I. **Purpose:**

To develop and implement a Governance Plan that describes how the Northeast Health Partners (NHP) will protect against any perceived conflict of interest among its governing body from influencing the Regional Accountable Entities (RAE) activities under State of Colorado RAE Contract.

NHP’s Governance Plan includes a conflicts of interest program that addresses any party that has, or may have, the ability to control or significantly influence NHP, or a party that is, or may be, controlled or significantly influenced by NHP.

NHP ensures that conflicts of interest include, but are not limited to, agents, Managing Employees, persons with an ownership or controlling interest in NHP and their immediate families, members of the governing body, subcontractors, wholly-owned subsidiaries or suppliers, parent companies, sister companies, holding companies, and other entities controlled or managed by any such entities or persons.

II. **Governance Plan:**

NHP’s Governance Plan outlines several perceived conflicts of interest below and describes the actions NHP will take to mitigate such actions. NHP recognizes that it cannot address every situation that might arise, therefore, NHP expects its governing body to exercise personal integrity and good judgement in every situation, regardless of whether or not it is covered in NHP’s Governance Plan.

NHP will work actively with the Colorado Department of Health Care Policy and Finance (Department) if any new and/or perceived conflicts are identified during NHP’s service of the RAE contractor and immediately address those with the appropriate mitigation strategies and changes. As an organization that exists only to serve this purpose, NHP has great flexibility within the organization and management structure to meet and exceed the needs of the Department.

The members of the NHP Board of Managers consists of four provider owners. The Board of Managers do not have any perceived conflicts of interest based on the description in Medicaid RAE Contract Sections 5.6.1.1 and 5.6.1.2. To ensure NHP mitigates any perceived conflicts of interest, Beacon Health Options (Beacon), the Administrative Services Organization for the RAE, will have a delegated administrative services agreement with NHP. As part of that agreement, Beacon is responsible for the provider network.
and its administration. This agreement allows NHP to demonstrate accountability and transparency within organization for the provider network.

The Board of Managers also adheres to NHP’s Conflict of Interest policy. This policy was created to address potential conflicts of interest; disclose ethical, legal, financial, and other conflicts; and allows the provider owners to remove themselves from decisions if there is a conflict involving themselves, their family members, or entities to which they or their family members are closely associated. Under this policy, the Board of Managers are required to disclose conflicts of interest, thus enabling NHP to take the steps necessary to address conflicts of interest.

PREVENTION OF CONFLICTS OF INTEREST:

A. Provider Referrals
   1. Perceived Conflict of Interest
      i. As an accountable health care organization consisting of four provider owners, NHP may compromise Member choice by making referrals to only the provider partners.
   2. Plan to Address Perceived Conflict of Interest
      i. Beacon Health Options (Beacon), the Administrative Services Organization for the RAE, will have a delegated administrative services agreement with NHP. As part of this agreement, Beacon will provide the caller with at least three referrals to network providers, which may include provider partners as appropriate based on the caller’s needs. Each month, recorded calls from the Member Service Line will be reviewed to ensure staff are consistently referring Members with a choice of providers.

B. Administrative Separation from Provider Delivery of Care
   1. Perceived Conflict of Interest
      i. As an Accountable health care organization consisting of four provider owners, NHP provider owners may dictate policy and guidelines that can create a favorable market position for their services over the other providers in the region.
   2. Plan to Address Perceived Conflict of Interest
      i. As an organization with multiple provider owners, NHP believes it is critical to have an arms-length relationship with core administrative and managed care functions. These functions include, but are not limited to, utilization management, network development, and network management. To that end, Beacon is a fully delegated administrative services organization that is wholly responsible for these types of managed care functions.
         a. Utilization Management. The utilization management program, including its clinical and business criteria, are defined and
implemented by Beacon and leverage Beacon’s national expertise and connect with Beacon’s proprietary and confidential management information system and infrastructure. These clinical and business rules, workflows, policies, and procedures are not unique to NHP, which intentionally brings a national managed care approach to the RAE.

b. Network Development and Management. Beacon is wholly responsible for the network development and network management standards for all behavioral health and substance use disorder providers. The administrative services agreement holds Beacon accountable for fair and even treatment of all providers whether they be owners or network providers by using standard contracts and key performance indicators. In order to further reduce any perceived conflicts of interest around network and access, Beacon will manage the provider network and its adequacy requirements directly against the standards set forth in the RFP using the time/distance and ratio standards. These standards are reported to the Department through Network Adequacy Plan and Report which adds another layer of transparency to the network.

Beacon’s GeoAccess analytics will identify any network gaps that need to be filled. Beacon’s Director of Provider Relations will also meet with the Department and the Department of Human Services (DHS) annually to prioritize and address gaps that may require collaboration. Beacon will ensure that the RAE network overlaps CORE providers with DHS. NHP believes that Member choice is critical, and the RAE’s goal is to exceed the RFP standards to improve choice in service areas within the region where quality provider capacity exists.

In addition, rather than having credentialing decisions managed by a credentialing committee that includes providers perceived as having a conflict of interest based on service area capacity, Beacon will make all contracting and credentialing decisions based on the provider’s ability to meet requirements to serve Health First Colorado Members, their specialty, and their location.

C. Further Prevention of Conflict of Interests
1. NHP’s administrative partner, Beacon, has a conflict of interest plan in place for their own staff, such as a plan for utilization management clinicians who might make an adverse determination for an NHP Member.

2. All financial reporting and medical loss ratio calculations will be performed by Beacon, to ensure that all provider partners’ reporting methods and requirements are standardized across the RAE.

3. A Copy of the NHP Governance Plan will be posted publicly to the website to further enhance transparency of operations.

4. Annual disclosure and attestation will be provided by provider owners that they have received, read and understand the Governance Plan and Conflict of Interests Policy.