

### ACO BOARD OF DIRECTORS MEETING February 15, 2021 – 5:30 PM

The Regular meeting of the ACO Board of Directors was held electronically via WebEx video conference.

#### 1. NOTICE

Notice of this 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.

#### 2. CALL TO ORDER

There being a quorum present, the meeting was called to order by President Foster, M.D. at 5:30 PM.

#### 3. ROLL CALL:

##### BOARD MEMBERS

*Present:* Keith Foster, M.D. President  
Jon Albee  
Aldo Calvo, MD  
Husman Khan, MD  
Avinash Persad, MD

*Not Present:* Joshua Lenchus, DO

*Additionally Present:* Alan Goldsmith, EVP, Chief Operating Officer; Brian Kozik, SVP, Compliance and Privacy Officer; Gavin Malcolm, Director, Population Health; Nicholas Ortiz, Sr. Associate, General Council; Lucia Pizano-Urbina, Director, AVP, Focus Arrangements Auditing, Corporate Compliance; David Weisman, VP, Managed Care

#### 4. PUBLIC COMMENTS: None

#### 5. APPROVAL OF ACO MINUTES – (EXHIBIT 11)

President Foster, M.D. asked for approval of the January 13, 2021 ACO Board Meeting Minutes.

**MOTION** It was *moved* by Mr. Albee, *seconded* by Dr. Calvo to:

**Approve the minutes dated January 13, 2021.**

Motion *carried* unanimously.

#### 6. OPEN BOARD POSITIONS:

- Bring an employee from the finance department to fill the position of Modesto Gato who resigned on January 15, 2021, and to provide a resume to the Board to vote on at the next

1800 Northwest 49th Street, Suite 110, Ft. Lauderdale, 33309

meeting. Mr. Albee concurred and stated to proceed.

- Dr. Raggi has transitioned out of the organization leaving a CMO position as Broward Health Imperial Point and this Board. Mr. Goldsmith recommended to leave this position open until a new CMO is hired for that department. President Foster, M.D. asked if there were any objections—there were none.

**7. BROWARD HEALTH SYSTEM UPDATE:** Mr. Goldsmith reported the following:

- **CEO Update:** The Board of Commissioners interviewed three very qualified candidates last week and decided to offer the position to Shane Strum. Mr. Strum is the Chief of Staff for Governor DeSantis, and he accepted the position. He will start next month, and the System is thrilled to have him. His background included being on the Board of Commissioners for the South District for eight years, and also an employee of the South District in strategic planning. Mr. Strum's skill set will help in the next chapter of our journey--brand recognition.

**8. CORPORATE COMPLIANCE:** Mr. Kozik discussed the following:

The Annual Conflict of Interest Survey will be released on April 1, 2021 and emailed to each Board Member. The email will come from a system called Compliance 360. At next month's meeting, a copy of what the email will look like will be shared with the Board. The email will include instructions on how to complete the six-question survey and how to save it. The surveys will then be routed to Compliance and if there is any potential or actual conflict of interest, they will be reviewed appropriately.

**9. MEDICARE ACO:** Mr. Goldsmith stated that we are not currently in a Medicare ACO but are striving toward that goal. He asked Mr. Malcolm to proceed with the following overview for the Board:

- We are in the process of applying for Medicare ACO status, and with that, there are different metrics being worked through to incorporate into Cerner to allow information to be generated.
- The distinct difference between a regular ACO and a Medicare ACO is that community physicians cannot be part of two ACO's and a Medicare ACO. Therefore, as we go through the application process, Mr. Ortiz recommended to bring in outside legal counsel, Russell Marcus, who have expertise in this area.
- Russell Marcus suggested a cost of \$30,000 to include \$5,000 for review of documents through Board approval, then \$25,000 after Board approval towards the application process with a 2022 completion date.

Mr. Ortiz and Mr. Malcolm asked for feedback from the Board and recommended making the ACO application process a standing order over the next few months. During that time, monthly invoices from outside counsel will be brought to the Board to monitor charges. Mr. Goldsmith added that the cost is within the ACO budget and already approved.

**10. SUBCOMMITTEE UPDATES:**

10.1. Clinical Guidelines Committee: Mr. Malcolm reported:

- Fourteen Guidelines are completed

- One in process
- Three for approval
- Twenty are pending

The three Guidelines for Board approval included: 2020 COA Medication Review Guideline, 2020 COA Pain Assessment Guideline and the 2020 COA Depression Screening Guidelines.

President Foster, M.D., entertained a motion to approve the subcommittee Guidelines.

**MOTION** It was *moved* by Mr. Albee, *seconded* by Dr. Khan to:

**Approve the Clinical Guidelines subcommittees recommendations for the 2020 COA Medication Review Guideline, 2020 COA Pain Assessment Guideline and 2020 COA Depression Screening Guidelines.**

Motion *carried* unanimously.

10.2. Clinical Outcomes and Utilization: Mr. Malcolm reported:

The committee meeting was deferred for January 2021. Cigna was having data issues on their side and our IT department was excellent in responding and addressing problems. Updated information will be brought to the Board in February.

- Payer Quality Reports: None at this time

10.3. Infrastructure & Data Analytics: Mr. Malcolm reported:

The Cost and Utilization module kick off happened today and the data validation has begun. The module will show progress being made--not only for Broward Health, but more importantly for the ACO cost containment. The dashboards are very impressive, and validations will continue over the next three weeks. Mr. Malcolm stated he hopes to present a picture of the dashboards and data infrastructure updates at the next Board meeting. The go-live date will be in May. As previously stated, the module will provide the infrastructure needed to prepare for the Medicare Shared Savings application.

10.4. Patient Engagement: Mr. Malcom reported:

Over the course of January, the number of patients contacted was 7,265—a trend up from the previous month and 537 appointments were scheduled. As of May 2020, the total number of patients contacted is 59,007 with the total number of appointments at 4,545.

10.5. Physician Engagement: Mr. Malcom reported:

The physician contracting process increased by one since last month bringing the total to twenty-five. The process has slowed since the COVID-19 scheduling began; however, two additional physicians were identified and are in process.

Physician refusals remain the same as last month at nineteen, with the majority stating they are active in another ACO.

- Active in other ACO - 10
- Concerns regarding payment - 4
- Other-contracting language -3 (all getting ready to retire)
- No reason given -2

## **11. BOARD MEMBER COMMENTS / OPEN FORUM**

No comments or questions were brought

## **12. NEXT ACO BOARD MEETING:**

Next ACO Board of Director's meeting will be held on March 10, 2021 at 5:30 PM via WebEx.

## **13. ADJOURNMENT : 6:02 PM**

President Foster, M.D. entertained a motion to adjourn.

**MOTION** It was *moved*, by Mr. Albee, *seconded* by President Foster, M.D. to:

**Adjourn the February ACO Board of Directors meeting.**

Motion *carried* unanimously.

APPROVED