

Market Update: Primary Care and Payvider Disruption

Strategy Catalyst Update and Discussion

October 31, 2023



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Goals today:

- Get smart beyond the headlines
- Don't repeat much of what you've already heard

 Focus on the "co what" for
- Focus on the "so what" for LHS

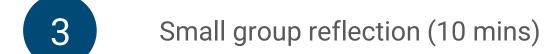


Agenda for our time today

Explore updates across 3 disruptor growth channels: MA, ACO REACH, D2C

For each, discuss:

- What's happened recently?
- What is the "so what" for LHS?
- What's next?





In just four deals late last and early this year, disruptors spent \$28.6B on ambulatory acquisitions





These acquisitions have fundamentally shifted the disruptor taxonomy

Segmentations by end payer and patient are growing less relevant



Tech-Enabled Outsiders

Wealthier, health-conscious adults

Consumers willing to pay premium for convenience in terms of access, digitally enabled care, and comprehensive services



Retail Expanders

Convenience and/or cost-conscious consumers

For the straightforward and convenient care-seeker that wants clear prices (esp. for those un/under-insured) and access outside of working hours, with or without an appointment



Risk-Taking Heavyweights

Older adults who want simple, coordinated services

Consumers that have difficulties accessing primary care due to age or acuity, often with multiple complex chronic conditions; may be dual-eligible or underserved

Sources: Academy research and analysis.

There are five disruptors of concern today

Red boxes highlight changes (e.g., new deal, deal expansion or deal closing) in the past 12 months



Crystal Run

Seybold Clinic























Ciana

Every disruptor is now betting on MA to some extent—with a few also pushing D2C

We previously talked about the four ways disruptors can grow. **MA has become the major one....**

Medicare Advantage ACO REACH/ MSSP

ACO REACH has expanded the MA-type payment model to the entire Medicare FFS population, which expands the possible population substantially

3

Employer-Sponsored

Employer-sponsored growth has not been a major focus in recent months (with only One Medical and Carbon pursuing it)

4

Direct-to-Consumer

Direct-to-consumer is still a growth path, but with less financial upside. Amazon may take most of this, with retailers shifting away except for as a low-cost labs/ med adherence option

Medicare Advantage

Medicare Advantage

ACO REACH/ MSSP

3 Employer-Sponsored

4

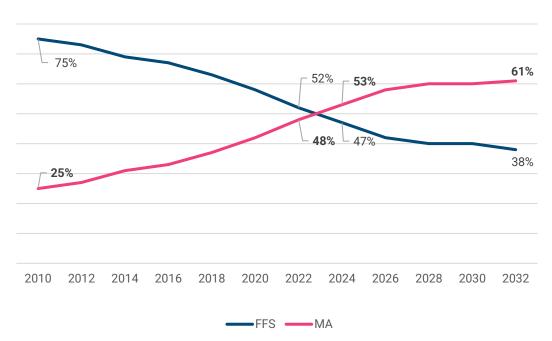
Direct-to-Consumer



MA's enrollment surpassed FFS this year as MA margins grow

MA enrollment increased 337% from 2006-2022 as Medicare FFS declined by 2.9%

MA is now more popular than traditional Medicare as of this year

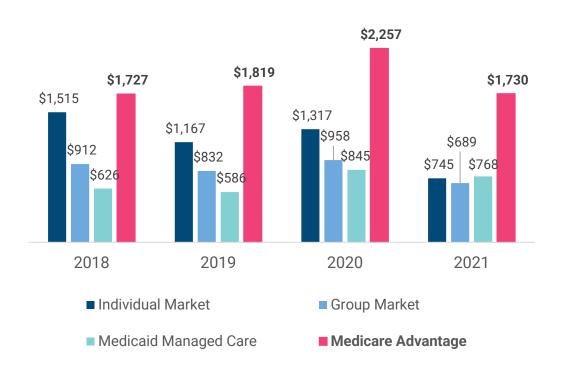


"

Medicare beneficiaries are reforming the program with their feet...Across the country, they are consistently choosing MA plans over traditional Medicare"

Erin Trish, Co-director of the USC Schaeffer Center

Gross margins per enrollee type



Sources: CMS, Elevance, KFF "Health Insurer Financial Performance in 2021," KFF "MA in 2022", Wendall Potter, UHG, Academy research and analysis.



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However, MA might not be quite the same windfall moving forward

Two important changes to know

1. CMS is making the MA star rating system more challenging – benefitting a smaller number of plans

\$2.3-\$4.6B

CMS annual savings by 2028 if all changes are adopted

1%

Projected cut in MA plans' average revenues

2. CMS is shifting from ICD-9 to ICD-10 and cutting HCC codes applicable for payment aims to limit "over-coding"

2,269

HCC codes no longer mapped to payments

2.16%

Projected cut in 2024 plan payments



While these changes will only reduce payments by a couple of percentage points, average MA profit margins were only 1.8-4.7% from 2017-2021

Sources: Milliman, CMS, Academy insights and analysis



Optum Health is seeing its lowest margin in years

MA changes plus integration challenges are leading to broad cost cutting

Optum Health operating margin

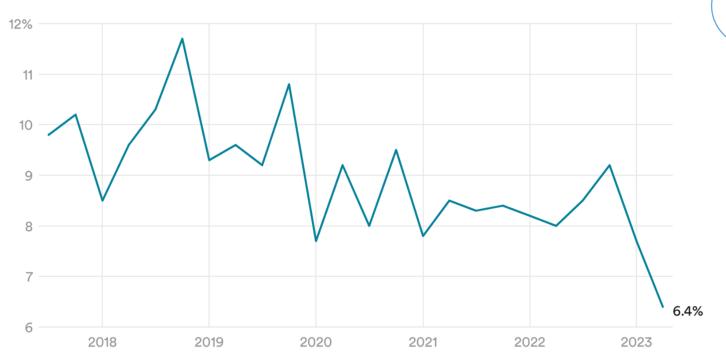


Chart: J. Emory Parker/STAT • Source: Company financial documents

Facing a declining operating margin, Optum has been pushing layoffs and divestments

- As part of a broader round of layoffs, Optum cut all nursing positions across 150 facilities at its MedExpress subsidiary
 - The decision was made despite negative press coverage and an employee petition
- The company has also recently closed multiple service lines at its WellMed subsidiary, and also 67 employees from The Everett Clinic and The Polyclinic in Seattle

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Walgreens share price falters, forcing new leadership

Walgreens' healthcare unit seeing smaller losses as it plans to be breakeven next year

\$6.5B

U.S. healthcare sales in FY2023

-\$376M

Adjusted EBITDA in 2023 for healthcare unit, down in Q4

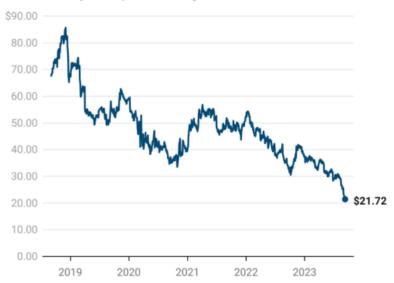
\$8.6B

Projected U.S. healthcare sales FY 2024 -\$50M-

Predicted healthcare EBITDA in 2024

Walgreens' steady slide

Historical daily stock price for Walgreens Boot Alliance Inc.



- Named Tim Wentworth as its new CEO; previously CEO of Evernorth, and he also served as CEO of Express Scripts prior to its acquisition by Cigna in 2018
- Following a disappointing fourth quarter, the company plans to close 60
 VillageMD clinics in 5 less-densely served markets as part of a \$1B cost-cutting plan

\$1B

spend Walgreens is cutting next year through it's Transformational Cost Management Program 10%

of corporate workforce was already cut

150

expected pharmacies which will be closed, along with micro fulfillment centers to use robots to fill scripts

CVS also pushes cuts as it "builds a more attractive business"

Challenges

Oak Street expansion costs and rising expenses forced enterprise cuts

Levers



\$800M

Cost reduction through restructuring and layoffs



Rising expenses



Continue to integrate Oak Street Health into its broader operations to enhance MA enrollees' experiences and boost quality ratings



Soft retail performance

60

300

New clinics in 2024

Clinics in operation by 2026



Oak Street Health expansion costs

Enterprise financial shifts

Decline in net income 02 2023

10.3%

Increase in revenue 02 2023



We're trying to accomplish two objectives: One is to create more accretive earnings growth from year-to-year, but also over time to fundamentally change the growth rates inherent in this company as we build a new business that has more attractive longterm growth characteristics than the **enterprise**. That's the big challenge financially.

-CFO, CVS earnings call



Reminder on the J-curve of clinic profitability

Price Per Clinic







Price CVS paid per OSH center

Humana-owned CenterWell Clinic

Expectations on Return

CVS believes OSH could drive "double digit returns" on its investment by year 7. It expects the investment to be EPSneutral by year 4 and accretive by year 5.

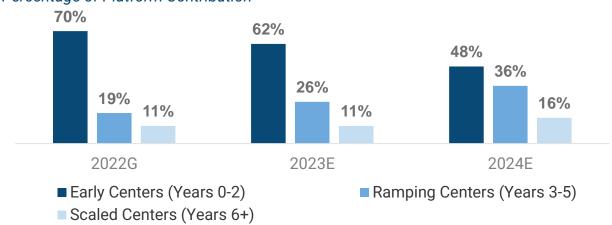
To hit those goals, Oak Street needs:

- 300 centers to have matured in revenue at the same rate as previous centers.
- Earn \$7M per clinic



Oak Street Anticipated Portfolio Shift

By Percentage of Platform Contribution



Payviders are consolidating home health to control MA spend

Home health market has historically been highly fragmented with a long tail...

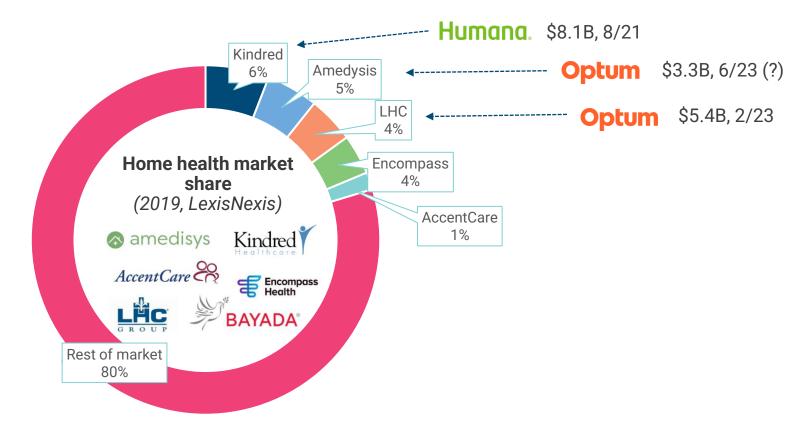
...But the last year has seen substantial M&A from payviders

11.3K

Number of home health agencies in 2022 (82% for-profit)

20%

of the market is owned by the top 10 players



Progressive lawmakers call for antitrust probe of UHG/Amedisys deal

Congress of the United States

Washington, DC 20515

October 3, 2023

The Honorable Ionathan Kanter Assistant Attorney General Antitrust Division United States Department of Justice 950 Pennsylvania Avenue NW Washington, D.C. 20530

The Honorable Lina M. Khan Federal Trade Commission Washington DC 20580

We are writing regarding our concerns with the ongoing consolidation and vertical integration in the health care industry and its impact on health care costs and quality of care in the United States. UnitedHealth Group's proposed \$3.3 billion acquisition of home health and hospice provider Amedisys1 is the latest example of massive health care conglomerates using anticompetitive mergers to increase their market dominance, reducing competition, hurting patients and increasing health care costs. Consistent with the proposed Department of Justice (DOJ) and Federal Trade Commission (FTC) merger guidelines, we urge DOJ and FTC to closely scrutinize UnitedHealth's proposed acquisition of Amedisys, and oppose the growing trend of insurers buying up health care providers to reduce competition and pad their profits at the expense of

UnitedHealth Group and the Corporatization of Health Care

UnitedHealth Group (UHG) is the largest health care conglomerate in the United States,2 with business lines spanning health insurance, pharmacies, pharmacy benefits, surgical centers, primary care clinics, hospice agencies, mental health agencies, home health agencies, and many

Health Care Dive, "UnitedHealth acquirers Amedisvs for \$3.3B after home health provider reneges on Option

*Health Care Dive, "United Health acquirers Amediesys for \$3.38 after home health provider reneges on Option deal," Rehecca Pict., Parc. Pc. 20.33, https://www.healtheurofice.com/necks.ainthchalles/pict.genimm.andioxis.augustions-option-carefeckSSEND.
*CHINC, "How United Health Control grew Vagger from the ration's Vagger thank," Children Morelos May 20, "CHINC," How United Health Control grew Vagger from the ration's Vagger thank," Children Morelos May 20, https://doi.org/10.1006/10.100

"UHG's enormous reach and vertically integrated structure has allowed the company to profit off of every part of the health care system, controlling and steering patients, workers, and taxpayers into more profitable services for UHG."

- Sen. Elizabeth Warren (D-Ma.) and Rep. Pramila Jayapal (D-Wash.)

After a DOJ request for more info. progressive lawmakers question deal

- On Oct. 3, Sen. Elizabeth Warren and **Congressional Progressive Caucus** Chair Rep. Pramila Jayapal sent a joint letter to the DOJ and FTC urging an investigation into UnitedHealth Group's proposed acquisition of Amedisys
- The letter cites UHG's size, subsidiary profits, treatment of physicians, and anticompetitive reimbursement tactics
- If the acquisition proceeds, Optum will control roughly 10% of the home health market



So What? Implications with disruptor MA growth

As disruptors invest in MA more deeply and payer arms face tighter margins on MA, they will likely:

1

Continue to negotiate more aggressively on MA rates

LHS will face more downward pressure on rates



Be stricter with prior authorizations

LHS will see more discharge delays, pushing up LOS



Look for fully capitated, delegated options for primary care partners

LHS that want risk will see more competition over MA patients



Continue to expand MA into more rural markets

LHS that have not seen as much MA due to low penetration may see it grow

How are LHS responding?





Many rural-and some non-rural- LHS are dropping all or some MA plans







Humana



Humana



Centene



Anthem BCBS



Cigna



FL and AZ for most MA HMO plans



UHC, Anthem Blue Cross, Blue Shield of CA, Centene



All MA plans

65+ clinics contracting for MA are growing increasingly popular

LHS mimic risk-taking heavy weights (ChenMed, OakStreet, Iora) to support MA and downstream services growth



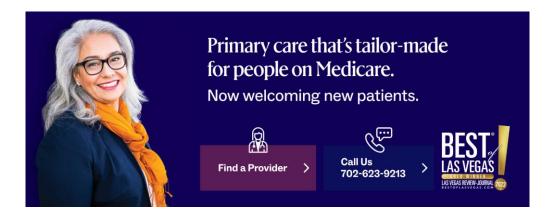
Geisinger

Geisinger's "65 Forward" was one of the first concierge MA-focused primary care programs

- Offered for members of the system's MA plans, also participates in downside risk MSSP ACO
- Panel size substantially smaller than national average
- Provide wraparound services like nutrition, genomics, fitness clubs, etc.
- Offers same-day appointments, same-day labs and imaging with no out-of-pocket expenses
- Now have 11 clinics
- Progress to date:
 - 99th percentile on patient engagement and satisfaction
 - Between 25-40% reduction in ER utilization rates and inpatient admissions

Several other systems have created similar offerings

LHS	Brand	Scale (# of clinics)
AdventHealth	Well 65+	9 (FL)
Ochsner	65 Plus	4 (FL, SC)
Intermountain	myGeneration	10 (NV)
Northwestern	Innovative Primary Care	1 (IL)



Ochsner, Novant use 65+ clinics to grow into new markets

Could other LHS partner to replicate a similar strategy?

Ochsner and Novant partner to expand 65+ clinics across Southeast

- Ochsner already ran two senior-focused primary care clinics
 - Clinics offer longer visit times and services like group fitness, mental health coaching, condition-specific care models
- Novant will help expand Pensacola location through co-branded JV, identify other sites for expansion
- Ochsner founded an MA plan in 2021, the Ochsner Health Plan.
 - Novant bought into Cone Health's MA called HealthTeam Advantage in September 2022
- Progress to date:
 - Ochsner's first clinic opened in 2022

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 Ochsner has contracted for MA patients with Humana, Peoples Health, and Blue Cross











Control over downstream specialty care beneficial in value and FFS



Maintain existing relationship with seniors in the health system



Growth potential: 65+ population has grown by >1/3 in last decade



Partnerships are also an option, although many are unhappy

Many LHS are partnering-or looking to partner- with MA disruptors

2023 THMA survey of population health leaders, n=29

27%

of LHS are engaged in a senior care disruptor partnership, although ~40% were unhappy with those relationships

38%

of LHS are actively looking to establish primary care disruptor relationships

33%

of LHS are not interested in establishing a primary care disruptor relationship



Maine Health Partners with agilon to support providers on value-based transition

- agilon supports MaineHealth physicians to drive success in value-based contracts by:
 - Identifying patient conditions
 - Mapping out care plans
 - Meeting preventive care goals



What's next?
What to anticipate





ChenMed might be the final large domino to fall in the MA land grab

What to Know

- Walmart is exploring buying a majority stake in ChenMed, according to Bloomberg
- The deal is not finalized, but would potentially value the company "in the billions"
- In July, Chen family members stepped aside from leadership roles and the company tapped Steve Nelson (formerly UHC) as its new president

Implications for LHS

- ChenMed is one of the last large independent primary care disruptors
- Would represent a hard pivot to MA for Walmart, likely doubling down on MA plans with UHG
- Fresh cash could accelerate growth—ChenMed previously grew slowly under family leadership

ChenMed's 130 clinics



Humana is launching a home-based primary care model

Humana launches "Primary Care Anywhere"...

- CenterWell will offer in-home primary care at select locations in Georgia and Louisiana
- The program will harness the capabilities of Heal, which Humana acquired earlier this year (after initially investing \$100M in the company in 2020).



... as part of broader home utilization goals

Projected share of Humana's MA expenditures that can be addressed via home health services

Goal percentage of MA members Humana aims to get into a value-based home health model by 2027

Reported reduction in readmissions for MA members who received care from Kindred at Home, compared to other home health providers



Duly is likely a next acquisition target

Key stats





- Chicago-based Duly Health & Care (formerly **DuPage Medical Group**) initiated a second round of layoffs this year
- The company replaced its CEO for the third time in four years, and several executives including the CFO and COO also departed
- In an internal memo, company leaders acknowledged financial difficulties and opted not to fund a discretionary employee profit-sharing program this year
- The company also recently ended its palliative services line
- Some of the company's financial struggles can be linked to debt from a 2017 buyout by PE firm Ares Management

Enhabit could be the next target in home health

June 2023:

 Longtime investor AREX Capital Management called on the company to consider alternatives to standalone operation, including a sale.

August 2023:

 Following its Q2 results, Enhabit says it intends to launch a strategic review process that could ultimately end in a transaction

Enhabit's market reach:

- 253 home health locations
- 107 hospice offices
- 34-state market presence
- \$262M revenue in Q2 2023, including \$213M in home health revenue



Enhabit's home health (blue) and hospice locations (purple)

ACO REACH/ MSSP

Medicare Advantage

ACO REACH/ MSSP

3 Employer-Sponsored

4

Direct-to-Consumer



Disruptors have almost 280K patients in ACO REACH

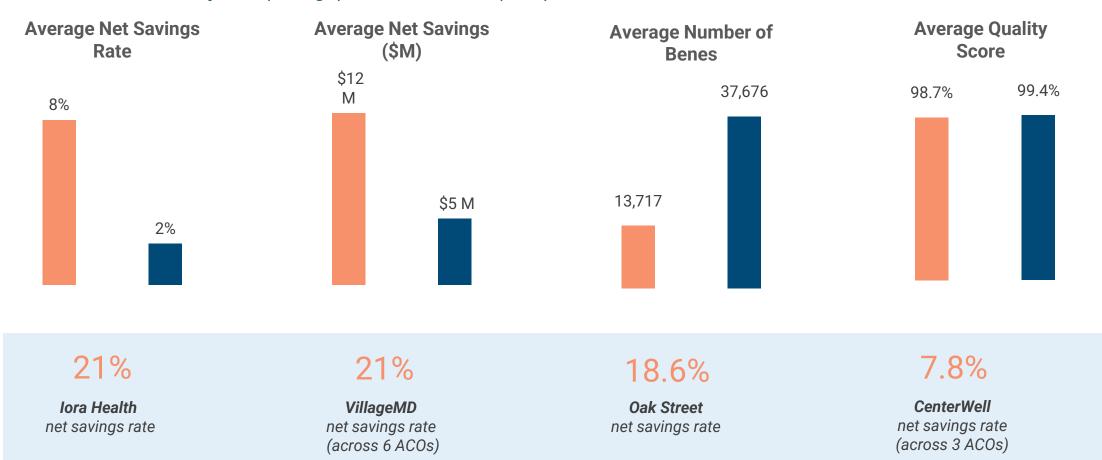




ACO REACH results prove the financial viability of disruptors

Disruptors say an average 8% net savings rate (and \$12M in savings) compared to LHS' 2% average

2022 results for disruptors (orange) and LHS ACOs (blue)



Top performing disruptors

So What? Implications with disruptor ACO REACH growth

As disruptors seek to get scale in ACO REACH and future models, disruptors will:

1

Try to replicate MA tactics in ACO REACH

LHS will see more volumes shift to the home and other care sites



Seek to limit IP visits as much as possible

LHS will see continued downward pressure on IP volumes



Get better at stitching independent groups

LHS risk losing referrals from aligned groups



How are LHS responding?





Two health systems partner with CVS on ACO REACH

The models for partnership – joint risk and referral relationships – are not broadly popular yet







- CVS and Catholic will jointly take on risk for 40K patients
- CVS will offer same-day access for patients as well as analytics tools for the health system



Partnering for follow-up care for MinuteClinic ACO REACH patients

- MinuteClinics will refer to Rush for primary, specialty care
- Patients also "customized care" including home-based care and transportation support for AWVs



Direct-to-Consumer

Medicare Advantage

ACO REACH/ MSSP

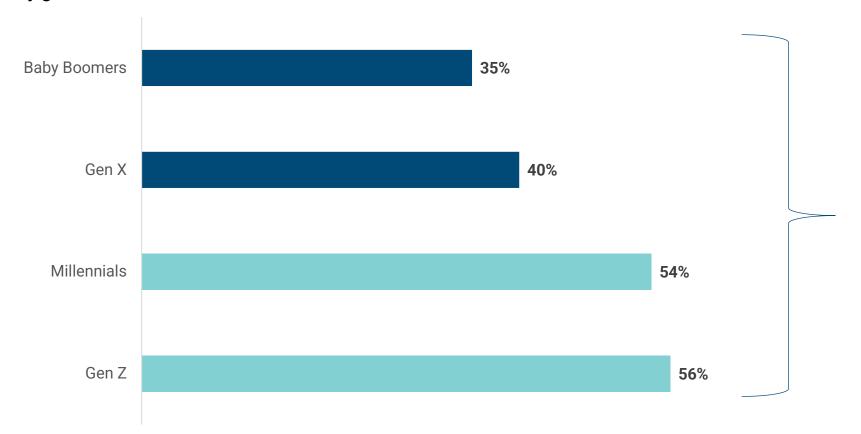
3Employer-Sponsored

Direct-to-Consumer



58% of Americans want to visit a retailer as a first step for nonemergent care

Percent of Americans who reported seeking care at a retail pharmacy in 2022, by generation



58%

Percentage of Americans likely to visit a pharmacy for a **nonemergent medical issue**

81%

Percentage of Americans who trust a pharmacist, NP or RN to diagnose minor illness and prescribe medications

(Some) retailers are attracting older patients

CVS is aligned with retail assumptions, but the others aren't as much

	CVS	70) Walgreens	Walmart > C
Median age (visits 2021-2022):	35	49	67
Most common reasons for visit:	 Communicable disease exposure 	 Hypertension 	Other general symptoms
	Suspected disease observation	Type 2 diabetesHyperlipidemia	Type 2 diabetesSpecial examination without complaint
	Infectious disease screeningCOVID-19	Acute upper respiratory infectionCOVID-19	Communicable disease exposure
	 Acute pharyngitis 		 Primary hypertension

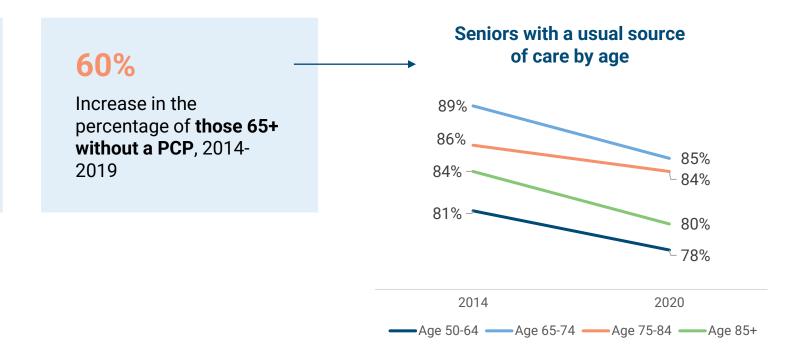
PCP loyalty continues to erode, even among seniors

Meanwhile, only 48% of remaining PCPs are loyal to the system they work for

Patient-PCP relationships are weakening, even among MA patients

45%

Percentage of millennials without a **PCP** relationship



-7.8 to -4.1%

Decline in primary care utilization across large metro areas, with the largest decline in Miami and Chicago (-7.8%) and the least in DC (-4.1%)

From 2020-2021

Meanwhile, in rural areas...

100M+

Or one-third of Americans don't have access to a usual source of care due to provider shortages

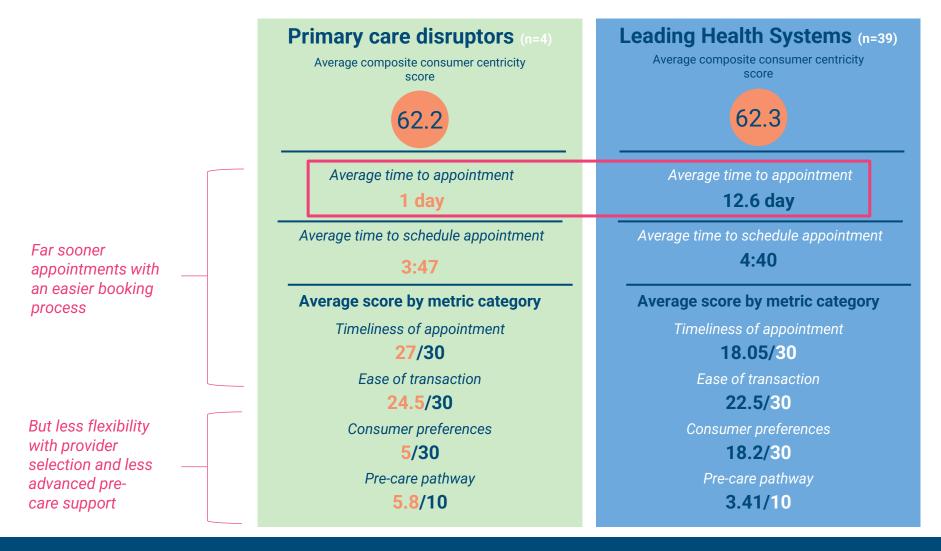
As of 2022, a number that has nearly doubled since 2014



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Access continues to be a dividing factor

Results from Strategy Catalyst's self-scheduling secret shopping



Disruptors are bringing telehealth cost to near \$0 to get volumes

Walgreens

- Dermatology, primary care, urgent care, women's health and men's health
- Chat visits cost \$33
 out-of-pocket, video
 visits cost between
 \$36 to \$75

-Walmart 💢

- Partnership with Included on virtual primary care for employees
- \$0 copays
- Shows 38% reduction in inpatient hospital costs



- Partnership with Sesame to offer members various outpatient services
- \$29 for virtual care, \$79 for online mental health,
 \$72 for health checkups with lab panel



Continued price reductions compared to current offerings (e.g., Walmart's current \$49 virtual visit price)



UnitedHealthcare is also offering free telehealth services to some of its fully insured plans in an attempt to reduce urgent care and ED visits



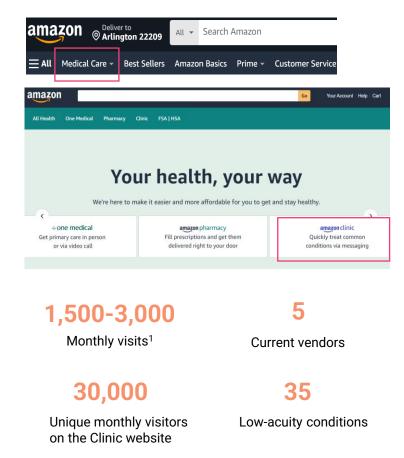
As virtual care effectively becomes a commodity, prices are falling to new lows



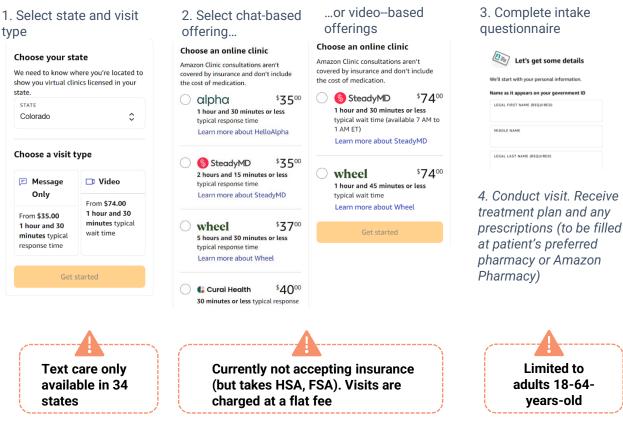
Amazon Clinic expands nationwide with telehealth

By replicating the strategy that made it a Fortune 2 company, Amazon Clinic is betting that telehealth is a commodity that can be packaged by condition, compared by price, and sold much like any other good

High-profile positioning on the Amazon home page



Connection to five telehealth partners compared by price, response time



The Amazon Clinic website currently has about 30K unique monthly visitors and, assuming that 5-10% convert into actual visits, it could be seeing around 1,500-3,000 visits a month.

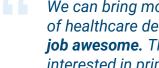
However, staffing shortages are limiting growth plans

Expanding services rather than markets due to staffing shortages

A "very disciplined approach" to expansion with no particular growth targets

- Upcoming expansion market remaining in 2023 (Milwaukee)
- Markets the company meant to expand to in 2023 but has no open **locations**

Building an aspirational pipeline



We can bring more people into the fold of healthcare delivery by making the job awesome. The more people are interested in primary care careers, the more impact we can have on community health"

- Andrew Diamond, One Medical CMO

Bringing awareness to One Medical



The integration process is still in early days. It's still about getting to know each other's capabilities, strengths and opportunities.

There are great discussions happening about where we can help one another and we're uncovering those opportunities...

The most important thing for us to do in terms of integration is just bringing more awareness of One Medical, and I think that is already happening, thanks to Amazon, and just to the fact that we have joined a high-profile company."

- Andrew Diamond, One Medical CMO

Considering additional partnerships for growth



There's this perception that we have this grand plan...I'll say that we're really stubborn on this vision, but we're really flexible on how we get there.

We're not going to be able to do it alone, we know that we're going to have to partner, and we're coming to this with a lot of humility."

- Sunita Mishra, Amazon CMO



Of everything sold on Amazon is sold by a third-party



So What? Implications with disruptor D2C growth

As disruptors try to pick off low-acuity volumes with direct-to-consumer care they will:

1

Take more medication refill and nonemergent volumes

LHS will see a continued erosion to the longitudinal patient-PCP relationship



Use virtual and digital to make selfservice seamless for younger patients

LHS will need to be even better if they want to use primary care for consumer acquisition



Force down telehealth prices to effectively zero

Virtual care will be less viable for consumer acquisition if costs remain higher



Compete with specialty-specific virtual disruptors

LHS might benefit from letting disruptors like Amazon compete with Ro, Hims, etc...

How are LHS responding?





Virtual-first models aim to increase convenience

LHS replicate tech strategy to capture patients who otherwise wouldn't receive primary care

Virtual-first primary care model rarely requires in-person, telehealth services







Omnichannel, non-traditional access to care

- · Connect with care team via text, phone, video, or in-person visits as needed
- · Digital health tracking and virtual therapy options



Focused on customization, patient outcomes

- · Highly personalized care plan based on patient goals
- · Data driven risk stratification supports proactive engagement



Convenient, easy to use

 Designed for commercial patients with complex needs, unable to accommodate in-person care

Progress-to-date

- 33% reduction in total cost of care over 3 years
- Reduction of ER visits, hospitalizations, ancillary services, and out-of-network visits



Learn more: Read our virtual-first primary care program snapshots to learn more about other LHS virtual models

Sources: Academy research and analysis



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Retail campuses aim to increase upstream capture

Aiming to take wellness one step further than disruptors

Cone Health's Drawbridge Campus Integrates Wellness into Medical Care to Increase Consumer Loyalty





Virtual Platform

- Access to virtual fitness, recipes (wellness profile will integrate with EHR)
- · Digital bar onsite to assist with set-up



Sagewell Membership

- Fitness center, teaching kitchen, connections hub, youth learning space
- Accessible pricing (similar to YMCA, Planet Fitness)



Onsite Medical Care

 Primary care, behavioral health, cancer center, women's health, ED, heart care, imaging, lab, ortho, outpatient rehab, sports medicine, retail pharmacy

Progress-to-date

- Enrolled 603 members 3 months postlaunch (Year one goal: 1200)
- Metrics for success
 - New patients serviced
 - Class attendance
 - Customer experience
 - Financial stewardship
 - · Community health outcomes
 - · Membership enrollment, retention

LHS Benefits:



Capture consumers upstream



Compete with retailer fitness classes

Limitations:

- Requires significant capital investment
- Harder change management, sign-off

"I talk way more to my fitness instructor than my doctor. That's never going to change. We need services, businesses, processes that have frequent, longer engagement. 30 min a year in physical doesn't do it."

-President Enterprise Investment Strategy, LHS

Sources: Academy research and analysis.



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What's next?
What to anticipate



5,000+ pharmacy workers are launching a three-day walkout this week

This is the third labor action by pharmacy workers at CVS and Walgreens in a little over a month



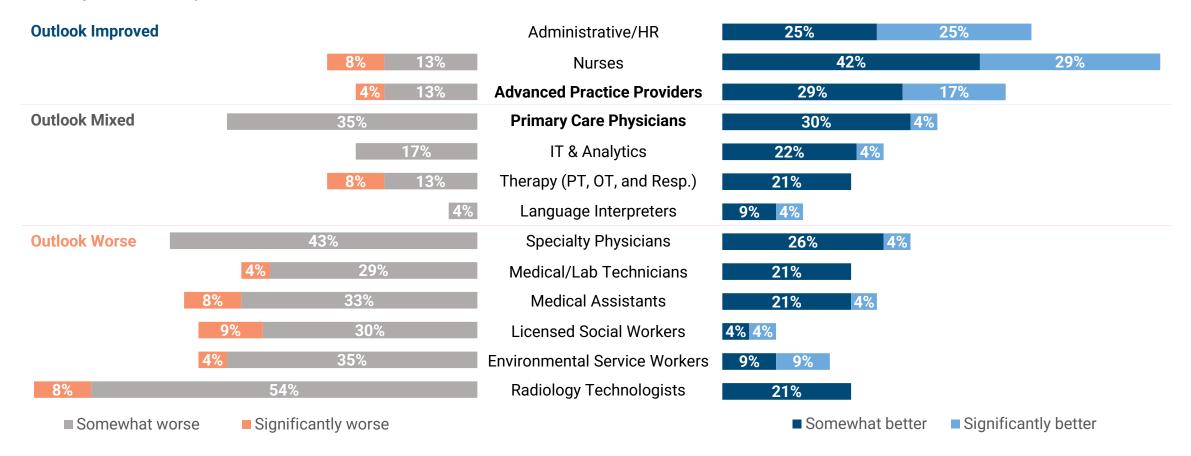
What is the broader outlook on disruptor competition for LHS staffing?





APP access is getting better, but PCP competition has gotten worse

Compared to a year ago, what is the current state of workforce shortages in your organization for the following professions? Percentage of LHS Respondents

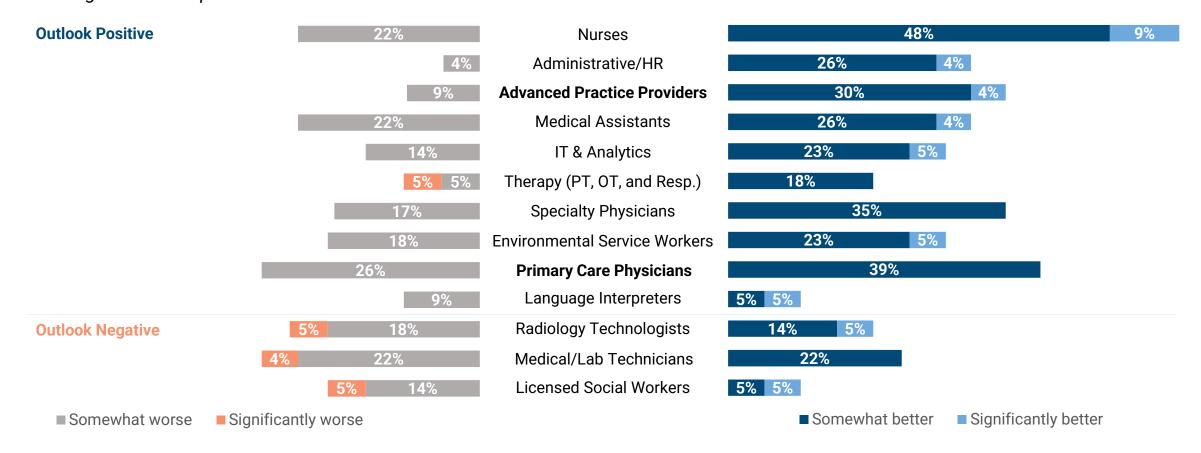




52

39% expect positive outlook for PCPs in the next year

What is the projected outlook for workforce shortages in your organization for the following professions over the next 6-12 months? Percentage of LHS Respondents





We may continue to see possible provider defections post-acquisitions

Anecdote 1

Health System in the South

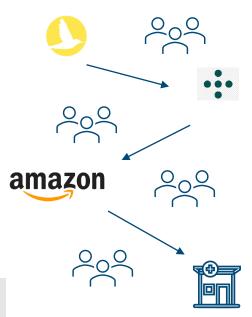
- · Built senior-focused primary care clinic
- Staffed with former Chen Med providers who had become disillusioned with company



Anecdote 2

New England-based Health System

- lora providers left following Amazon's acquisition of One Medical
- Providers hired by health system as part of primary care/ambulatory expansion efforts



Changes in culture, scope, may lead to disgruntled providers despite best efforts

- CVS included provider-focused language in all communications on Oak Street deal
- However, OSH APPs have much broader scope than CVS NPs, accustomed to managing patients longitudinally, as opposed to one-off episodes

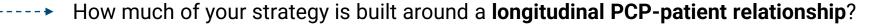






Small group breakout (10 mins)

Which disruptor moves have your leaders discussed most in the past six months? What moves have had the biggest impact on your strategy?



- What is your organization doing similar to the LHS reactions discussed today? What else are you doing that we didn't discuss?
- --> What are you watching with disruptor moves in the next six months?

