**RESOLUTION NO. 031 - 2020 – CREATION OF 2021 COMMITTEE STRUCTURE AND APPOINTMENTS OF MEMBERS**

 MOVED by Ms. Drake, seconded by Mr. Salton, and unanimously recommended by voice vote by members present.

WHEREAS, upon recommendation of the Consortium’s Nominations and Engagement and Executive Committees, That the Board of Directors hereby adopts the following committee structure and membership effective January 1, 2021:

# Executive Committee*(effective January 1, 2021)*

To be elected at annual meeting along with Chairs of standing committees

MEMBERSHIP: Seats to be filled by Directors; 11-15 Members; one-year terms

MEETINGS: Bimonthly beginning in January on 2nd Wednesday

1. Board Chair, Chair (Drake)
2. Board Vice Chair, Vice Chair (Hart)
3. Chief Fiscal Officer (Thayer)
4. Secretary (Salton)
5. JCPSD Chair (Bower)
6. AFC Chair (Cook)
7. Operations Chair (Holmes)
8. Nominations and Engagement Chair (Fairbrother)
9. Claims and Appeals Chair (Shattuck)
10. At-large (Wagner)
11. At-large (Mutchler)

**STANDING COMMITTEES:**

**Audit and Finance Committee**

CHARGE: The Audit and Finance Committee shall be responsible for all financial aspects of the Consortium, including review of: annual budgets, periodic review of financial results, evaluation of transactions that are material to the organization’s business, review of business and risk insurance policies and actuarial studies to determine premium levels, review and approval of investments and investment plans, enterprise risk management and compliance assessment and review, and oversight of all internal and external financial audits.

MEMBERSHIP: Seats may be filled by non-Directors; 9 members ; two-year staggered terms

MEETINGS: Monthly; 4th Tuesday; Except September – 3rd Monday

Terms expire 12/31/21

1. Eric Snow

2. Jon Munson, Labor

3. Rordan Hart
4. Jason Molino
Terms expire 12/31/22
5. Laura Shawley
6. Mack Cook
7. Bud Shattuck
8. Peter Salton

 9. Steve Thayer, Chief Fiscal Officer (No set term)

**Operations Committee**

CHARGE: The Operations Committee is responsible for oversight of Consortium operations and charged with review and oversight of any policies impacting the overall well-being of the organization. The Operations Committee may recommend changes to improve the efficiency of the organization’s practices, policies, procedures, and the organizational structure, including personnel and staffing needs.

MEMBERSHIP: Seats may be filled by non-Directors; 8 members with two-year staggered terms

MEETINGS: Bi-monthly beginning in January; 4th Monday

Terms Expiring 12/31/21 Terms Expiring 12/31/22 Terms Expiring 12/31/23

Ed Fairbrother Chris Wagner LuAnn King

Doug Perine, Labor Lisa Holmes Mark Emerson

Sunday Earle Schelley Michell-Nunn

**Nominations and Engagement Committee**

CHARGE: The Nominations and Engagement Committee will assist the Executive Committee in engaging Directors in finding meaningful ways to contribute to the organization especially through the consideration of succession and long-term planning. The Committee shall:

1. Be responsible for presenting a slate of recommended Officers, Committee Chairs, and At-Large Executive Committee members at the annual Board of Directors meeting;
2. Be responsible for presenting a slate of recommended Nomination and Engagement Committee members;
3. Recommend to the Executive Director engagement strategies with:
 a. the work of committees;

b. disseminating information ahead of and at the annual meeting in an interactive model and insuring a super-majority attendance at annual meeting; and

c. long-term leadership succession planning.

Membership: Seats may be filled by non-Directors; 5 Members with two-year staggered terms

MEETINGS: 4x/year beginning in February (then May, August, and November);

Terms expire 12/31/21 Terms expire 12/31/2022

1. Ed Fairbrother 4. Gary Mutchler

2. Laura Shawley 5. Terrance Baxter

3. Nancy Webster, Labor

**Claims and Appeals Committee**

CHARGE: The Claims and Appeals Committee will hear all appeals that come to the Board of Directors for action and recommend a determination to the Board. This Committee will also monitor claims data and trends and oversee all annual third-party administrator claim audits.

Membership: Seats may be filled by non-Directors; 5 Members with two-year terms

MEETINGS: As needed (2-4x/year)

Terms expire 12/31/21 Terms expire 12/31/2022

1. Bud Shattuck

2. Donna Dawson

3. Tom Brown

4. Don Fischer

5. Tanya DiGennaro

**Joint Committee on Plan Structure and Design**

CHARGE: The JCPSD reviews all prospective Board actions in connection with the benefit structure and design of the Plan and develops findings and recommendations with respect to such matters. Committee may also consider wellness-related initiatives.

Membership: Each Participant and each labor group shall have one voting seat each. Quorum determined by Committee; No set terms.

MEETINGS: Bi-monthly (beginning in February)

Chair and Vice Chair – to be selected by the membership of the JCPSD as outlined in the Committee’s Bylaws.

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STATE OF NEW YORK )­

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COUNTY OF TOMPKINS )

 I hereby certify that the foregoing is a true and correct transcript of a resolution adopted by the Greater Tompkins County Municipal Health Insurance Consortium Board of Directors on December 17, 2020.

