



**HHC ACO INC.
ANNUAL SOLE MEMBER MEETING
FOR CALENDAR YEAR 2025**

February 26, 2026

At 1:00 p.m.

**50 Water Street
New York City**

AGENDA

CALL TO ORDER

OLD BUSINESS

1. Approve and adopt minutes of the HHC ACO Inc. ("ACO") Membership meeting held on December 19, 2024 (Exhibit A)

NEW BUSINESS

2. Update by ACO Chief Operating Officer Megan Meagher on Network Development: New ACO Participants for PY 2026
3. RESOLUTION Authorizing that each of the following persons be elected, effective immediately, to serve as a Director of HHC ACO Inc. ("ACO") Board of Directors in accordance with the laws of the State of New York, until such person's successor is duly elected and qualified, subject to such person's earlier death, resignation, removal, or termination of his or her employment with any entity that has executed an ACO Participation Agreement or ACO Agreement
4. REPORT by ACO Chief Operating Officer Megan Meagher on the ACO's PY 2024 Performance Results and on the PY 2025 Shared Savings Forecast
5. REPORT by ACO Medical Director Anthony Okolo, M.D. on the ACO's PY 2024 Quality Performance Final Results, PY 2024 Reporting Methods Compared, Quality Threshold & Shared Savings, High-Utilizer Workflow, and on Reducing Avoidable Admissions

ADJOURNMENT

EXHIBIT A

HHC ACO INC. ANNUAL SOLE MEMBER MEETING – DECEMBER 19, 2024 FOR CALENDAR YEAR 2024

As Reported by: Dr. José Pagán

Committee Members Present: Dr. José Pagán, Dr. Mitchell Katz, Freda Wang, Dr. Vincent Calamia, Jackie Rowe-Adams, Dr. Patricia Marthone, Erin Kelly, Shadi Chamany, Karen St. Hilaire, Dr. H. Jean Wright II – joined at 1:29 pm
– Sally Hernandez-Piñero listening virtual.

The 2024 Annual Sole Member Meeting of HHC ACO Inc., NYC Health + Hospitals' subsidiary not-for-profit Accountable Care Organization ("ACO"), convened on December 19, 2024 at 1:12 p.m. Dr. José Pagán, Chair of the NYC Health + Hospitals Board of Directors called the meeting to order to discuss historical program performance and governance matters.

Dr. Pagán noted for the record that Shadi Chamany will be representing Dr. Michelle Morse, Erin Kelly will be representing Anne Williams-Isom and Karen St. Hilaire is representing Molly Wasow Park - all in a voting capacity.

Upon motion made and duly seconded the minutes of the November 30, 2023 Annual Sole Member Meeting was unanimously approved.

The Board considered the following resolution:

Authorizing that each of the following persons be elected, effective immediately, to serve as a Director of HHC ACO Inc. (the "ACO") Board of Directors in accordance with the laws of the State of New York, until such person's successor is duly elected and qualified, subject to such person's earlier death, resignation, removal, or termination of his or her employment with any entity that has executed an ACO Participation Agreement or ACO Agreement:

Mitchell Katz, M.D.;

Matthew Siegler, Esq.;

John Ulberg, Jr., M.P.H.;

Andrea Cohen, Esq.;

Nicole Jordan-Martin, M.P.A.;

Hyacinth Peart, a Medicare beneficiary Director;

A Director who shall be the Chief Executive Officer of Physician Affiliate Group of New York, P.C. ("PAGNY");

A Director to be named by NYC Health + Hospitals to represent physicians employed by New York University Grossman School of Medicine and providing

services in NYC Health + Hospitals facilities, as specified in a writing by NYC Health + Hospitals that is delivered to the Chairman of the ACO;

A Director to be named by the Icahn School of Medicine at Mount Sinai, doing business as Mt Sinai Elmhurst Faculty Practice (the “Elmhurst FPP”), as specified in a writing by the Elmhurst FPP that is delivered to the Chairman of the ACO;

A Director to be named by PAGNY, as specified in a writing by the PAGNY CEO that is delivered to the Chairman of the ACO; and

A Director to be named by Community Healthcare Network, Inc. (the “Non-Affiliate Participant”), as specified in a writing by such Non-Affiliate Participant that is delivered to the Chairman of the ACO.

The motion was duly made, seconded and unanimously approved by the Board.

INFORMATION ITEMS

CEO Update

Matthew Siegler, Chief Executive Officer of HHC ACO Inc., reported on the ACO’s PY 2023 Performance Results, the PY 2024 Shared Savings Forecast, and on the contract renewal.

CMO Update

Dr. Anthony Okolo, Medical Director of HHC ACO Inc., reported on the PY 2023 Quality Performance Results, and on the ACO’s plan for Reducing Avoidable Admissions by presenting a Driver Diagram.

FOLLOW-UP ITEMS:

There were no follow-up items.

ADJOURNMENT

There being no old business, nor new business, the meeting was adjourned at 1:39 pm.

RESOLUTION

RESOLUTION OF NEW YORK CITY
HEALTH AND HOSPITALS CORPORATION (the “CORPORATION”)

Authorizing that each of the following persons be elected, effective immediately, to serve as a Director of HHC ACO Inc. (the “ACO”) Board of Directors in accordance with the laws of the State of New York, until such person’s successor is duly elected and qualified, subject to such person’s earlier death, resignation, removal, or termination of his or her employment with any entity that has executed an ACO Participation Agreement or ACO Agreement:

Mitchell Katz, M.D.;

Theodore Long, M.D.;

John Ulberg, Jr., M.P.H.;

Andrea Cohen, Esq.;

Nichola Davis, M.D.;

Hyacinth Peart, a Medicare beneficiary Director;

A Director who shall be the Chief Executive Officer of Physician Affiliate Group of New York, P.C. (“PAGNY”);

A Director to be named by PAGNY, as specified in a writing by the PAGNY CEO that is delivered to the Chairman of the ACO;

A Director to be named by NYC Health + Hospitals to represent physicians employed by New York University Grossman School of Medicine and providing services in NYC Health + Hospitals facilities, as specified in a writing by NYC Health + Hospitals that is delivered to the Chairman of the ACO;

A Director to be named by the Icahn School of Medicine at Mount Sinai, doing business as Mt Sinai Elmhurst Faculty Practice (the “Elmhurst FPP”), as specified in a writing by the Elmhurst FPP that is delivered to the Chairman of the ACO; and

A Director to be named by Community Healthcare Network, Inc., Urban Health Plan, Inc., and Union Community Health Center, Inc., (the “Non-Affiliate Participants”), as specified in a writing by such Non-Affiliate Participants that is delivered to the Chairman of the ACO.

WHEREAS, the ACO was established as a subsidiary to NYC Health + Hospitals, and the ACO’s By-Laws designate NYC Health + Hospitals as the Sole Member of the ACO; and

WHEREAS, the ACO’s By-Laws state that Directors of the ACO shall be elected annually by the Member.

NOW, THEREFORE, BE IT

RESOLVED, that the Member hereby authorizes that each of the following persons be elected, effective immediately except as noted below, to serve as a Director of the ACO Board of Directors in accordance with the laws of the State of New York, until such person's successor is duly elected and qualified, subject to such person's earlier death, resignation, removal, or termination of his or her employment with any entity that has executed an ACO Participation Agreement or ACO Agreement:

Mitchell Katz, M.D.;

Theodore Long, M.D.;

John Ulberg, Jr., M.P.H.;

Andrea Cohen, Esq.;

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A Director to be named by NYC Health + Hospitals to represent physicians employed by New York University Grossman School of Medicine and providing services in NYC Health + Hospitals facilities, as specified in a writing by NYC Health + Hospitals that is delivered to the Chairman of the ACO;

A Director to be named by the Icahn School of Medicine at Mount Sinai, doing business as Mt Sinai Elmhurst Faculty Practice (the "Elmhurst FPP"), as specified in a writing by the Elmhurst FPP that is delivered to the Chairman of the ACO; and

A Director to be named by Community Healthcare Network, Inc., Urban Health Plan, Inc., and Union Community Health Center, Inc., (the "Non-Affiliate Participants"), as specified in a writing by such Non-Affiliate Participants that is delivered to the Chairman of the ACO.



NYC Health + Hospitals Accountable Care Organization

Annual Sole Member Meeting

February 26, 2026



Megan Meagher
COO of HHC ACO Inc.

Anthony Okolo, MD
Medical Director of HHC ACO Inc.

- Approve and Adopt Meeting Minutes
- Network Development: PY 2026 New Participants
 - Urban Health Plan
 - Union Community Health Center
- HHC ACO Inc. Board of Directors
 - Resolution
- COO Updates
 - PY 2024 Performance Results
 - PY 2025 Shared Savings Forecast
- Medical Director Updates
 - PY 2024 Quality Performance
 - PY 2024 Reporting Methods Compared
 - Quality Threshold & Shared Savings
 - High-Utilizer Workflow
 - Reducing Avoidable Admissions

Urban Health Plan (UHP)

- One of NY State's largest FQHC networks, serving ~89,000 patients annually.
- 12 community health centers, 12 school-based centers, 2 mental health facilities.
- Mission: Improve community health through affordable, comprehensive primary & specialty care.
- MSSP attribution of ~250 patients

Union Community Health Center (UCHC)

- Bronx-based community provider with 100+ years of service.
- Comprehensive medical, dental, behavioral health, PT/OT, and walk-in services for patients.
- Mission: Provide integrated, accessible care regardless of insurance or ability to pay for services.
- MSSP attribution of ~100 patients

Authorizing that each of the following persons be elected, effective immediately, to serve as a Director of HHC ACO Inc. (the “ACO”) Board of Directors in accordance with the laws of the State of New York.

NAME	GROUP REPRESENTED
Mitchell Katz, M.D.	NYC Health + Hospitals
Theodore Long, M.D.	NYC Health + Hospitals
John Ulberg, Jr., M.P.H.	NYC Health + Hospitals
Andrea Cohen, Esq.	NYC Health + Hospitals
Nichola Davis, M.D.	NYC Health + Hospitals
Hyacinth Peart	Medicare Beneficiary
Edward Chew, M.D.	Physician Affiliate Group of New York, P.C.
Warren Seigel, M.D.	Physician Affiliate Group of New York, P.C.
Gary Kalkut, M.D.	NYC Health + Hospitals, recommended by NYU to represent their physicians practicing at NYC Health + Hospitals
Joan Curcio, M.D.	Mt. Sinai Elmhurst Faculty Practice
Daniel Napolitano, M.D.	Non-Affiliated Participants (Community Healthcare Network, Union Community Health Center, and Urban Health Plan)

PY 2024 Performance Results 12 Consecutive Years of Success

Performance Results for the third agreement period:

	PY 2019	PY 2020	PY 2021	PY 2022	PY 2023	PY 2024	Total (2019-2024)
Savings to Medicare (\$)	7,799,972	15,712,618	5,451,716	10,907,994	8,314,840	9,809,718	57,996,858
Quality Score (%)	92.17%	96.87%	79.54%*	74.65%*	80.92%*	78.06%*	-
Earned Performance Payment (\$)	4,621,337	11,415,300	4,007,011	8,017,376	6,111,407	7,210,143	41,382,574

Total Savings and Earned Performance Payment (2013-2024):

- Total Savings to Medicare: \$101,796,459
- Total Earned Performance Payment: \$60,455,803

* New ACO
Quality Scoring
Methodology

Projections based on CMS data from 2025 indicate that the ACO will be able to earn shared savings and will not owe money to CMS

- Projected Savings/losses: **\$723** per beneficiary
- Projected Threshold to earn Shared Savings: **\$639** per beneficiary

Per Beneficiary Expenditure	2025 Q1	2025 Q2	2025 Q3
Estimated Benchmark	\$16,467	\$16,635	\$16,677
Estimated Expenditure	\$14,555	\$15,711	\$15,954
Savings/Losses	\$1,912	\$924	\$723
Minimum Savings/Losses	±\$617	±\$630	±\$639
Eligible to Earn Shared Savings	Yes	Yes	Yes

Factors not controlled

- Risk adjustments
- Incomplete claims

PY 2024 Quality Metric Performance

Measure Name	H+H ACO 2023	H+H ACO 2024	All ACOs 2024 Average	Rank
CAHPS Survey (Composite=10 questions)	3.61	3.60	6.67	Bottom Third
30-Day All-Cause Unplanned Readmission Rate*	16.1	16.3	15.2	Bottom Third
Depression Screen + f/u	67.26	68.68	53.18	Top Third
Diabetes: Hemoglobin A1c Poor Control (> 9%)*	28.02	28.53	23.88	Middle Third
HTN Control	71.09	72.85	72.43	Middle Third
Breast Cancer Screening	78.26	80.00	80.93	Middle Third

Overall Quality Score 2024	
78.06 (CMS WI- Counted)	53.91 (CQM- Not Counted)

Quality Threshold= 77.05

* A lower rate corresponds to higher performance

PY 2024 Reporting Methods Compared

1. Web Interface Reporting (being phased out after PY 2024)

Measure Name	H+H ACO 2023	H+H ACO 2024
CAHPS Survey (Composite Score)	3.61	3.60
30-Day, All-Cause Unplanned Readmission Rate for MIPS Groups*	16.1%	16.3%
All-Cause Unplanned Admissions for Patients with MCCs*†	—	—
Falls Risk Screen	86.35	79.6
Influenza Immunization	67.92	67.11
Tobacco Screen + f/u	83.33	81.82
Depression Screen + f/u	92.18	85.77
Colorectal CA Screen	77.20	75.08
Breast CA Screen	78.26	80.00
Statin for CVD †	95.20	94.34
Diabetes: Hemoglobin A1c Poor Control (> 9%)*	11.02	11.64
Depression Remission †	31.82	12.20
HTN control	70.29	79.84

ACO population only

2. eCQM/MIPS CQM Reporting (only option after PY 2024)

Measure Name	H+H ACO 2023	H+H ACO 2024
CAHPS Survey (Composite Score)	3.61	3.6
30-Day, All-Cause Unplanned Readmission Rate for MIPS Groups*	16.1%	16.3%
All-Cause Unplanned Admissions for Patients with MCCs*†	—	—
Diabetes: Hemoglobin A1c Poor Control (> 9%)*	28.02	28.53
Depression Screen + f/u	67.26	68.68
HTN control	71.09	72.85

**Entire H+H and External
Partner population**

Overall Quality Score 2024

78.06 (CMS WI- Counted)

53.91 (CQM- Not Counted)

* A lower rate corresponds to higher performance

- Earn maximum shared savings (75%) in 2025 if:
 1. Final Quality Score that meets or exceeds the 40th Percentile (**77.05**)
 - Or
 2. Meet or exceed 10th Percentile in outcome measure (readmissions, DM or HTN), and

Meet or exceed 40th Percentile on 1 other measure

*** With option #2, even with a final quality score of 53.91, we still would have earned the maximum shared savings***

- Can earn partial shared savings if meet 10th Percentile in a measure - (75% x Final Score)

Reducing Avoidable Admissions

Key Population	2025 Goals	Milestones achieved
CHF	All patients with CHF receive Ambulatory Care CHF Care Standards	- CHF Guidebooks completed and distributed systemwide - Progress with DNA collaboration on mining Ejection Fractions for CHF Registry - CHF Hotline Pilot for 2025 complete and under review - Optimized EPIC functionality for effective follow up (Secure Chat, Note Template etc)
Frail Elderly	Implement universal screening for Geriatric risks in Primary Care	- AWV Workflow expanded to Woodhull and Belvis PC - AVW Pre-visit planning questionnaire for EPIC MyChart finalized. - Plan to pilot Q1 of 2026 - Select facilities to pilot waiting room tablets - Inaugural Workgroup for AWV rollout created - Focus on developing Health Maintenance Topic for AWV components in EPIC
High-Utilizer	All high-utilizing patients receive Primary Care High-Utilizer Care Standards	- Over 4100 patients referred to site ACO teams - Notable improvements in post discharge phone calls and appointments from 2024 2025 Performance Score Cards (metrics: 3-day follow up call, 14 day follow up appointment) were sent to facilities
Post Acute Care Coordination	All patients discharged from SNF will be reintegrated into Primary Care	- Completed IT Demand Phase establishing PACMAN portal for the ACO - Training sessions for PACMAN Portal ongoing with providers and admin staff - Finalizing incorporation of SNF discharges into high utilizer report - Implementation launch 2026
CKD	Explore opportunities for optimizing CKD care to delay dialysis	- Diagnostic Capture Pilot Launched at Kings in collaboration with Pop Health ~42% 1/2025 to ~65% 7/2025 - Home Testing Kit pilot launched at Queens - Comanagement Workshop curriculum finalized for launch in 2026



Appendix

Performance Results All Contract Years

	PY 2013	PY 2014	PY 2015	PY 2016	PY 2017	PY 2018
Assigned Beneficiaries	12,369	13,294	12,241	10,042	10,293	10,569
Total Savings (\$)	7,428,094	7,122,016	13,118,302	3,592,166	5,276,973	7,262,050
Quality Score (%)	100.00%	75.78%	94.16%	90.15%	84.40%	83.39%
Earned Performance Payment (\$)	3,639,766	2,644,605	6,052,364	1,586,859	2,182,360	2,967,275

	PY 2019 (Jan - Jun)	PY 2019 (Jul-Dec)	PY 2020	PY 2021	PY 2022	PY 2023	PY 2024	Total (2013-2024)
Assigned Beneficiaries	11,026	9,092	9,268	8,434	7,623	6,616	5,469	
Total Savings (\$)	3,343,801	4,456,171	15,712,618	5,451,716	10,907,994	8,314,840	9,809,718	101,796,459
Quality Score (%)	92.17%	92.17%	96.87%	79.54%	74.65%	80.92%	78.06%	
Earned Performance Payment (\$)	1,540,960	3,080,377	11,415,300	4,007,011	8,017,376	6,111,407	7,210,143	60,455,803
	4,621,337							

- CMS Web Interface
 - Traditional/legacy reporting type (retired in 2024)
 - **Manual chart abstraction**, pre-set benchmarks that do not change
 - ACO only population, sample of 249 patients/measure
- MIPS CQM (Clinical Quality Measure)
 - Reporting standard for 2024 and beyond
 - Benchmarks based on historical performance, changes each year
 - **Electronic reporting** from EMR, Flat file Excel format
 - Entire outpatient population of H+H (>500,000 pts)
- eCQM (electronic Clinical Quality Measure) Reporting (2024 and beyond)
 - Same as MIPS CQM except directly created by EMR, QRDA file format