

CONTRACT NUMBER: 2023-000047F

AMENDMENT TO THE CONTRACT BETWEEN
ADMINISTRACIÓN DE SEGUROS DE SALUD DE PUERTO RICO (ASES)
and
FIRST MEDICAL HEALTH PLAN, INC.

Contrato Número

to
ADMINISTER THE PROVISION OF PHYSICAL
AND BEHAVIORAL HEALTH SERVICES UNDER THE GOVERNMENT HEALTH PLAN

THIS AMENDMENT TO THE CONTRACT FOR THE PROVISION OF PHYSICAL AND BEHAVIORAL HEALTH SERVICES UNDER THE GOVERNMENT HEALTH PLAN (the "Amendment") is by and between **First Medical Health Plan, Inc.** ("the Contractor"), a managed care organization duly organized and authorized to do business under the laws of the Commonwealth of Puerto Rico, represented by its Administrative Vice President, José A. Pagán Torres, of legal age, single, resident of Cidra, Puerto Rico, and the **Puerto Rico Health Insurance Administration** (Administración de Seguros de Salud de Puerto Rico, hereinafter referred to as "**ASES**" or "**the Administration**"), a public corporation of the Commonwealth of Puerto Rico, represented by its Executive Director, Roxanna K. Rosario Serrano, BHE, MS, of legal age, single and resident of San Juan, Puerto Rico.

RP
WHEREAS, the Contractor and ASES executed a Contract for the provision of Physical Health and Behavioral Health Services under the Government Health Plan for the Commonwealth of Puerto Rico, on December 29, 2022, (hereinafter referred to as the "**Contract**");

RS
WHEREAS, the Contract provides, pursuant to Article 55, that the Parties may amend such Contract by mutual written consent;

WHEREAS, all provisions of the Contract will remain in full force and effect as described therein, except as otherwise provided in this Amendment.

NOW, THEREFORE, and in consideration of the mutual promises herein contained and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree to clarify and/or amend the Contract as follows:

I. AMENDMENTS

1. Section 21.4 currently states as follows:

21.4 The PMPM Payments shall be negotiated for every rating period covered by the Contract (specifically from January 1, 2023 to September 30, 2023, October 1, 2023 to September 30, 2024, October 1, 2024 to September 30, 2025. Any increase in the PMPM Payment shall be subject to ASES's determination that the proposed new amount is actuarially sound.

21.4.1

2. A new Section 21.4.1 shall be included as follows:

21.4.1 Notwithstanding anything to the contrary in this Contract, because the Parties have not completed the revision of the PMPM Payments by the expiration of the

current rating period which ends on September 30, 2023, (the "Expired Rating Period") such that the new rating period must commence without revised PMPM Payments, then the following shall occur:

- 21.4.1.1 ASES shall continue to pay Contractors at the PMPM Payment rates that existed during the Expired Rating Period;
- 21.4.1.2 As soon as practicable, but in no event more two hundred thirteen (213) days following the expiration of the Expired Rating Period, or sooner if the revised PMPM Payments ("Updated PMPM Payments") become available, the Parties shall complete in good faith the review of the Updated PMPM Payments.
- 21.4.1.3 Following agreement upon the Updated PMPM Payments, the Parties shall execute an amendment to Attachment 11 of the Contract setting forth the Updated PMPM Payments. Such amendment and the Updated PMPM Payments shall be effective as of October 1, 2023 as if the Updated PMPM Payments had been agreed upon at the expiration of the Expired Rating Period, provided that,
- 21.4.1.3.1 Notwithstanding the foregoing, because Updated PMPM Payments are subject to CMS and the Financial Oversight and Management Board ("FOMB") approval, ASES will continue to pay Contractors at the PMPM Payment rates that existed during the Expired Rating Period until such time as CMS and the FOMB have approved the Updated PMPM Payments, and;
- 21.4.1.3.2 Within thirty (30) calendar days following CMS's and the FOMB's approval of the Updated PMPM Payments, ASES shall pay Contractor the difference between (i) PMPM Payments that ASES made to Contractors after the Expired Rating Period and (ii) the Updated PMPM Payments.

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II. RATIFICATION

All other terms and provisions of the original Contract, as amended by Contracts Number 2023-000047 A, B, C, D, E and of any and all documents incorporated by reference therein, not specifically deleted or modified herein shall remain in full force and effect. The Parties hereby affirm their respective undertakings and representations as set forth therein, as of the date thereof. Capitalized terms used in this Amendment, if any, shall have the same meaning assigned to such terms in the Contract.

III. EFFECT; CMS APPROVAL

The Parties agree and acknowledge that this Amendment, including any attachments, is subject to approval by the United States Department of Health and Human Services Centers for Medicare and Medicaid Services ("CMS"), and that ASES shall submit this Amendment for CMS approval.

The Contractor represents and warrants that the information included in the Contractor Certification Requirement is complete, accurate and correct, and that any misrepresentation, inaccuracy of falseness in such Certification will render the contract null and void and the Contractor will have the obligation to reimburse immediately to the Commonwealth any amounts, payments or benefits received from the Commonwealth under the proposed contract.

IV. AMENDMENT EFFECTIVE DATE

Contingent upon approval of CMS and unless a provision in this Amendment specifically indicates a different effective date, this Amendment shall become effective October 1, 2023, (the "**Amendment Effective Date**") and remain in effect until April 30, 2024 or the date on which a new amendment setting forth the Updated PMPM Payments is executed, whichever is sooner.

V. ENTIRE AGREEMENT

This Amendment constitutes the entire understanding and agreement of the Parties with regards to the subject matter hereof, and the Parties by their execution and delivery of this Amendment to the Contract hereby ratify all of the terms and conditions of the Contract Number 2023-000047, including amendments A, B, C, D, E and this Amendment F.

The Parties agree that ASES will be responsible for the submission and registration of this Amendment in the Office of the Comptroller General of the Commonwealth, as required under law and applicable regulations.

ACKNOWLEDGED BY THE PARTIES by their duly authorized representatives on this 27 day of March, 2024.

ADMINISTRACIÓN DE SEGUROS DE SALUD DE PUERTO RICO (ASES)



Roxanna K. Rosario Serrano BHE, MS
Executive Director
EIN: 66-05000678

3/27/2024
Date

FIRST MEDICAL HEALTH PLAN, INC.



José A. Pagán Torres
Administrative Vice-President
EIN: 66-0537624

3/27/2024
Date

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