

**HHC ACO INC.
MINUTES OF THE
BOARD OF DIRECTORS MEETING
November 25, 2019
125 Worth Street, 5th Floor
Board Room
New York City**

PARTICIPATED BY PHONE (DID NOT VOTE):

John Ulberg
Warren Seigel, M.D.

ATTENDEES

BOARD MEMBERS

Mitchell Katz, M.D.
Dave Chokshi, M.D.
Gary Kalkut, M.D.
Israel Rocha, Jr.
Andrea Cohen
Luis Marcos, M.D.
Jasmin Moshirpur M.D.
Hyacinth Peart

HHC ACO INC. STAFF

Adam Aponte, M.D.
Stanislav Seleznyov
Shunsuke Ito
Michael Levitin
Nancy Barnicle

NYC HEALTH + HOSPITALS STAFF

Joanna Weiner

OTHER ATTENDEES

Lori Donnell

CALL TO ORDER

The meeting of the Board of Directors of HHC ACO Inc. (the “Board”) (the “ACO”) was called to order by Dr. Dave Chokshi, CEO of the ACO, at 2:06 PM. Dr. Chokshi was given authorization by Dr. Mitchell Katz to preside over the Board Meeting as Chair until his meeting entrance.

OLD BUSINESS

The Board unanimously voted to approve the minutes of the September 5, 2019 meeting without correction or modification.

NEW BUSINESS

Dr. Chokshi opened the meeting with CEO updates. Dr. Chokshi: welcomed Hyacinth Peart as the newest member of the Board; introduced Ms. Lori Donnell, who will be joining as a new Voting Member representing Community Partners starting January 2020; and confirmed that Dr. Adam Aponte was formally appointed as the permanent Chief Medical Officer of the ACO. Dr. Chokshi announced that with the release of Performance Year 2018 results, the ACO achieved another year of shared savings, resulting in six consecutive years of shared savings through the Medicare Shared Savings Program (MSSP). Dr. Chokshi highlighted that the ACO is the only one in New York State and one of only 18 in the nation to earn six consecutive years of shared savings in MSSP.

Dr. Aponte provided the details of the ACO's 2018 and historical financial and quality performances. Following the discussion of these performances by the Board, Dr. Aponte informed the Board that the ACO was given a requirement to complete a Corrective Action Plan (CAP) by the Centers for Medicare & Medicaid Services (CMS). He spoke on strategies to improve ACO-8 (All Condition Readmissions) and ACO-38 (Unplanned Admissions for Patients with Multiple Chronic Conditions) quality measures by utilizing the following services and tools in response to CMS: Community Care services, Epic Healthy Planet, RHIO data, and visits to partner sites.

Dr. Chokshi introduced the distribution model for the earned shared savings from Performance Year 2018. He reminded the Board that the distribution model for the two-sided risk contract will not be implemented until the next performance year's distribution. The Board discussed the Team Fund and the previously proposed distribution model for the next performance year.

Upon hearing there were no further questions, Dr. Chokshi presented the following resolution to the Board.

Authorizing the Chief Executive Officer of the ACO to negotiate and execute an amendment to the ACO Participation Agreements and Collaborator Agreements consistent with the savings distribution methodology set forth in the Proposed 2018 Shared Savings Allocation (Exhibit B), and distribute the 2018 Performance Payment in accordance with such Agreements as amended.

The motion to adopt the resolution was duly seconded and unanimously approved by the Board.

Dr. Aponte informed the Board that the next steps required to complete the distribution of the earned shared savings were: signing Amendments to the Participant/Collaborator Agreements and the Doctors Council Agreements; and that the ACO is on schedule to distribute by the end of February.

Dr. Aponte shared a proposed quarterly timeline for future meetings in 2020. He proposed that educational sessions be held during those quarterly meetings when formal resolutions are not on the agenda. The Board discussed and agreed to scheduling quarterly meetings.

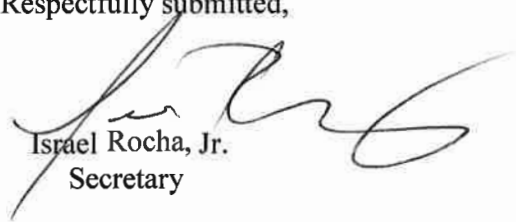
Dr. Chokshi stated that the ACO will complete documentation with participants for distribution of the earned shared savings for Performance Year 2018.

Dr. Katz stated that the ACO should continue to excel in the Preventive Health quality domain and work on improving domains and measures. He thanked the Board for their time and participation.

ADJOURNMENT

There being no further business, Dr. Katz adjourned the meeting at approximately 3:02 PM.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Israel Rocha, Jr.', is written over the typed name and title.

Israel Rocha, Jr.
Secretary