

**HHC ACO INC.
MINUTES OF THE
BOARD OF DIRECTORS MEETING
September 29, 2020**

**Conducted via Webex as permitted by NYS Governor's Executive Order 202.1 and 202.24
New York City**

ATTENDEES

BOARD MEMBERS

Andrea Cohen, Esq.
Lori Donnell
Gary Kalkut, M.D.
Luis Marcos, M.D.
Jasmin Moshirpur, M.D.
Hyacinth Peart
Israel Rocha
Warren Seigel, M.D.
Matthew Siegler, Esq.
John Ulberg

NYC HEALTH + HOSPITALS STAFF

Nancy Barnicle
Shunsuke Ito
Michael Levitin
Stanley Liang
Stanislav Seleznyov
David Stevens, M.D.
Joanna Weiner, Esq.

CALL TO ORDER

The meeting of the Board of Directors of HHC ACO Inc. (the "Board") (the "ACO") was called to order by Mr. Matthew Siegler, CEO of the ACO, at 3:33 PM. Mr. Siegler was given authorization by Dr. Mitchell Katz to preside over the Board Meeting as Chair due to his absence.

OLD BUSINESS

The Board unanimously voted to approve the minutes of the May 21, 2020 meeting without correction or modification.

NEW BUSINESS

Mr. Siegler opened the meeting and introduced Dr. David Stevens as the new Chief Medical Officer of the ACO.

Mr. Siegler presented the ACO's performance from Performance Year 2019. The ACO earned 92.17% for its quality performance and \$4,621,337 in Performance Payment.

Mr. Michael Levitin, Associate Director of Quality Management for the ACO, presented the details of the ACO's quality performance from Performance Year 2019. The ACO had significant performance improvements in the Ambulatory Sensitive Condition Acute Composite and the Risk Standardized All Condition Readmissions metrics.

Dr. Stevens presented the ACO's care model, with primary and short-term strategies, for its high-risk patients.

Mr. Siegler proposed use cases for the ACO Reinvestment Fund. He stated that plans on how the ACO will use this fund will be presented at the next Board meeting.

Mr. Siegler presented the distribution model for the earned Performance Payment from Performance Year 2019. Mr. Siegler highlighted that the new distribution model would allow physicians to earn higher proportion of the earned Performance Payment when compared to the current model.

Upon hearing there were no further questions, Matthew Siegler 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 distribution methodology set forth in the Proposed 2019 Performance Payment Allocation (Exhibit B), and distribute the 2019 Performance Payment in accordance with such Agreements as amended.

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

Mr. Siegler presented the distribution process and timeline, and stated that the ACO is targeting to complete the distribution by the end of January 2021.

Mr. Siegler reminded that the next Board meeting will be held in December 2020. The financial audit for Fiscal Year 2020 and the finalized distribution amounts will be presented at the meeting.

ADJOURNMENT

There being no further business, Matthew Siegler adjourned the meeting at approximately 4:15 PM.

Respectfully submitted,


Israel Rocha, Jr.
Secretary