

DVHA Routing Form

Revision Date 5/1/12

Type of Agreement: **Contract** Agreement #: **22352** Form of Agreement: **Amendment** Amendment #: **2**

Name of Recipient: **HES Advisors** Vendor #: **314900**

Program Manager : **Lindsey Tucker** Phone #: **802-872-7523**

Agreement Manager: **Emily Trantum** Phone #: **802-879-5946**

Brief

Explanation of Agreement: **Increases the maximum amount, extends the contract term, and adds to the scope of work**

Start Date: **7/1/2012** End Date: **12/31/2014** Maximum Amount: **\$1,993,290.00**

Amendments Only: Maximum Prior Amount: **\$695,750.00** Percentage of Change: **229.47%**

Bid Process (Contracts Only): Standard Simplified Sole Source Statutory Master Contract SOW

Funding Source

ACA Exchange 93.525	\$1,993,290.00		

Contents of Attached Packet

- | | | |
|---|---|--|
| <input checked="" type="checkbox"/> AA-14 | <input checked="" type="checkbox"/> Attachments A, B, C & F | <input type="checkbox"/> Attachment G - Academic Research |
| <input checked="" type="checkbox"/> Sole Source Memo | <input checked="" type="checkbox"/> Attachment D - Modifications to C & F | <input type="checkbox"/> MOU |
| <input type="checkbox"/> Qualitative/Justification Memo | <input checked="" type="checkbox"/> Attachment E - Business Associate Agreement | <input checked="" type="checkbox"/> Other: Base & Amendment 1 |

Reviewer	Reviewer Initials	Date In	Date Out
DVHA Grant & Contract Administrator	Kate Jones	K.J.	
DVHA BO	Carrie Hathaway	C.H.	
DVHA Commissioner or Designee	Mark Larson, Commissioner	M.L.	
AHS Attorney General	Seth Steinzor, AAG	S.J.	
Following Approvals for Contracts Only:			
AHS CIO			
AHS Central Office	Diane Nealy	D.N.	
AHS Secretary	Dixie Henry	D.H.	

Vision Account Codes:

FFATA Entry Grant Tracking Module Vision PO #: _____ Initials & Date: _____ Approval & B/C: _____

STATE OF VERMONT CONTRACT SUMMARY AND CERTIFICATION ----- Form AA-14 (8/22/11)

Note: All sections are required. Incomplete forms will be returned to department.

I. CONTRACT INFORMATION:

Agency/Department: AHS/ DVHA Contract #: 22352 Amendment #: 2
 Vendor Name: HES Advisors VISION Vendor No: 314900
 Vendor Address: 55 Mechanic Street, Bristol, CT 06010
 Starting Date: 7/1/2012 Ending Date: 12/31/2014 Amendment Date: 4/30/2013
 Summary of agreement or amendment: Increases the maximum amount, extends the contract term, and adds to the scope of work

II. FINANCIAL INFORMATION

Maximum Payable: \$1,993,290.00 Prior Maximum: \$ 695,750.00 Prior Contract # (If Renewal):
 Current Amendment: \$1,297,540.00 Cumulative amendments: \$ 1,388,290.00 % Cumulative Change: 229.47 %
 Business Unit(s): 3410; ; - [notes:] VISION Account(s): 507600;

III. PERFORMANCE INFORMATION

Does this Agreement include Performance Measures tied to Outcomes and/or financial reward/penalties? Yes No
 Estimated Funding Split: G-Fund % S-Fund % F-Fund 100.00 % GC-Fund % Other %

III. PUBLIC COMPETITION

The agency has taken reasonable steps to control the price of the contract or procurement grant and to allow qualified organizations to compete for the work authorized by this contract. The agency has done this through:
 Standard bid or RFP Simplified Bid Sole Sourced Qualification Based Selection Statutory

IV. TYPE OF AGREEMENT & PERFORMANCE INFORMATION

Check all that apply: Service Personal Service Architect/Engineer Construction Marketing
 Information Technology Other, describe:

V. SUITABILITY FOR CONTRACT FOR SERVICE

Yes No n/a If this is a Personal Service contract, does this agreement meet all 3 parts of the "ABC" definition of independent contractor? (See Bulletin 3.5) If NO, then contractor must be paid through Payroll

VI. CONTRACTING PLAN APPLICABLE:

Are one or more contract or terms & conditions provisions waived under a pre-approved Contracting Plan? Yes No

VII. CONFLICT OF INTEREST

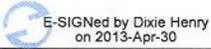
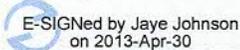
By signing below, I certify that no person able to control or influence award of this contract had a pecuniary interest in its award or performance, either personally or through a member of his or her household, family, or business.
 Yes No Is there an "appearance" of a conflict of interest so that a reasonable person may conclude that this party was selected for improper reasons: (If yes, explain)

VIII. PRIOR APPROVALS REQUIRED OR REQUESTED

Yes No Agreement must be approved by the Attorney General under 3 VSA §311(a)(10) (personal service)
 Yes No I request the Attorney General review this agreement as to form
 No, already performed by in-house AAG or counsel: _____ (initial)
 Yes No Agreement must be approved by the Comm. of DII; for IT hardware, software or services and
 Telecommunications over \$100,000
 Yes No Agreement must be approved by the CMO; for Marketing services over \$15,000
 Yes No Agreement must be approved by Comm. Human Resources (privatization and retiree contracts)
 Yes No Agreement must be approved by the Secretary of Administration

IX. AGENCY/DEPARTMENT HEAD CERTIFICATION; APPROVAL D.N. E.B.

I have made reasonable inquiry as to the accuracy of the above information:

Date	 Agency / Department Head	Date	 Agency Secretary or Other Department Head (if required)
Date	 Approval by Attorney General	Date	Approved by Commissioner of Human Resources
Date	CIO	Date	 Secretary of Administration
Date		Date	CMO

State of Vermont
Department of Vermont Health Access
312 Hurricane Lane, Suite 201
Williston VT 05495-2807
dvha.vermont.gov

Agency of Human Services
[Phone] 802-879-5900
[Fax] 802-879-5651

MEMORANDUM

TO: Jeb Spaulding; Secretary, Agency of Administration (AOA) M.C.
FROM: Mark Larson, Commissioner, Department of VT Health Access (DVHA) M.L.
DATE: April 17, 2013
SUBJECT: Approval to Contract #22352, Amendment #2 with HES Advisors
Proposed Duration is: 7/1/12 – 12/31/14
Proposed Value of Contract: \$1,993,200.00

The Department of Vermont Health Access (DVHA) seeks to continue our engagement with HES Advisors, Inc. (HES) to assist with Exchange implementation strategy, planning, definition, and development activities. Work through this contract will continue to ensure Vermont Health Connect adequately designs and completes the project activities needed to meet the federally defined Exchange establishment guidelines and state goals. HES will continue to expedite Exchange operations and programmatic activities by leveraging the operational expertise and large-scale project implementation experience of HES specialists.

The addition of HES has been critical to our team's success since we started our work together. As Vermont Health Connect continues to onboard staff and build capacity, HES will continue to support us in strategic planning as well as implementation and tracking of procurement, financial and reporting processes. During this continued staffing phase, it is critical that the growing Exchange team be supplemented with subject matter experts who offer the necessary implementation skills and experience to continue to make progress against our tight timelines and deliverable milestones.

To succeed in our ambitious goal of enrolling a quarter of a million Vermonters through Vermont Health Connect starting in October, DVHA must manage multiple complex projects over the next six months. HES will assist us with components of projects such as:

- Identify staffing levels required to support ongoing operations for the Health Benefit Exchange, including related Medicaid and support functions, for 2013 Exchange go-live and health reform operations in and after 2014;
- Forecast the financial impact of these staffing requirements and help integrate these with the existing Exchange and Medicaid operating budget forecasts;
- Track the contingency plan efforts and alternative solutions for critical milestones required by CMS for successful Exchange deployment on October 1, 2013;
- Dashboard development for managing vendor burn rate and financial and non-financial reporting requirements as required by State and Federal regulations;
- Identify partnership opportunities with Vermont organizations and schedule, coordinate and promote outreach and outreach events across the state; and
- Develop training curriculum and train-the-trainer program for Navigators, Brokers, and Certified Application Counselors.

As demonstrated above, there is continued significant work for the Exchange team on a tight, federally-mandated timeline. HES' expertise in the realm of the Affordable Care Act and Health Benefit Exchanges, recent history working with the Exchange team, and their ability to respond quickly to adapt to diverse State of Vermont needs makes HES essential to the success of Vermont Health Connect.

The funding for this contract will be covered by the Exchange Establishment Grant and complies with all mandatory provisions of AOA Bulletin 3.5. DVHA looks forward to approval of this contract.

AMENDMENT

It is agreed by and between the State of Vermont, Department of Vermont Health Access (hereafter called the "State") and HES Advisors (hereafter called the "Contractor") that the contract on the subject of personal services for health exchange planning, effective July 1, 2012, as amended December 31, 2012 is hereby amended effective April 30, 2013 as follows:

1. By deleting Section 3 (Maximum Amount) on page 1 of 6, as amended by Amendment 1, and substituting in lieu thereof the following Section 3:

3. Maximum Amount. In consideration of the services to be performed by Contractor, the State agrees to pay Contractor, in accordance with the payment provisions specified in Attachment B, a sum not to exceed \$1,993,290.

2. By deleting Section 4 (Contract Term) on page 1 of 6, as amended by Amendment 1, and substituting in lieu thereof the following Section 4:

4. Contract Term. The period of the Contractor's performance shall begin on July 1, 2012 and end on December 31, 2014.

3. By deleting on page 5 of 19 of the base contract, number 7 (Payment Provisions), as amended by Amendment #1, and substituting in lieu thereof the following number 7:

7. The total maximum amount payable under this contract shall not exceed \$1,993,290.

4. By adding to Attachment A (Specifications of Work to be Performed) on page 3 of 19 of the base contract, and inserting the following:

Stakeholder education and outreach

- Provide scheduling, coordination, and promotion of outreach events across the state as needed.
- Identify partnership opportunities with the Vermont organizations closest to Vermont Health Connect's goals as needed.

Navigator training and training assistance

- Develop training curriculum and train-the-trainer program for Navigators, Brokers, and Certified Application Counselors.
- Provide the State with training coordination assistance to ensure the successful training of Navigators, Brokers, and Certified Application Counselors.

Contingency planning assistance

- Develop and track the contingency plan management and assist in the development of alternative solutions for critical milestones required by CMS and critical to a successful deployment of the Exchange on October 1, 2013.

Organizational structure review

**STATE OF VERMONT
AMENDMENT TO PERSONAL SERVICES CONTRACT
HES ADVISORS**

**PAGE 2 OF 2
CONTRACT 22352
AMENDMENT #2**

- Provide assessment of the Exchange specific staffing levels to inform ongoing operations for the Health Benefit Exchange, including related Medicaid and support functions, for contract period through 2014 Exchange go-live and to health reform operations after 2014.

Additional projects and tasks as needed

This amendment consists of 2 pages. Except as modified by this amendment and any previous amendments, all provisions of this contract, (#22352) dated July 1, 2012 shall remain unchanged and in full force and effect.

**STATE OF VERMONT
DEPARTMENT OF VERMONT HEALTH ACCESS**

**CONTRACTOR
HES ADVISORS**

 E-SIGNED by Mark Larson
on 2013-May-01

 E-SIGNED by Chris Pinkington
on 2013-May-01

MARK LARSON, COMMISSIONER

DATE

CHRISTOPHER PILKINGTON

DATE