

ACO BOARD OF DIRECTORS MEETING November 13, 2019 – 5:30 PM

The ACO Board of Directors meeting was held on November 13, 2019 at the North Broward Hospital Health District Corporate Spectrum location, 1800 Northwest 49 Street, Suite 110, Fort Lauderdale, Florida, 33309.

NOTICE

Notice of the meeting is attached to the official Minutes as EXHIBIT I. The official Agenda for this meeting, as presented for the consideration of the Board, is attached to the Minutes as EXHIBIT II and EXHIBIT III.

I. CALL TO ORDER

There being a quorum present, the meeting was called to order by Gino Santorio at 5:30 PM.

ACO BOARD OF DIRECTORS

Present: Gino Santorio, President/CEO
Aldo Calvo, MD
Joshua Lenchus, DO
Avinash Persad, MD
Robert Raggi, MD
Jon Albee
Modesto Gato

Not Present: Keith Foster, MD
Husman Khan, MD

Additionally Present:
Alan Goldsmith, CAO; Katy Branch, Manager, Clinical Research Systems; Cathy Lebeau/Senior Associate General Counsel; Gavin Malcolm/Director, Population Health; Mark Sprada/Vice President, Strategy & Clinical Operations; Denise Tomon/Senior Executive Assistant to President/CEO

II. APPROVAL OF MINUTES October 9, 2019 (EXHIBIT 11)

Approval of the ACO Board of Directors Meeting minutes, dated October 9, 2019.

MOTION It was *moved* by Mr. Santorio, *seconded* by Dr. Calvo, to:
Approve the ACO Board of Directors meeting minutes, dated October 9, 2019.

Motion *carried* unanimously.

III. SYSTEM UPDATES--Alan Goldsmith

a. Board Approval of Compliance Officer, Brian Kozik

Mr. Goldsmith expressed to the Board the importance of assigning a compliance officer to the ACO to develop and document an effective compliance program. The resume of Broward Health's Chief Compliance Officer, Brian Kozik, was shared for their consideration. Mr. Goldsmith recommended the Board make a motion to appoint Mr. Kozik, who will delegate the responsibility to one of his employees. This person will attend Board meetings and provide updates with Mr. Kozik maintaining oversight of the compliance program.

MOTION: It was *moved* by Mr. Albee, *seconded* by Dr. Lenchus that:

The ACO Board appoint Brian Kozik as Chief Compliance Officer of the ACO.

Motion *carried* unanimously.

b. Budget

Broward Health just ended its fiscal year and exceeded budgeted targets, which were ratified at the last Board of Commissioners meeting. There was a downturn in September followed by an upswing in October.

c. Vice President of Managed Care

A new vice president of managed care was hired who will have a very active role in helping the ACO with payer contracts. He will start within the next few weeks.

d. Procurement Code

A new Procurement Code went into effect September 1st. Information will be brought to the next meeting for an overview.

e. Corporate Integrity Agreement (CIA)

The Board of Commissioners certified, for the first time in four years, that we have an effective compliance program in place for our fourth year. There is less than one year left in the CIA, as it will end on August 30, 2020.

Mr. Goldsmith announced that he holds Strategic Planning meetings every Monday with Mr. Sprada and Mr. Malcolm to operationalize aspects of the ACO as it moves forward and will provide monthly progress reports to the Board.

IV. COMMITTEE UPDATES—Dr. Calvo and Mr. Malcolm

a. Clinical Practice Guidelines and Protocols

Dr. Calvo and Mr. Malcolm reported they have presented to several different committees--most recently to the Medical Executive Committee at Broward Health Medical Center. They will be visiting Broward Health North to discuss with the physicians and encourage participation in the ACO.

b. Quality Oversight and Utilization

The Committee met on October 12th to review guidelines and outcomes with Dr. Marcu and to discuss where to drill down to identify trends. Trends will be communicated to community and employed physicians to help them adhere to guidelines, and if possible, help them achieve their goals and surpass benchmarks.

- i. Cigna and AvMed Utilization Opportunities
Mr. Malcolm presented and discussed in detail comparison data from Cigna and AvMed that included components of total medical costs, risk scores, and quality and utilization measures. From this data comparison, he outlined different utilization opportunities and emphasized the need to be proactive in getting annual visits completed, reducing inpatient ER utilization and addressing generic dispensing rates.
- c. Infrastructure & Data Analytics
 - i. Ms. Branch presented Population Health solution platforms and modules that will be used to support the ACO. These platforms will gather data from different sources and integrate the information to allow physicians and care managers to visualize and drill down into measures and patient records. She also gave an overview of what is coming next with each platform and announced training will begin at the end of the month and in January.
- d. Patient Engagement: Reported by Mr. Goldsmith
 - i. Call Center Update: A full time employee has been hired to oversee the Call Center which is on track to go-live in January. The Call Center will be open 18-hours a day, with one phone number--answered by a live person to assist patients in booking primary care and follow up office visits.
 - ii. There will also be a nurse on-call 24-hours a day that will also go-live in January.
 - iii. Next steps include bringing clinics on, physical therapy, occupational therapy and screenings.
 - iv. Development of an app is in progress that will be followed by a bot where a live person will answer questions.
 - v. An Executive Steering Committee was created and meets every two weeks to discuss marketing strategies and campaign initiatives.

V. LEGAL UPDATE--PROVIDER SERVICES AGREEMENT

Mr. Goldsmith thanked everyone for providing positive feedback on the contracts. Ms. Lebeau reported that a draft was sent to outside council to come up with a more final version. She explained that the basic intent of the agreement is to have a contract between the ACO and providers so that we know which providers are actually in the ACO, and that the providers understand expectations. Compensation will also be outlined in the contract and reflect fair market value.

VI. NEW BUSINESS

At the next ACO meeting, Mr. Goldsmith would like to discuss how costs associated with the ACO will be allocated and documented, whether it be a policy or contract. This item will be added to the December agenda.

VII. BOARD MEMBER COMMENTS

No comments.

MINUTES

VIII. ACO BOARD CALENDAR

Due to the upcoming holiday season, Mr. Goldsmith proposed to the Board to move the December meeting to January. All were in favor.

IX. ADJOURNMENT : 6:30 PM

MOTION Mr. Santorio asked for a motion to adjourn. It was *moved* by Dr. Lenchus, *seconded* by Dr. Calvo, to:

Adjourn the ACO Board of Directors meeting.

Motion *carried* unanimously.

APPROVED