

**HHC ACO INC.
MINUTES OF THE
BOARD OF DIRECTORS MEETING
December 14, 2021
New York City**

**Conducted via WebEx as permitted by Article 7 of the Public Officer's Law (as amended
by Part E of Chapter 417 of the Laws of 2021)**

ATTENDEES

BOARD MEMBERS

Richard Becker, M.D.
Andrea Cohen, Esq.
Lori Donnell
Nicole Jordan-Martin
Gary Kalkut, M.D.
Mitchell Katz, M.D.
Jasmin Moshirpur, M.D.
Hyacinth Peart
Warren Seigel, M.D.
Matthew Siegler
John Ulberg

NYC HEALTH + HOSPITALS STAFF

Monique Bean
Jozef Dubroja
Nicole Fleming
Shunsuke Ito
Michael Levitin
Stanley Liang
James Linhart
Catherine Patsos, Esq.
Stanislav Seleznyov
Leland Soiefer, M.D.
David Stevens, M.D.
Joanna Weiner, Esq.
Jay Weinman

Other

David Gross, Community Healthcare Network
Eliud Rivera, Grant Thornton
Dana Wilson, Grant Thornton

CALL TO ORDER

The meeting of the Board of Directors of HHC ACO Inc. (the “Board”) was called to order by Dr. Mitchell Katz, Chair of the Board, at 4:02 PM.

OLD BUSINESS

The Board unanimously voted to approve the minutes of the October 7, 2021 meeting without modification.

NEW BUSINESS

Jay Weinman, the NYC Health + Hospitals Comptroller, announced there was a clean comment from the Grant Thornton Audit Team and summarized the compiled financial statements (income statement and balance sheet) for the Board. Mr. Weinman then introduced Dana Wilson, from Grant Thornton, who presented the independent audit report to the Board.

Upon hearing no further comments or questions, Dr. Katz presented the following resolution:

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, 2021.

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

Mr. Matthew Siegler, CEO of the ACO, presented the finalized PY 2020 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 2022.

Mr. Siegler presented the updated ACO’s Performance Year 2021 Expenditure Projections, and MSSP Benchmark Expenditure Calculations, which were based on CMS data from January – September 2021. Mr. Siegler explained that the ACO is not projected to generate any earned shared savings for the ACO in Performance Year 2021, and will not owe money to CMS. Mr. Siegler explained that there are three factors that influence the shared savings calculation (i) CMS limits how much the risk adjustment can change in the ACO program, and the risk adjustment does not capture the severity of our patients -- the current risk adjustment is capped at 3% per year, based on CMS guidelines and our case mix index increased 40% from 2018 to 2021, due to improved accuracy in our medical record documentation. (ii) The historical benchmark is built on a calculation using the years 2016, 2017 and 2018, before our significant revenue cycle enhancements and the Epic conversion, which improved the quality of our documentation and billing. (iii) Fee for Service growth rates around the region.

Mr. Siegler presented on concerns from other ACOs on the Risk Adjustment Calculations. Capping any increase in the risk adjustment does not account for risk score growth, and the

current risk adjustment methodology may not adjust for changes in health status among continuously assigned beneficiaries between the benchmark and performance years.

Dr. David Stevens, CMO of the ACO, presented the ACO's ongoing clinical initiatives for its high-risk patients; Urgent Access, Social Support, Home Nursing and Transportation. Dr. Stevens presented a barriers breakdown on the top 200 highest utilizer patients, and on the plan for 2022.

Mr. Siegler reminded the Board that its next meeting will be held in February 2022. The appointment of Board Officers and an update on PY 2020 performance payment distribution will be presented at the meeting.

ADJOURNMENT

There being no further business, Mr. Siegler adjourned the meeting at approximately 4:55 PM.

Respectfully submitted,

**Andrea G.
Cohen**

Digitally signed by Andrea
G. Cohen
Date: 2022.02.25
17:38:14 -05'00'

**Andrea Cohen, Esq.
Secretary**