



OneCare Vermont

OneCare Vermont Accountable Care Organization

Board of Managers Resolution

April 14, 2022

WHEREAS, as part of its strategic planning the Board has adopted a strategy focus of elevating data and analytics capabilities to support OneCare's health care provider partners; and

WHEREAS, the fulfillment of those strategic goals necessarily includes some materials changes to the current data analytics systems and arrangements to meet the growing data analytic needs as we emerge out of the pandemic and expand our risk accountability and fixed payment arrangements; and

WHEREAS the expectations of OneCare's network are to receive timely, accurate, and meaningful data through which actionable insights are identified and acted upon to drive performance and success under value based contracts while maintaining sustainable operating costs and desiring for operational efficiencies, where possible; and

WHEREAS, management has presented a strategic plan for the advancing analytics function of OneCare at both the March 2022 and April 2022 meetings of the Board, including forecasts of cost and savings; and

WHEREAS, the Board has had sufficient opportunity to discuss and consider the requested changes to the OneCare analytics function;

BE IT RESOLVED by the Board of Managers (the "Board") of OneCare Vermont Accountable Care Organization, LLC ("OneCare"), as endorsed by the Executive Committee, as follows:

1. Management of OneCare is hereby AUTHORIZED to pursue the following arrangement for OneCare's analytics functions:
 - a. OneCare will commence planning for the transition in 2022 from in house data analytics services to UVMHN as a contracted analytics vendor, with a roadmap to complete the transition no later than December 31, 2023;



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- b. The contractual relationship between UVMHN and OneCare for the data analytics services, including tools, systems, and personnel, will be based on a scope of work and service expectations provided through a deliverables-based arrangement with UVMHN;
 - c. OneCare will name a designee to manage the data analytics contractual relationship with UVMHN to ensure progress to OneCare's strategic goals regarding data analytics, including ensuring the provider network is receiving high quality data analytics services;
 - d. OneCare and UVMHN will negotiate a 2023 Master Services Agreement that will establish obligations and responsibilities for, *inter alia*:
 - i. The custodianship, management, reporting, security and sharing of Data;
 - ii. Accountabilities, deliverables, personnel services, performance standards, and direct support to OneCare's network.
2. Each of the following general Conditions applies to each contract described in this Resolution:
- a. Management will provide the Board with updates on the progress of the actions to effectuate this Resolution at least quarterly;
 - b. The Agreements will be, in all material respects, consistent with the terms presented to Board, including cost projections as estimated, as well as those specified herein;
 - c. The Agreements' terms are acceptable from the compliance, privacy, and legal perspectives;
 - d. The Agreements are approved by all regulators with jurisdiction and program payers as required.