

**Memorandum of Understanding
Between
Health Improvement Partnership of Santa Cruz County,
Pajaro Valley Community Health Trust
And
Community Chronic Care Network**

Purpose: The Health Improvement Partnership of Santa Cruz County (HIP) will serve as the legal entity for the countywide implementation of an electronic diabetes registry by the Community Chronic Care Network (CCCN) under the terms of a grant from the Agency for Healthcare Quality and Research (AHRQ) (1UC1HS015362-01). The Pajaro Valley Community Health Trust (Trust) serves as the fiscal agent for the diabetes registry project and is the recipient and disbursement agent of the AHRQ grant funding. This Memorandum of Understanding delineates the responsibilities and commitments of the three organizations for the development and operations of the communitywide diabetes registry between July 2005 and September 2007. A communitywide diabetes registry will ensure that all adults with diabetes in Santa Cruz County receive consistent and continually improving medical support by employing modern electronic tools and sharing clinical practice innovations among our diverse providers of care.

HIP: HIP is a charitable not-for-profit corporation as defined under Section 501(c)(3) of the Federal Internal Revenue Code. The purpose of the organization is to identify and work collaboratively to address and resolve important health care issues in Santa Cruz County, and to promote and improve health care for the uninsured, underinsured and publicly insured in Santa Cruz County.

Trust: The Trust is a 501(c)(3) non-profit, public benefit health care foundation dedicated to building a healthier community in the greater Pajaro Valley (Coastal Central California). The Trust was established in September 1998 to receive the assets generated by the sale of Watsonville Community Hospital to Community Health Systems, a for-profit health care corporation. The mission of the Trust is to improve the quality of life and health for all the people of the Pajaro Valley by addressing both the symptoms and root causes of the health care problems in our community.

CCCN: CCCN is a community collaboration established to improve the health of people living with diabetes and other chronic health care conditions in Santa Cruz County. CCCN is composed of nine organizations: Regional Diabetes Collaborative; Health Improvement Partnership Council of Santa Cruz County; Safety Net Clinic Coalition of Santa Cruz County; Cabrillo College; Central Coast Alliance for Health; County of Santa Cruz Health Services Agency; Pajaro Valley Community Health Trust; Physicians Medical Group of Santa Cruz County; and the Santa Cruz Medical Foundation.

The CCCN Steering Committee is responsible for oversight of the communitywide diabetes registry project. This includes ensuring maximum participation in the diabetes registry and full compliance with all applicable regulations for privacy and security of personal health information. The Steering Committee is composed of one representative of executive leadership from each organization. The Steering Committee selects a Chair and Vice Chair annually.

The following matrix sets forth the responsibilities of the three organizations:

Area of Responsibility	CCCN	HIP	Trust
AHRQ Grant Administration	<ul style="list-style-type: none"> ▪ Daily operations per Research Plan ▪ Complete required Progress reports. ▪ Evaluation of Project per Evaluation Plan. ▪ Compliance with IRB. ▪ Report to Trust regarding fiscal oversight. (CCCN Steering) 	<ul style="list-style-type: none"> ▪ No specific responsibilities. 	<ul style="list-style-type: none"> ▪ Applicant agency for AHRQ grant. ▪ Complete required fiscal statements. ▪ Establish policies and procedures as required by AHRQ. ▪ Disburse grant funds.
Operations	<ul style="list-style-type: none"> ▪ Recruit & hire leadership team. ▪ Organize Clinical and IT Committees to provide input and champion community diabetes registry. ▪ Develop and implement training on diabetes registry. ▪ Operate community diabetes registry including electronic data exchange, data entry, and technical assistance to users. ▪ Report to HIP regarding operations and outcomes. (CCCN Steering) 	<ul style="list-style-type: none"> ▪ Oversight of Project operations and project outcomes. ▪ Staff participation in CCCN Administrative Team. 	<ul style="list-style-type: none"> ▪ Enter into agreements with contractors for professional services. ▪ Pay all project invoices with AHRQ grant funds. The Trust assumes no direct liability for project expenses beyond amounts received pursuant to the grant. ▪ Staff participation in CCCN Administrative Team.

Area of Responsibility	CCCN	HIP	Trust
Vendor Agreements	<ul style="list-style-type: none"> ▪ Select vendors for software licenses and technical services needed to operate the diabetes registry. ▪ Oversee vendors and compliance with agreements. 	<ul style="list-style-type: none"> ▪ For the benefit of CCCN, enter into Vendor agreements with vendors for software licenses and technical services. 	<ul style="list-style-type: none"> ▪ Pay vendors per agreements with approval of CCCN staff.
Privacy & Security	<ul style="list-style-type: none"> ▪ Develop Business Associate Agreement for covered entities providing electronic or point of care data to the diabetes registry that comply with federal and state regulations. ▪ Develop Participant Agreements for healthcare providers using the diabetes registry at point of care. ▪ Establish Policies and Procedures to comply with federal and state regulations regarding privacy and security. ▪ Monitor to ensure registry operations in compliance with Policies and Procedures. ▪ Report on regulatory compliance to HIP. ▪ 	<ul style="list-style-type: none"> ▪ For the benefit of CCCN, enter into Business Associate Agreements for covered entities providing electronic or point of care patient data to the diabetes registry. ▪ For Benefit of CCCN enter into Participant Agreements for healthcare providers using the diabetes registry at point of care. ▪ Comply with Policies and Procedures. ▪ Cooperate with monitoring. 	<ul style="list-style-type: none"> ▪ Include language that requires compliance with privacy and security policies in professional services contracts.

Area of Responsibility	CCCN	HIP	Trust
Liability Insurance	<ul style="list-style-type: none"> ▪ Provide background information needed for professional liability insurance application. 	<ul style="list-style-type: none"> ▪ Purchase professional liability insurance for the diabetes registry. 	<ul style="list-style-type: none"> ▪ Reimburse HIP for liability insurance policy for the diabetes registry.
Anti Trust	<ul style="list-style-type: none"> ▪ Develop MOUs between partner organizations to establish community purpose of collaborative and responsibilities of partners. ▪ Implement conflict of interest policy for partner organizations. 	<ul style="list-style-type: none"> ▪ Implement conflict of interest policy for Board of Directors, Executive staff and Committee members. ▪ Operate in accordance with bylaws and charitable purpose. 	<ul style="list-style-type: none"> ▪ Implement conflict of interest policy for Board of Directors, Executive staff and Committee members. ▪ Operate in accordance with bylaws and charitable purpose.
Public Trust	<ul style="list-style-type: none"> ▪ Implement policies and procedures that promote public trust in communitywide exchange of patient data. ▪ Operate registry with full transparency and response to requests for information from healthcare providers and patients. ▪ Communicate progress with implementation and outcomes to local community via website, newspapers, radio/television, and participation in conferences. ▪ 	<ul style="list-style-type: none"> ▪ Advocate for registry including integrity of data and patient confidentiality. ▪ Assist CCCN with applications for grant funding for patient portal to diabetes registry with particular focus on meeting needs of underserved population. 	<ul style="list-style-type: none"> ▪ Advocate for registry including integrity of data and patient confidentiality. ▪ Assist CCCN with applications for grant funding for patient portal to diabetes registry including serving as fiscal agent for grant funding.

Area of Responsibility	CCCN	HIP	Trust
Provider Confidentiality	<ul style="list-style-type: none"> ▪ Implement policies and procedures that will ensure that registry reports on performance of individual providers or organizations are not disclosed to other individuals or partner organizations. ▪ Monitor agreement among partner organizations not to use diabetes registry performance or outcomes for a competitive advantage. 	<ul style="list-style-type: none"> ▪ Advocate for importance of confidentiality of provider information in local health care community. 	<ul style="list-style-type: none"> ▪ Advocate for importance of confidentiality of provider information in local health care community.
Provider Adoption	<ul style="list-style-type: none"> ▪ Utilize evidence-based approaches to electronic registry adoption including rapid cycle tests of change. ▪ Implement Research Plan for provider adoption including user surveys and analysis of utilization. 	<ul style="list-style-type: none"> ▪ Champion use of diabetes registry with health care providers. 	<ul style="list-style-type: none"> ▪ Champion use of diabetes registry with health care providers.
Sustainability	<ul style="list-style-type: none"> ▪ Develop Business Plan for continuation and expansion of diabetes registry. ▪ Analyze and present registry outcomes data and estimating return on investment. ▪ 	<ul style="list-style-type: none"> ▪ Assist CCCN staff with continuation grant funding including serving as legal entity for continued grant funding-, if needed 	<ul style="list-style-type: none"> ▪ Assist CCCN staff with continuation grant funding including serving as fiscal agent for continued grant funding, if needed.

Area of Responsibility	CCCN	HIP	Trust
Ownership of Registry, Its Data, Intellectual Property, Contract Rights	<ul style="list-style-type: none"> ▪ Beneficial owner. 	<ul style="list-style-type: none"> ▪ Holds in trust for CCCN; will transfer to CCCN if/when CCCN is formed as a legal entity. 	<ul style="list-style-type: none"> ▪ No ownership.

Signature Page

Community Chronic Care Network:

Signed: _____
Lawrence deGhetaldi MD, Chair, CCCN Steering Committee

Date: _____

Health Improvement Partnership of Santa Cruz County:

Signed: _____
Rama Khalsa PhD, Chair, Health Improvement Partnership Council

Date: _____

Pajaro Valley Community Health Trust:

Signed: _____
Kathleen King, CEO, Pajaro Valley Community Health Trust

Date: _____