

**HHC ACO INC.
MINUTES OF THE
BOARD OF DIRECTORS MEETING**

November 30, 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

Warren Seigel, M.D.

Matthew Siegler

John Ulberg

NYC HEALTH + HOSPITALS STAFF

Nancy Barnicle

Jozef Dubroja

Nicole Fleming

Shunsuke Ito

Michael Levitin

Stanley Liang

James Linhart

Catherine Patsos, Esq.

Stanislav Seleznyov

David Stevens, M.D.

Gina Siddiqui, M.D.

Joanna Weiner, Esq.

Jay Weinman

OTHER ATTENDEES

Bryce Becker

Eliud Rivera

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 2:02 PM. Because Dr. Katz was unable to attend the meeting, he had authorized Mr. Siegler to preside over the Board Meeting as Chair due to his absence.

OLD BUSINESS

The Board unanimously voted to approve the minutes of the September 29, 2020 meeting without correction or modification.

NEW BUSINESS

Mr. Siegler opened the meeting and announced Mr. Israel Rocha's departure, recommending Ms. Nicole Jordan-Martin to fill the vacant as Director position, and nominating Ms. Andrea Cohen to serve as Secretary.

Upon hearing there were no further comments or questions, Mr. Siegler presented the following resolutions to the Board:

Recommending that New York City Health and Hospitals Corporation, the ACO's Sole Member, elect Nicole Jordan-Martin to serve as a Director of the ACO, until her resignation or removal in accordance with the By-Laws of HHC ACO Inc.; and

Electing Andrea Cohen, Esq., to serve as Secretary of the ACO, until her resignation or removal in accordance with the By-Laws of HHC ACO Inc.

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

Jay Weinman and Jozef Dubroja, from the NYC Health + Hospitals Corporate Comptroller's office, announced there was a clean comment from the Grant Thornton Audit Team and summarized the compiled financial statements (income statement and balance sheet) to the Board. Mr. Weinman then introduced Bryce Becker, from Grant Thornton, who presented the report as an independent auditor to NYC Health + Hospitals and the ACO.

Upon hearing no further comments or questions, Mr. Siegler presented the following resolution to the Board:

Acceptance by the Board of Directors of the ACO of the report prepared by Grant Thornton LLP, the ACO's independent auditors, regarding the audited financial statements of the ACO for the fiscal year ended June 30, 2020.

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

Mr. Siegler presented the finalized PY 2019 distribution payments to the ACO Participants and outlined the distribution process and timeline, stating that the ACO is targeting to complete the distribution by the end of January 2021.

Dr. Stevens presented the ACO's ongoing clinical initiatives for its high-risk patients, and reviewed how the ACO is planning to spend the ACO Reinvestment Fund to bolster critical ACO functions for continued success in the MSSP.

Mr. Siegler and Shunsuke Ito presented on changes to CMS rules for MSSP ACOs including proposed changes in rates of change in expenditures, quality performance, quality metrics and determination of shared savings.

Mr. Siegler reminded that the next Board meeting was scheduled to be held in February 2021. The appointment of Board Officers and an update on PY 2019 performance payment distribution will be presented at the meeting.

ADJOURNMENT

There being no further business, Matthew Siegler adjourned the meeting at approximately 2:53 PM.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'ACohen', written in a cursive style.

Andrea Cohen, Esq.
Secretary