of Assets, Liabilities and Equity

November 30, 2018

	Current Month	Previous Month	Change
Cash - Unrestricted	444,553	\$ 4,168,550	\$ (3,723,998)
GMCB - Required Reserve Funding	1,100,000	\$ 1,100,000	\$ -
Additional Reserve Funding (CMS)	4,140,826	\$ 4,138,014	\$ 2,812
VBIF Funding	3,921,133	\$ 3,231,126	\$ 690,007
Advance Funding - VMNG	5,333,880	\$ 4,843,849	\$ 490,031
Network Receivable	1,288,766	\$ 1,420,891	\$ (132,125)
Accounts Receivable	3,714,597	\$ 2,771,869	\$ 942,728
Prepaid Expense	736,926	\$ 1,384,294	\$ (647,368)
Total Assets	20,680,680	\$ 23,058,593	\$ (2,377,914)
Unearned Revenue	2,062,514	\$ 2,714,848	\$ (652,333)
Accrued Expenses	202,518	\$ 312,604	\$ (110,086)
Network Payable	9,447,890	\$ 8,545,210	\$ 902,680
Due to UVMHN - CMS Reserve Funding	4,124,849	\$ 4,124,849	\$ -
Due to UVMHC - CY18	2,901,483	\$ 6,510,244	\$ (3,608,761)
Due to DHH - CY18	-	\$ 800,840	\$ (800,840)
Total Liabilities	18,739,254	\$ 23,008,593	\$ (4,269,339)
Capital Contribution UVMHC	970,713	\$ 25,000	\$ 945,713
Capital Contribution D-H H	970,713	\$ 25,000	\$ 945,713
Total Equity	1,941,426	\$ 50,000	\$ 1,891,426
Total Liabilities and Equity	20,680,680	\$ 23,058,593	\$ (2,377,913)

NOTE: This statement is created for the benefit of the member organizations of OneCare Vermont and is not representative of a GAAP Balance Sheet.

OneCare Vermont

2018 P&L

November 30, 2018

	Current Month	OCV YTD Actual	YTD Budget	\$ Variance Fav/(Unfav)	% Variance Fav/(Unfav)	Annual Budget	Rise VT YTD Actual	Adk ACO YTD Actual	OCV Total
VMNG Revenue	\$ 241,215	\$ 2,847,670	\$ 2,873,156	\$ (25,486)	-0.9%	\$ 3,134,352	\$ -	\$ -	\$ 2,847,670
VMNG PHM Program Pilot - Complex CC	\$ 417,342	\$ 2,603,115	\$ 2,731,708	\$ (128,593)	-4.7%	\$ 2,980,045	\$ -	\$ -	\$ 2,603,115
BCBSVT Reform Pilot Support	\$ 58,809	\$ 685,380	\$ 916,667	\$ (231,287)	-25.2%	\$ 1,000,000	\$ -	\$ -	\$ 685,380
Self-Funded Pilot Revenue	\$ 80,730	\$ 671,049	\$ 986,238	\$ (315,189)	-32.0%	\$ 1,075,896	\$ -	\$ -	\$ 671,049
CMS Medicare Blueprint Replacement	\$ 648,063	\$ 7,128,697	\$ 7,115,625	\$ 13,072	0.2%	\$ 7,762,500	\$ -	\$ -	\$ 7,128,697
SOV PHM Program Pilot - Primary Prevention	\$ -	\$ -	\$ 1,375,000	\$ (1,375,000)	-100.0%	\$ 1,500,000	\$ -	\$ -	\$ -
Informatics Infrastructure Support	\$ 291,667	\$ 3,208,334	\$ 3,208,333	\$ 0	0.0%	\$ 3,500,000	\$ -	\$ -	\$ 3,208,334
Other Grants/Contracts - RWJ	\$ -	\$ -	\$ 47,530	\$ (47,530)	-100.0%	\$ 51,851	\$ -	\$ -	\$ -
Other Grants/Contracts - Adirondack	\$ 18,000	\$ 198,000	\$ 198,000	\$ -	0.0%	\$ 216,000	\$ -	\$ -	\$ 198,000
Other Grants/Contracts - Cigna	\$ 11,607	\$ 127,680	\$ 95,333	\$ 32,347	33.9%	\$ 104,000	\$ -	\$ -	\$ 127,680
Other Revenue	\$ 78,992	\$ 118,227	\$ -	\$ 118,227	0.0%	\$ -	\$ 391,160	\$ 790,265	\$ 1,299,652
Participation Fees	\$ 1,449,945	\$ 15,949,392	\$ 16,920,815	\$ (971,423)	-5.7%	\$ 18,459,071	\$ -	\$ -	\$ 15,949,392
Total Income	\$ 3,296,370	\$ 33,537,544	\$ 36,468,405	\$ (2,930,862)	-8.0%	\$ 39,783,715	\$ 391,160	\$ 790,265	\$ 34,718,968
Basic OCV PMPM	\$ 329,271	\$ 3,687,925	\$ 4,382,593	\$ 694,668	15.9%	\$ 4,781,010	\$ -	\$ -	\$ 3,687,925
Care Coordination	\$ 452,925	\$ 5,148,247	\$ 6,475,995	\$ 1,327,749	20.5%	\$ 7,064,722	\$ -	\$ -	\$ 5,148,247
PCP Comprehensive Payment Reform Pilot	\$ 56,849	\$ 652,658	\$ 1,650,000	\$ 997,342	60.4%	\$ 1,800,000	\$ -	\$ -	\$ 652,658
VBIF	\$ 344,071	\$ 3,959,994	\$ 3,946,454	\$ (13,539)	-0.3%	\$ 4,305,223	\$ -	\$ -	\$ 3,959,994
Community Program Investments	\$ 27,762	\$ 592,100	\$ 1,446,133	\$ 854,033	59.1%	\$ 1,577,600	\$ -	\$ -	\$ 592,100
Blueprint	\$ 647,368	\$ 7,130,124	\$ 7,115,625	\$ (14,499)	-0.2%	\$ 7,762,500	\$ -	\$ -	\$ 7,130,124
		\$ -	\$ -	\$ -					
Salaries/Fringe	\$ 634,958	\$ 5,979,756	\$ 6,035,326	\$ 55,570	0.9%	\$ 6,583,992	\$ 242,335	\$ 696,496	\$ 6,918,587
Purchased Services	\$ 161,175	\$ 1,085,145	\$ 775,286	\$ (309,859)	-40.0%	\$ 845,766	\$ 11,895	\$ -	\$ 1,097,040
Contract & Maintenance	\$ 109,126	\$ 2,737,506	\$ 2,681,678	\$ (55,828)	-2.1%	\$ 2,925,467	\$ -	\$ -	\$ 2,737,506
Lease & Rental	\$ 24,473	\$ 219,988	\$ 294,297	\$ 74,309	25.2%	\$ 321,051	\$ -	\$ -	\$ 219,988
Utilities	\$ 3,432	\$ 65,386	\$ -	\$ (65,386)	0.0%	\$ -	\$ 2,078	\$ -	\$ 67,463
Other Expenses	\$ 215,213	\$ 387,289	\$ 1,665,019	\$ 1,277,730	76.7%	\$ 1,816,384	\$ 134,852	\$ 93,768	\$ 615,909
Total Expenses	\$ 3,006,621	\$ 31,646,116	\$ 36,468,405	\$ 4,822,290	13.2%	\$ 39,783,715	\$ 391,160	\$ 790,265	\$ 32,827,540
Net Income / (Loss)	\$ 289,748	\$ 1,891,428	\$ -	\$ 1,891,428		\$ -	\$ -	\$ -	\$ 1,891,428

1.15.18 OneCare Vermont CMO Corner

Norman Ward, MD

1. Regional Clinician Representative Recruitment and Orientation

OneCare Vermont will welcome at least six new Regional Clinician Representatives to our Clinical and Quality Advisory Committee in 2019. Some communities decide to split the role between two clinicians. Our three new Hospital Service Area communities (Randolph – Dr. Joshua White, Rutland – Drs. Phil Lapp and George Fjeld, St. Johnsbury – Dr. Michael Rouse) will send four and we await final names from Dartmouth Hitchcock and a replacement member from Bennington. These clinicians are very important to our mission of providing input to our clinical and quality committee and providing leadership in their communities for their Accountable Communities for Health/Community Collaborative assemblies, and as liaisons with their local medical communities about OneCare’s programs and data. Special effort will be devoted to orienting these individuals to the role and detailed understanding of OneCare Vermont.

2. Diabetes Learning Collaborative

The final all-day session of the diabetes learning collaborative sponsored in cooperation with the Vermont Blueprint for Health, Vermont Department of Health, CMS Quality Improvement Network, and OneCare was held on Friday 1.11.19. The collaborative has served 14 practices who have improved their care of people with diabetes with innovations in care delivery driven by quality improvement techniques.

3. Next Generation ACO: Care Management Affinity Group – 1.17.19

Dr. Ward will present to a national audience of other Medicare Next Generation ACOs as part of the participant “Affinity Group” to outline OneCare Vermont’s complex care coordination model, primary care and community agencies subsidies, training efforts, payer agnostic capitated primary care pilot, Care Navigator, and initial care coordination impact.

4. Medicare Benefit Waiver – Post Discharge Home Visits

Good progress has been made with completing arrangements and workflows to pilot using the University of Vermont Health Network Home Health and Hospice for providing these visits to discharged patients from Colchester Family Practice who would not otherwise qualify for skilled home health services. Unity Point, a sister Medicare Next Generation ACO in the Midwest believes these visits are demonstrating significant value to improve quality and reduce costs in their ACO. We look forward to spreading this waiver pilot to other interested communities.

5. Comprehensive Payment Reform Pilot 2019

The table below shows the growth in the CPR program in 2019. Orientation Webinars will be held on January 17 and 29.

#	HSA	Organization	CPR Program	New Entrant?
1	St. Albans	Cold Hollow Family Practice	Full Capitation	Returning
2	Burlington	Primary Care Health Partners	Full Capitation	Returning
3	Burlington	Thomas Chittenden Health Center	Full Capitation	Returning
4	Burlington	Richmond Family Medicine	Full Capitation	New Entrant
5	Bennington	Avery Wood	Partial Capitation	New Entrant
6	Bennington	Eric S. <u>Seyferth</u>	Partial Capitation	New Entrant
7	Burlington	Christopher J. Hebert	Partial Capitation	New Entrant
8	Burlington	Gene Moore	Partial Capitation	New Entrant
9	Burlington	Green Mountain Internal Medicine	Partial Capitation	New Entrant

6. OneCare Innovation Fund Request for Proposal Evaluation Process

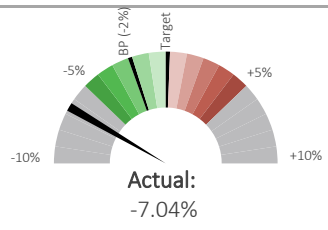
Members of the Board Population Health Strategy Committee have been identified who will assist in the process of reviewing the first round of proposals to be funded from the \$1M Innovation Fund in the 2019 OneCare Vermont budget. This process will include an orientation WebEx on 1.17.19, scoring of high potential applications between 2.8-2.11.19, a ranking retreat on 2.12.19, and full committee action at their 2.20.19 meeting.

PY2018 Target to Actual Performance Dashboard

OneCare Vermont Total
Reporting Period: Thru August 2018

Medicare claims paid through: 11/23/18
Medicaid claims paid through: 12/07/18
BCBS QHP claims paid through: 11/31/18

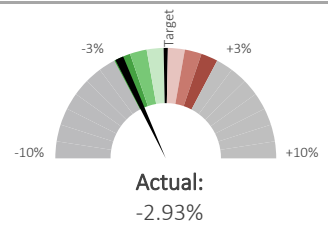
Medicare (36,123 active members)

Risk Settlement Status	
 <p style="text-align: center;">Actual: -7.04%</p>	292,336 Member Months (YTD)
	\$873 Target Total Cost PMPM ¹
	\$811 Actual Total Cost PMPM
	\$255,156,285 Target Total Cost ¹
	\$237,189,978 Actual Total Cost (FFS Equiv.)
	\$17,966,307 Under Target (Gross)
	\$10,206,251 Shared Savings²

FFS Equivalent PMPM Target to Actual			
	Target	Actual	Variance
Inpatient	\$ 253.21	\$ 257.15	\$3.94
Outpatient	\$ 265.06	\$ 230.65	(\$34.40)
Professional	\$ 155.99	\$ 132.96	(\$23.03)
DME	\$ 14.91	\$ 12.63	(\$2.28)
PAC	\$ 104.73	\$ 116.96	\$12.23
Confidential	\$ 61.23	\$ 61.23	\$0.00
Total (Gross)	\$ 855.12	\$ 811.58	(\$43.53)

Utilization PKPY Target to Actual			
	Target	Actual	Variance
Inpatient	177	220	43
Outpatient	31,746	33,087	1,341
Professional	19,525	20,245	721
DME	1,473	1,491	17
PAC	2,437	3,440	1,004
Confidential	N/A	N/A	N/A
Total (Gross)	N/A	N/A	N/A

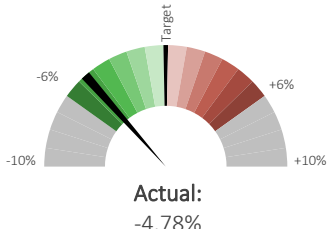
Medicaid (38,569 active members)

Risk Settlement Status	
 <p style="text-align: center;">Actual: -2.93%</p>	325,368 Member Months (YTD)
	\$247 Target Total Cost PMPM
	\$240 Actual Total Cost PMPM
	\$80,511,946 Target Total Cost
	\$78,154,422 Actual Total Cost
	\$2,357,524 Shared Savings³
	<i>\$6,592,119 FPP Savings⁴</i>

FFS Equivalent PMPM Target to Actual			
	Target	Actual	Variance
Inpatient	\$ 50.07	\$ 48.13	(\$1.95)
Outpatient	\$ 73.05	\$ 60.40	(\$12.66)
Professional	\$ 89.96	\$ 85.61	(\$4.35)
DME	\$ 6.52	\$ 5.55	(\$0.97)
PAC	\$ 3.40	\$ 3.82	\$0.41
Confidential	\$ 24.44	\$ 19.10	(\$5.34)
Total (Gross)	\$ 247.45	\$ 222.60	(\$24.85)

Utilization PKPY Target to Actual			
	Target	Actual	Variance
Inpatient	48	50	2
Outpatient	6,022	4,088	(1,934)
Professional	12,350	12,480	130
DME	322	366	45
PAC	325	362	38
Confidential	N/A	N/A	N/A
Total (Gross)	N/A	N/A	N/A

BCBS QHP (18,409 active members)

Risk Settlement Status	
 <p style="text-align: center;">Actual: -4.78%</p>	155,779 Member Months (YTD)
	\$531 Target Total Cost PMPM
	\$506 Actual Total Cost PMPM
	\$82,704,629 Target Total Cost
	\$78,747,275 Actual Total Cost
	\$3,957,354 Under Target (Gross)
	\$1,642,302 Shared Savings⁵

FFS Equivalent PMPM Target to Actual			
	Target	Actual	Variance
Inpatient	\$ 56.68	\$ 65.03	\$8.35
Outpatient	\$ 215.43	\$ 215.92	\$0.49
Professional	\$ 154.26	\$ 134.36	(\$19.90)
DME	\$ 6.41	\$ 6.08	(\$0.33)
Community	\$ 1.26	\$ 2.00	\$0.74
Confidential	\$ 96.87	\$ 82.16	(\$14.71)
Total (Gross)	\$ 530.91	\$ 505.55	(\$25.36)

Utilization PKPY Target to Actual			
	Target	Actual	Variance
Inpatient	26	24	(2)
Outpatient	3,405	3,546	141
Professional	9,490	9,814	324
DME	230	253	23
Community	61	89	27
Confidential	N/A	N/A	N/A
Total (Gross)	N/A	N/A	N/A

Footnotes:

- ¹Includes Blueprint payment of \$5,175,000 (\$18 PMPM) which accounts for 2% of Medicare Total Cost of Care
- ²Represents shared savings/losses taking into consideration the risk corridor and 80% share for Medicare
- ³Represents shared savings/losses taking into consideration the risk corridor
- ⁴FPP (Fixed Prospective Payment) Savings are not part of the cash settlement for Medicaid
- ⁵Represents shared savings/losses taking into consideration the risk corridor, paid to allowed ratio and 50% share for BCBS QHP

NOTICE: All data produced by OneCare VT is for the sole use of its contracted OneCare VT Participants and must not be distributed to other individuals or entities who do not hold a legally binding contract with OneCare VT. These materials are confidential and may only be used in connection with OneCare VT activities. The use of these materials is subject to the provisions of the Business Associate Agreement and/or Participation or Collaboration Agreement with OneCare VT.



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ONECARE VERMONT ACCOUNTABLE CARE ORGANIZATION, LLC
BOARD OF MANAGERS MEETING
JANUARY 15, 2019

MINUTES

A meeting of the Board of Managers of OneCare Vermont Accountable Care Organization, LLC (“OneCare”) was held at OneCare offices, 356 Mountain View Drive, Colchester, VT on January 15, 2019.

I. Call to Order

Steve Leffler called the meeting to order at 5:05 p.m.

II. Minutes

The minutes from the meetings held on December 18, 21 and 27, 2018 were approved unanimously.

III. CEO Update

Todd Moore acknowledged that this is his last Board meeting and thanked the board members (past and present) for their commitment to OneCare and their attendance and meaningful participation at all of the Board meetings over the past 6 years. He noted that it has been a privilege to serve OneCare and that he is proud of the work that Vermont has accomplished. Mr. Moore also noted that the Blue Cross Blue Shield Letter of Agreement for 2019 was finalized and signed this week.

IV. Committee Updates

Executive Committee: The Committee discussed interim CEO transition planning, invoking of fraud and abuse waivers, the Board Governance for 2019 and payer program updates.

Finance Committee: The Finance Committee discussed the plan for analyzing the updated Medicare numbers. They also discussed the specialist payment reform pilot and how that will function. CMS notified OneCare that they will not be able to process All Inclusive Population Based claims until February which is an issue for hospitals. One participating hospital has identified a methodology to help the reconciliation process from 2018, and other hospitals are now testing that process to determine if it might work for them as well. The monthly Financials for November were reviewed. Upon a motion that was seconded, November Monthly Financials were approved unanimously by the Board.

Population Health Strategy Committee: The Committee discussed the release of the Innovation Fund RFP. There is a lot of interest from the network and the applications will be due January 31st.



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Patient and Family Advisory Committee: The Committee discussed their previous meeting in which the Healthcare Advocate was in attendance. The PFAC members felt uncomfortable with the format and style of the meeting and felt it was “investigatory”. They discussed possible plans for how to address the HCA meeting next time. They group then discussed some of the major projects OneCare will be working on going forward.

V. CMO Update

Dr. Norman Ward updated the Board on clinical activities that are highlighted in the CMO’s Corner document in the public packet. Sara Barry gave an update on the Innovation Fund RPF process, including the screening criteria and mentioned she expects many submissions. There will be webinars for potential applicants to learn more about the process as well.

VI. Program Updates:

Tom Borys updated the Board on the Year to Date Payer Program Summary Dashboard. He noted the favorable performance over benchmarks; and that Medicare exceeds corridor on the positive side and shared savings are expected.

VII. Public Comment:

There was no public comment.

VIII. Recess

IX. Executive Session

X. Voting

- a. The Executive Session Minutes from the meetings held on December 18, 21 and 27, 2018 were approved unanimously.
- b. A Motion to approve Kevin Stone’s first day as interim CEO as January 28, 2019 was approved by a supermajority of the Board.
- c. A Motion to appoint Dr. Steve Leffler to replace Kevin Stone as Chair of the Board of Managers was approved by a supermajority of the Board.
- d. A Motion to appoint Joe Perras, MD as Vice Chair of the Board and a member of the Executive Committee was approved by a supermajority of the Board.
- e. A Motion to appoint Joe Perras, MD to the Executive Committee was approved by a supermajority of the Board.
- f. A Motion to appoint Steve Gordon to the Executive Committee was approved by a supermajority of the Board.
- g. A Motion to approve the Resolution Amending the Operating Agreement and including a directive that management identify a primary care candidate for the open independent physician seat was approved by a supermajority of the Board.



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- h. A Motion to approve Tomasz Jankowski's nomination to the Board to fill the mental health/substance abuse manager seat was approved by a supermajority of the board.
- i. A Motion to approve the Resolution Invoking the Fraud and Abuse Waivers was approved by a supermajority of the Board.
- j. A Motion to approve the Resolution allowing Management finalize the Administrative Services Agreement with the University of Vermont Medical Center was approved by a supermajority of the Board.

XI. Adjourn

Upon a motion that was seconded, the meeting adjourned at 6:11 p.m.

DRAFT FOR APPROVAL



Attendance:

OneCare Board Members

- | | | |
|---|---|---|
| <input checked="" type="checkbox"/> Jill Berry-Bowen | <input checked="" type="checkbox"/> Steve Leffler, MD | <input checked="" type="checkbox"/> Judy Peterson |
| <input checked="" type="checkbox"/> John Brumsted, MD | <input checked="" type="checkbox"/> Sierra Lowell | <input checked="" type="checkbox"/> Toby Sadkin, MD |
| <input checked="" type="checkbox"/> Betsy Davis | <input checked="" type="checkbox"/> Judy Morton | <input checked="" type="checkbox"/> John Sayles |
| <input checked="" type="checkbox"/> Steven Gordon | <input checked="" type="checkbox"/> Mary Moulton | <input checked="" type="checkbox"/> Kevin Stone |
| <input checked="" type="checkbox"/> Todd Keating | <input checked="" type="checkbox"/> Pamela Parsons | |
| <input checked="" type="checkbox"/> Steve LeBlanc | <input checked="" type="checkbox"/> Joseph Perras, MD | |

OneCare Risk Strategy Committee

- | | |
|--|--------------------------------------|
| <input type="checkbox"/> Tom Dee | <input type="checkbox"/> Tom Manion |
| <input type="checkbox"/> Jeffrey Haddock, MD | <input type="checkbox"/> Anna Noonan |

OneCare Leadership and Staff

- | | | |
|---|--|--|
| <input checked="" type="checkbox"/> Todd Moore | <input checked="" type="checkbox"/> Tom Borys | <input checked="" type="checkbox"/> Linda Cohen Esq. |
| <input checked="" type="checkbox"/> Vicki Loner | <input checked="" type="checkbox"/> Sara Barry | <input checked="" type="checkbox"/> Spenser Wepler |
| <input checked="" type="checkbox"/> Karen Lee | <input type="checkbox"/> Susan Shane | <input checked="" type="checkbox"/> Amy Bodette |
| <input checked="" type="checkbox"/> Norm Ward, MD | <input checked="" type="checkbox"/> Joan Zipko | |
| <input checked="" type="checkbox"/> Greg Daniels | <input type="checkbox"/> Martita Giard | |