

To: Children's Community Physicians Association
Board of Directors

From: Kena Norris, Executive Director

Re: Minutes of Monday, September 12, 2016 CCPA Board of Directors Meeting

Members Present

Dov Shapiro, MD
Sheri Ross, MD
Michael Siegel, MD
Tim Geleske, MD
Guy Randolph, MD
Valerie Kimball, MD
Douglas Ashley, MD
Mary Hall, MD
Jonathan Necheles, MD
Ushma Patel, MD
Rebecca Unger, MD

Members Absent

Susan Sirota, MD
Alison Gehle, MD
Virginia DePaul, MD

Others Present

Kena Norris, MJ, FACHE
LaVonna Swilley, MBA
Anika Walker

1. Call to order

Dov Shapiro, MD

The Children's Community Physicians Association Board of Directors meeting was held on Monday, September 12, 2016 at McCormick and Schmick's, Skokie, IL. Dr. Dov Shapiro, President, called the meeting to order at 7:23 p.m.

- A. *Motion 1: To approve minutes from the 06/06/2016 Special Board of Directors Meeting Creating Our Future Together (Attachment 1).* The motion was made, seconded and unanimously approved.

2. Report from the Treasurer

Michael Siegel, MD

The YTD financial statements were reviewed by Dr. Siegel. CCPA has added nine new members since the beginning of the year. The 2016 budget revealed CCPA is over budget for the Board of Directors (BOD)/Committee Meeting line item due to the BOD's retreats held at the Field Museum and Shallots Bistro. The budget also showed no expenditures for CCPA staff salary and benefits, which were prepaid to Lurie Children's in 2015.

- A. *Motion 2: To approve Treasurer's Report for YTD Financial Statement as of 07/31/2016 (Attachment 2).* The motion was made, seconded and unanimously approved.

3. Report from the President

Dov Shapiro, MD

A. CCPA CIN Board Appointments

Dr. Shapiro explained that the Lurie Children's Health Partners Clinically Integrated Network (CIN) chairperson's position rotates between the Children's Faculty Practice Plan (FPP) and CCPA. Due to personal reasons, Dr. Shapiro is unable to fulfill this role. Therefore, he proposed that Dr. Sherri Ross serve as the next CIN Chairperson. Dr. Shapiro also proposed to officially reappoint Dr. Mary C. Hanley to the CIN board for a full term of two years.

- A. *Motion 3: To approve the reappointment of Dr. Hanley.* The motion was made, seconded and unanimously approved.

- B. *Motion 4: To approve the nomination of Dr. Ross as the new CCPA Chairperson of the CIN Board of Directors.* The motion was made, seconded and unanimously approved.

Dr. Siegel inquired if CCPA will sign another CIN partnership agreement at the end of the three-year contract since there are no commercial payor agreements in over two years. Dr. Shapiro stated that the Aetna contract is completed so communication will be distributed to members shortly. Dr. Shapiro also reported a Blue Cross Blue Shield contract, with performance incentives that will sit on top of individual practices' contracts, will be completed by January 2017.

B. CCPA/PP Board Ethics Committee

Dr. Shapiro stated he is looking for board members to serve on the CCPA/PP Board Ethics Committee. The committee members will train new CCPA/PP board of directors and create and enforce board expectations. Volunteers will be compensated for their time. Five board members volunteered: Dr. Ross, Dr. Kimball, Dr. Necheles, Dr. Randolph and Dr. Hall.

Action: Dr. Shapiro to email the ethics committee to confirm their new role and responsibilities.

C. CIN Update – Aetna Contract

Dr. Shapiro stated that Aetna has the best contracted rates. Dr. Hall agreed with Dr. Shapiro as she used the contract model which showed a 4.5% increase.

D. Credentialing Committee Update (Attachment 3)

Dr. Shapiro stated CCPA passed its managed care audits and he commended LaVonna Swilley for her work.

A. *Motion 5: To approve the Credentialing Committee Report as of 09/12/2016 (Attachment 3).* The motion was made, seconded and unanimously approved.

4. Report from the Executive Director

Kena Norris MJ, FACHE

A. CCPA Annual Meeting

Ms. Norris reported that CCPA had record attendance at the last two annual meetings. Due to the outstanding feedback regarding CCPA's speaker, Dr. Richard Tuck, Lurie Children's Hospital has decided to use him as a speaker for their annual coding event.

CCPA reached out to Dr. Linda Parsi, who is also a presenter for the American Academy of Pediatrics, to speak at the next CCPA annual meeting. However, Dr. Parsi is unavailable in May because her daughter is graduating from medical school. Therefore, Ms. Norris requested suggestions from the CCPA Board regarding a speaker for the 2017 annual meeting.

Dr. Shapiro suggested Chip Hart as a speaker for the next annual meeting. No other suggestions were given. Ms. Norris invited board members to email her with their speaker recommendations by September 30, 2016. If no other suggestions are received, Ms. Norris will reach out to Chip Hart regarding his availability for the 2017 annual meeting.

B. CCPA Bylaw Amendment Vote

Ms. Norris discussed the proposed bylaw amendments, which creates an associate membership for Lurie Children's employed practices and allows board representation for up to four (4) members from the same member practice. Ms. Norris reported that Dr. Shapiro, Dr. Gehle, and she received questions and concerns from practices regarding the bylaw amendment changes. However, if a majority vote is not received, CCPA will send out reminders to members who have not returned their ballot.

C. Town & Country Pediatrics

Ms. Norris reported, per Dr. Shapiro's directive, CCPA has already moved forward with credentialing Town and Country's pediatricians in preparation of CCPA members approving the associate member bylaw amendment.

D. CIN Partnership Taxation

Ms. Norris reported that she recently received K-1s from the CIN Executive Director, Scott Wilkerson, for 2014 and 2015. CCPA's accountant, Ms. Lori Stadler, mentioned that she was not made aware of the LCHPCIN partnership during the 18 months of CIN transition planning. Per Ms. Stadler, CCPA will now have to amend our tax returns for the past two years and pay taxes on the remaining capital balance for 2014.

The CCPA board discussed how to prevent this from happening in the future. The results of the discussion was to bring this issue up at the next CIN board meeting.

E. Cigna Fee Schedule

Ms. Norris reported that CCPA has been having issues with obtaining fee schedules from Cigna. Ms. Norris suggested engaging CCPA's attorney, Rob McCann, to assist with obtaining the fee schedules if Cigna's management continues to be unresponsive. The board agreed that Cigna is obligated to provide fee schedules to CCPA and that legal representation is warranted.

F. Healthcare Associates Credit Union (Attachment 4)

Ms. Norris explained that CCPA funds are currently with Chase Bank, but are only FDIC insured up to \$250,000. Ms. Norris would like move some of CCPA funds to Healthcare Associates Credit Union (HACU), which can insure funds up to \$500,000. Ms. Norris stated that the Illinois Chapter of American Academy of Pediatrics as well as Lurie's Children's are using HACU for banking purposes.

In addition, HACU can provide additional benefits for CCPA members for their banking needs such as competitive business loans. There was a discussion about CCPA Purchasing Partners (CCPAPP) being a subsidiary of CCPA after the GPO restructure and whether CCPA and CCPAPP would be consider separate accounts for banking purposes.

Action: Ms. Norris and staff will follow up with HACU to determine if CCPA and CCPAPP are considered separate accounts and confirm the insured amounts. Once determined, Dr. Siegel will approve the transfer of funds into the new HACU account.

A. *Motion 6: To approve the Healthcare Associates Credit Union as CCPA's second banking institution.* The motion was made, seconded, and unanimously approved.

The next meeting is scheduled for November 14, 2016 at 6:30 p.m. at McCormick & Schmick's.

4. Adjournment - Meeting was adjourned at 8:05pm by Dr. Shapiro.