

Minutes – DRAFT
Nominations and Engagement Committee
August 14, 2023 – 3:30 p.m.
Meeting held Remotely via Zoom Video

Present via remote: Ed Fairbrother (Committee Chair); Terrance Baxter
Excused: Gary Mutchler (Committee Vice Chair)
Absent: Kate DeVoe
Vacancy: One seat
Staff/Guests via remote: Elin Dowd, Executive Director; Lynne Sheldon, Clerk of the Board,
Teri Apalovich, Finance Manager; Kylie Rodrigues, Benefits
Specialist

Quorum Present? No

Call to Order

Mr. Fairbrother called the meeting to order at 3:31 p.m.

Changes to the Agenda

There were no changes to the agenda.

Approval of Minutes of August 8, 2022

Due to lack of quorum, the Approval of the Minutes has been deferred to the next meeting.

Executive Director Report

Ms. Dowd reported that the Consortium will be making a recommendation to move from ProAct to Excellus as the prescription benefits manager.

Ms. Dowd said that there are some plan changes for 2024 to the Silver and Gold Plans. The recommendation has been made that the Consortium raise both deductibles and out-of-network deductibles to be in compliance with the Centers for Medicaid and Medicare Services Actuarial Value Calculations.

Ms. Dowd also reported that the 2024 Budget will be discussed at the upcoming Audit and Finance Committees meeting and the Executive Committee meeting. She said the Consortium claims have been trending very high last month and into this month, so the Consortium will be looking carefully at the increase and possibly using some rate stability.

Slate of Candidates

Ms. Dowd explained the Consortium sent out a questionnaire last month to Board Members. The questionnaire asked for volunteers to serve on committees and the following two documents reveal responses from possible volunteers. The following documents were shared with the Nomination and Engagement Committee members for their discussion. The Nomination Committee agreed that the individuals would be a good fit for each Committee and asked to forward the draft slate to the Executive Committee for vote due to lack of quorum at today's meeting.

Future Agenda Topics

There were no future agenda topics discussed.

Adjournment

The meeting adjourned at 3:58 p.m.

Respectfully submitted by Lynne Sheldon, Clerk of the Board

SURVEY RESULTS FOR COMMITTEE SLATES

EXECUTIVE COMMITTEE

We did not have any individuals respond with interests of Executive Committee in questionnaire.

STANDING COMMITTEES:

Nominations

We did not have any individuals respond with interests of Nominations Committee in questionnaire.



= Are not currently serving on that committee

Audit Committee

Questionnaire Responses of Interest:

Mark Emerson (Mentz)
Judy Drake
Tanya DeGennaro
(Village of Homer)
Chad Hayden Aurelius
Mary Bouchard

Claims and Appeals

Questionnaire Responses of Interest:

Bud Shattuck
Tanya DeGennaro
(Village of Homer)
Mike Murphy (Village of
Dryden) Add Seat 7

Rex Vosburg
(DeRuyter)

Finance Committee

Questionnaire Responses of Interest:

Judy Drake
Rordan Hart
Bud Shattuck
Kerry Manion (Town of
Dewitt)
Tanya DeGennaro
(Village of Homer)
Mary Bouchard
(Ulysses)

Operations

Questionnaire Responses of Interest:

Mark Emerson
Judy Drake
Kerrie Fusco (Dewitt
Fire District)



Greater Tompkins County Municipal Health Insurance Consortium

P.O. Box 7 • Ithaca, New York 14851 • (607) 274-5590

Headquarters: 215 N. Tioga Street, Ithaca, NY 14850

www.healthconsortium.net • consortium@tompkins-co.org

"Individually and collectively we invest in realizing high quality, affordable, dependable health insurance."

RESOLUTION NO. XXX-2023 – CREATION OF 2024 COMMITTEE STRUCTURE AND APPOINTMENTS OF MEMBERS

WHEREAS, the Board of Directors at its Annual Meeting established a Committee structure and appointed members to the Consortium's standing committees, and

RESOLVED, upon recommendation of the Consortium's Nominations and Engagement Committee, That the Executive Committee, on behalf of the Board of Directors, hereby appointments the following committee structure and membership to 2024 committees effective January 1, 2024:

EXECUTIVE COMMITTEE:

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 (subject to change): Bimonthly beginning in January on 3rd Wednesday

1. Board Chair, Chair (Hart)
2. Board Vice Chair, (Holmes)
3. **Chief Financial Officer, New Hire**
4. Secretary (Salton)
5. JCPSD Chair (DeVoe)
6. AFC Chair/At-large (Ray Bunce)
7. Operations Chair (Granger)
8. Nominations and Engagement Chair (**Mutcher**)
9. Claims and Appeals Chair (Shattuck)
10. At-large (Snow)
11. **At-large (Vacant)**
12. At-large (Steve)
13. Past Chair (Drake)

STANDING COMMITTEES:

Audit Committee

CHARGE: The Audit Committee shall be responsible to review audit filings, audit policies and procedures to be sure in compliance with Article 47 and the Certificate of Authority; establish a list of all reports due to the Board and regulators and the process and timeline to insure accurate and timely reporting.

MEMBERSHIP: Seats may be filled by Directors; 3 members-5 members; two-year staggered terms MEETINGS (subject to change): Monthly; 4th Tuesday

Terms Expiring 12/31/25

1. **Judith Drake (Chair)**
2. **Mark Emerson**
3. **Tanya DeGennaro**
4. **Chad Hayden**
5. **Mary Bouchard**

Finance Committee

CHARGE: The Finance Committee shall be responsible to recommend a budget, recommend premium rates, review Jurat reports, recommend reinsurance and retention policies, and appropriate reserve levels in compliance with a municipal health care organization and any necessary policy and procedures relative to being fiscally prudent stewards of the organizations funds and assets.

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

MEETINGS (subject to change): Monthly; 4th Tuesday

Terms Expiring 12/31/24

1. Scott Steve
2. Eric Snow
3. Bud Shattuck
4. Peter Salton
5. Kate DeVoe
6. Amanda Anderson

Terms Expiring 12/31/25

7. Judith Drake (Chair)
8. Kerry Manion
9. Kate DeVoe (Labor)
10. Rordan Hart (Vice Chair)

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 (subject to change): Bi-monthly beginning in January; 4th Monday

Terms Expiring 12/31/24

1. Ruby Pulliam
2. Laura Grainger (Chair)
3. Schelley Michell-Nunn
4. Janine Bond
5. Judith Drake (Vice Chair)
6. Rita McCarthy
7. Brian Weinstein (Labor)

Terms Expiring 12/31/25

8. Kerrie Fusco
9. Sunday Earle
10. Mark Emerson
11. LuAnn King

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: Approximately 4x/year.

Terms Expiring 12/31/24

1. Gary Mutchler, **Chair (Ed Retiring)**
2. ~~Terrance Baxter~~
3. **Kate DeVoe, Labor**

Terms Expiring 12/31/25

4. **Judith Drake (Past Chair)**
5. **Rordan Hart**

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 12/31/24

1. Don Fischer, Vice Chair
2. Tanya DiGennaro
3. ~~Carol Sosnowski~~
(Retiring – Jennifer Mellini)

Terms expire 12/31/25

4. **Bud Shattuck, Chair**
5. **Donna Dawson**
6. **Tom Brown**

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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 (subject to change): 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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