

**Operations Committee
Minutes – APPROVED
November 22, 2021 – 1:00 p.m.
Zoom Conference Call**

Present: Lisa Homes, Doug Perine, Luann King, Ed Fairbrother (arrived at 1:07 p.m.), Sunday Earle, Schelley Michell Nunn (arrived at 1:12 p.m.)
Absent: Mark Emerson
Vacancy: One seat (formerly held by Chris Wagner)
Staff/Guests: Elin Dowd, Executive Director; Michelle Cocco, Clerk of the Board; Rob Spenard, Locey & Cahill; Teri Apalovich, Finance Manager; Kylie Rodrigues, Benefits Specialist; Ruby Pulliam, Tompkins County Alt. Director; Andrew Braman, Tompkins County Finance

Call to Order

Ms. Holmes, Chair, called the meeting to order at 1:05 p.m.

Changes to the Agenda

The approval of minutes was deferred to later in the meeting when quorum was met.

The following resolutions were added to the agenda:

- Resolution No. – Designation of Records Access Officer and Appeals Committee – Public Access to Records (Freedom of Information Law) Requests
- Resolution of the Audit and Finance Committee – Adoption of Amended Invoice Payment Procedure

Executive Director Report

Ms. Dowd reported four new Participants were accepted into the Consortium at the September 23rd Board of Directors meeting; work is underway with the Plan Administrators to get members in place for the January 1st start date. She said a new member orientation was held last week and was attended by Directors and Benefit Clerks.

Mr. Fairbrother arrived at this time.

Ms. Dowd said staff has been busy as open enrollment is currently underway. In addition, the Consortium is working with Excellus on the benefit plan descriptions; they are expected to be finalized and available to municipalities and posted on the Consortium's website by December 1st.

Ms. Dowd reported on staffing and announced Michelle Cocco has retired from her position at Tompkins County; due to requirements of the New York State Retirement system her hours will be reduced in 2022. She also announced and congratulated Teri Apalovich for successfully passing her Civil Service exam and becoming a permanent employee. Further discussion of staffing will take place at the Committee's next meeting.

Ms. Dowd reported the Executive Committee spent a lot of time at its last meeting discussing long-term business planning. All members were asked to write down and submit what they think are important strategic initiatives for the Consortium, what growth looks like and what concerns they have related to growth, and what other things they are concerned about. A special Executive Committee meeting will take place in January to discuss this further.

Ms. Michelle Nunn arrived at this time.

Ms. Dowd referenced a draft resolution provided in the agenda packet that new members must submit during the application process. She said work is being done to consolidate the process and simplify application documents. At the next meeting there will be discussion of the down payment for the surplus account reserve. This is a practice that was put in place but is not being used due to it being a complicated accounting procedure.

RESOLUTION NO. - 2021 – AMENDMENT OF RESOLUTION NO. 2 OF 2016 - ADOPTION OF MISSION AND VISION STATEMENT FOR THE GREATER TOMPKINS COUNTY MUNICIPAL HEALTH INSURANCE CONSORTIUM

MOVED by Mr. Fairbrother, seconded by Ms. King. Ms. Dowd said the current vision statement does not reflect the Consortium’s expanded geographic boundaries; the revision reflects only that change. In response to Ms. Earle as to how big the Consortium wants to be, Ms. Dowd said that will be part of the long-term business planning discussion that is beginning to take place.

The resolution was unanimously adopted by voice vote by members present.

WHEREAS, the Board of Directors adopted a Mission and Vision Statement for the Greater Tompkins County Municipal Health Insurance Consortium on January 28, 2016, and

WHEREAS, in August 2021 the NYS Department of Financial Services approved the expanded scope of the Consortium’s reach from seven to sixteen counties within the geographical boundaries of the Counties of Broome, Cayuga, Chenango, Chemung, Cortland, Madison, Onondaga, Ontario, Oswego, Tioga, Tompkins, Schuyler, Seneca, Steuben, Wayne, and Yates, now therefore be it

RESOLVED, on recommendation of the Operations Committee, That the Executive Committee on behalf of the Board of Directors, hereby adopts the amended Mission and Vision Statement of the Greater Tompkins County Municipal Health Insurance Consortium to reflect the Consortium’s expanded territory.

Belief: Individually and collectively we invest in realizing high quality, affordable, dependable Health Insurance.

Mission Statement: The Greater Tompkins County Municipal Health Insurance Consortium is an efficient inter-municipal cooperative that provides high-quality, cost-stable health insurance for members and their employees and retirees.

Vision Statement: The Greater Tompkins County Municipal Health Insurance Consortium provides its municipal partners in sixteen counties within the geographical boundaries of the Counties of Broome, Cayuga, Chenango, Chemung, Cortland, Madison, Onondaga, Ontario, Oswego, Tioga, Tompkins, Schuyler, Seneca, Steuben, Wayne, and Yates, a menu of health insurance plans to the benefit of the employees, retirees, and their families.

- The Consortium administers operations by collaborating with claims administrators, providers, and employee representatives in an effort to manage its costs, efficiencies, and success.
- The Consortium strives to provide a trust-worthy, responsive, and efficient vehicle that enables access to its quality products, models a new health insurance paradigm, and educates its members to become more directly involved in their own personal health.

- The Consortium promotes a culture of preventative health care for the well-being of its members.

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Approval of Minutes of July 26 and August 30, 2021

It was MOVED by Ms. King, seconded by Ms. Michell Nunn, and unanimously adopted by voice vote by members present, to approve the minutes of July 26 and August 30, 2021 as submitted. MINUTES APPROVED.

RESOLUTION NO. – 2021 – AUTHORIZING INFORMATION TECHNOLOGY SERVICES AGREEMENT WITH TOMPKINS COUNTY – JANUARY 1, 2022 THRU DECEMBER 31, 2022

MOVED by Ms. Earle, seconded by Ms. King, and unanimously adopted by voice vote by members present.

WHEREAS, the Tompkins County Information Technology Services Department (ITS) has provided technical support to the Consortium since it began operations in 2011, and

WHEREAS, technical support has included website hosting and assistance, e-mail account technical support, assistance with the Consortium’s compliance with NYCRR 500 Cybersecurity requirements, audio and visual assistance, development of a secure online enrollment program, and general computer support, and

WHEREAS, the Consortium wishes to continue its contract arrangement with the Tompkins County Information Technology Services Department that was formalized in 2020, and

WHEREAS, the Executive Director is proposing no changes to the 2020 Memorandum of Understanding, now therefore be it

RESOLVED, on recommendation of the Operations Committee, That the Board of Directors approves an agreement with Tompkins County Information Technology Services for 2022 based on a rate for an average of seven (7) hours per month at \$60 per hour for ITS support provided to the Consortium from January 1, 2022 thru December 31, 2022 for a total of \$5,040,

RESOLVED, that the amount of \$5,040 will be submitted as a single invoice by ITS in January, 2022, and

RESOLVED, that ITS will invoice annually for the direct cost of the assigned Consortium Microsoft Office 365 licenses as procured under the Tompkins County Microsoft Office 365 tenant, and

RESOLVED, further, That this rate and hours associated with ITS support shall be reviewed annually to ensure that as the Consortium grows that it supports the assistance provided by the Department,

RESOLVED, further, That the Executive Director is hereby authorized to execute this contract on behalf of the Consortium,

RESOLVED, further, that the TC Information Technology Services Agreement will be kept on file in the Consortium’s records.

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RESOLUTION NO. - 2021 – RESCINDING NO. 32 OF 2018 “DELEGATING AUTHORITY AND RESPONSIBILITY FOR DEVELOPING CYBER SECURITY POLICIES TO THE AUDIT AND FINANCE COMMITTEE

Explanation: By resolution No. 23 of 2018, oversight of Cyber Security policies was delegated to the Audit and Finance Committee. This resolution aligns with the new governance structure by changing the oversight committee and allowing for future changes to be directed by the Executive Committee.

MOVED by Mr. Fairbrother, seconded by Ms. King, and unanimously adopted by voice vote by members present.

WHEREAS, changes to Consortium operations have occurred under the new governance structure that warrant the need to rescind prior resolutions delegating specific responsibilities, and

WHEREAS, due to the change in governance, Cyber Security matters are no longer the responsibility of the Audit and Finance Committee, now therefore be it

RESOLVED, on recommendation of the Audit and Finance Committee, That Resolution No. 32 of 2018 “Delegating Authority and Responsibility for Developing Cyber Security Policies and Procedures to the Audit and Finance Committee” is hereby rescinded,

RESOLVED, further, That the Executive Committee, in consultation with the Executive Director, may delegate responsibility for operational functions to the appropriate standing committee of the Board of Directors.

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RESOLUTION NO. - 2021 – DESIGNATION OF RECORDS ACCESS OFFICER AND APPEALS COMMITTEE – PUBLIC ACCESS TO RECORDS (FREEDOM OF INFORMATION LAW) REQUESTS

Ms. Dowd noted that although there have been only two FOIL requests since the Consortium first started, the Consortium is required to have this process in place.

MOVED by Ms. Earle, seconded by Ms. King, and unanimously adopted by voice vote by members present.

WHEREAS, 21 NYCRR PART 1401 requires the Consortium to is required to establish procedures for the public to have access to records, and

WHEREAS, the Consortium is required to designate a Records Access Officer to be responsible for insuring appropriate agency response to public requests for access to records, and

WHEREAS, the Consortium is also required to designate a person or body to hear appeals regarding denial of access to records under the Freedom of Information Law, and

RESOLVED, on recommendation of the Operations Committee, That the Executive Committee, on behalf of the Board of Directors, hereby designates the Executive Director as the Records Access Officer for the Consortium,

RESOLVED, further, That the Records Access Officer is delegated responsibility for developing and making available to the public, procedures for requests for public access to records (Freedom of Information Law),

RESOLVED, further, That the Executive Committee is designated to serve as the Appeals Committee for FOIL-related matters, in subject to compliance of the New York State Public Officer's Law.

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RESOLUTION OF THE AUDIT AND FINANCE COMMITTEE - ADOPTION OF AMENDED INVOICE PAYMENT PROCEDURE

Ms. Dowd spoke of the transitioning of responsibilities from outside sources since the Consortium has brought on staff. Following a review of the current procedure, she recommends a change that would create an approval process through an abstract with all payments being compiled by the Finance Manager to be approved by the Audit and Finance Committee. She noted this would not impact the payment of invoices that need immediate payment. Once the abstract is prepared and presented to the Audit and Finance Committee for approval the Finance Manager would create the check or would have ACH authority to process payment. The Executive Director would sign off on approval of payment.

Ms. Dowd said the one thing this does not have in place is the reconciliation; to have a separation of duties, they would like to have the Treasurer sign off on all of the monthly payments. Ms. Dowd said once discussion takes place at the Audit and Finance Committee, she would like the external auditors to review the procedure to confirm it is compliant with required financial controls.

Ms. Earle shared a procedure that was used when she worked in a small office did payroll and said the company President signed off on the bank statement. She did not open the bank statement; the President signed off on the statement prior to her doing a reconciliation.

A friendly amendment was made to include a separate section on Reconciliation.

MOVED by Ms. Earle, seconded by Ms. King, and unanimously adopted by voice vote by members present.

WHEREAS, the Operations Committee was presented with recommendations for streamlining current invoice payment procedures by staff, and

WHEREAS, the Operations Committee has reviewed and recommended an amended Invoice Payment Procedure be approved by the Audit and Finance Committee, now therefore be it

RESOLVED, on recommendation of the Operations Committee the Audit and Finance Committee hereby adopts the following amended Invoice Payment Procedure dated November 22, 2022 to replace the procedure approved December 10, 2019.

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**GTCMHIC Invoice Approval Procedure
(November 22, 2021)**

All invoices will be in the Monthly Financial Abstract Report submitted by the Finance Department for review at the Audit and Finance Committee Meeting. The Monthly Financial Abstract Report will detail monthly and year-to-date expenditures. The primary purpose of this report is to enable the Audit and Finance Committee to initiate appropriate action and to monitor and approve expenditures against budget line items and contractual agreements.

The Audit and Finance Committee will approve The Monthly Financial Abstract Report for payment and all invoices will be processed for payment according to the following procedures.

Previously Approved Expenditures Ready for Payment

Invoices listed below are considered ready for payment when received and will be entered for Payment by the Finance Department without further approval as assigned by the budget process or contract. The Monthly Financial Abstract Report will provide details for all pre-payments made for the following:

- Claims invoices and administrative fees from our third-party benefit administrators (medical and prescription drug) including flu clinic fees,
- State and Federal taxes and fees,
- Stop-loss,
- Business Insurance,
- Tompkins County invoices,
- Town of Ithaca Payroll invoices,
- Town of Ithaca Rent invoices.
- Contract progress payment invoices (e.g., Actuary, Claims Auditor, Bonadio,)
- Invoices for non-fixed price contract payment under \$10,000 (e.g., Consortium Consultant, newsletter production, and printing,)
- Invoices for supplies, expense reimbursements and day to day operations under \$10,000.

Audit and Finance Committee Approval Needed

Invoices not listed as Previously Approved for Payment shall be included in the Monthly Financial Abstract Report for approval at the next Audit and Finance Committee meeting.

- Invoices for non-fixed price contract payment over \$ 10,000 (e.g., financial auditor);
- Invoices for services not previously approved by contractual arrangement,
- Contract final invoices (e.g., Actuary, Auditor, Claims Auditor).

If the Audit and Finance Committee will not be meeting by the time the invoice becomes due, the Executive Director will first petition the contractor for a time extension until the Audit and Finance Committee meets. Should that petition be denied, the invoice must be approved by the Board Chair and reported to the Committee at the next meeting.

Board Chair Approval Needed

Any reimbursements made to the Executive Director must be approved by the Board Chair and will be included in the Monthly Financial Abstract Report at the next Audit and Finance Committee meeting.

Payment of Approved Invoices

- Medical and Prescription Claims/Admin Fee invoices will be paid via ACH as required by contract terms,
- Credit Card statement will be paid in advance to have payment received prior to due date.

The Monthly Financial Abstract Report will be presented at each Audit and Finance Committee meeting for review. All invoices approved by the Audit and Finance Committee will have checks prepared by the Finance Department and signed by the Executive Director. If the Executive Director is not available, then the Treasurer or Chief Financial Officer will sign the checks for payment.

Reconciliation

After the bank statements have been received the Finance Department will reconcile all related financial statements and send to the Treasurer for final approval.

Chair and Vice Chair Transition

Ms. Dowd spoke of the Consortium's governance structure and said all committee chairs serve on the Executive Committee. Due to the resignation of Chris Wagner from Seneca County, the Nominations and Engagement Committee will need to consider a Director to replace him as Chair of this Committee. Also, she expects Mr. Perine, Vice Chair, to eventually be retiring from his position in Tompkins County; therefore, a replacement will need to be found for that position as well.

2022 Committee Meeting Schedule

There was consensus for the Committee to meet quarterly in 2022 with special meetings scheduled if needed.

Next Meeting Agenda Items

The following items were identified for inclusion on the next and future meeting agendas:

- Cyber Security
- Business Continuity Plan
- Town of Ithaca Lease Renewal
- New Member application process
- Review of PBM contract (July)

Adjournment

The meeting adjourned at 1:54 p.m.