



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."

Nominations & Engagement Committee Meeting Agenda

June 13, 2022 – 3:30 PM

Town of Ithaca/Remote Satellites by Zoom

Satellite Locations to be posted at healthconsortium.net

(Contact consortium@tompkins-co.org for link to join meeting)

1. Call to Order Ed Fairbrother
2. Changes to the Agenda
3. Minutes Approval – January 10 and April 11, 2022
4. Executive Director Report Elin Dowd
 - a) Report
 - b) Discussion: 2023 Committee Membership
 - c) August Board Meeting Guests
 - d) Potential Agenda Hot Topics
5. Future agenda topics
 - a) Resolution: 2023 Committee Membership
6. Adjourn

Next Meeting: August 8, 2022



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Minutes - DRAFT
Nominations and Engagement Committee
January 10, 2022 – 3:30 p.m.
Remote Meeting by Zoom

Present: Ed Fairbrother, Jim Bower, Gary Mutchler, Terrance Baxter
Vacancy: One seat
Staff/Guests: Elin Dowd, Executive Director; Michelle Cocco, Clerk of the Board; Judy Drake, Chair of the Board

Call to Order

Mr. Fairbrother, Chair, called the meeting to order at 3:30 p.m.

Changes to the Agenda

There were no changes to the agenda.

Approval of Minutes of August 16, 2021

It was MOVED by Mr. Baxter, seconded by Mr. Mutchler, and unanimously adopted by voice vote by members present with Mr. Bower abstaining, to approve the minutes of August 16, 2021 as submitted. MINUTES APPROVED.

Executive Director Report

Ms. Dowd said the need for this meeting is to discuss and recommend appointments to fill vacant committee seats that have resulted for a variety of reasons such as retirements, resignations, and election results. She spoke of the need to get broad representation from all municipal members and to increase engagement of members. She noted that in 2022 there will be fewer meetings but there will be increased business when meetings do take place. Ms. Dowd noted the difficulty Covid-19 has created in being able to reach out to establish a face to face relationship with new Directors.

RESOLUTION NO. - 2022 – AMENDMENT TO RESOLUTION NO. 014-2021 - CREATION OF 2022 COMMITTEE STRUCTURE AND APPOINTMENTS OF MEMBERS

Ms. Dowd reviewed the resolution and membership suggestions that was provided to members in advance of the meeting. Members provided input on potential membership seats; it was suggested Ms. Dowd reach out to the Village of Owego to explore whether there is interest in serving on a committee.

It was MOVED by Mr. Mutchler, seconded by Mr. Baxter, and unanimously adopted by voice vote by members present to recommend the resolution as amended pending confirmation by

members of a willingness to accept a proposed committee assignment. Mr. Fairbrother agreed to reach out to Mr. Williams to verify interest in serving on the Nominations and Engagement Committee. It was recommended that Nancy Niswender be asked to serve if Mr. Williams is unable.
MOTION CARRIED.

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

WHEREAS, the Consortium needs to address vacancies that will impact committee membership in 2022 due to resignations, retirements, and election results, now therefore be it

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 amended membership to committees effective immediately:

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 1st Wednesday

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

STANDING COMMITTEES:

Audit and Finance Committee

Terms expire 12/31/23

1. **Steve Thayer, Chair** (CFO, no set term)
2. Tim Arnold, Labor
3. **Rordan Hart, Vice Chair**
4. Amanda Anderson
5. **Lorie Corsette**

Terms expire 12/31/22

6. Laura Shawley
7. Eric Snow
8. Bud Shattuck
9. Peter Salton

Operations Committee

Terms Expiring 12/31/22

Lisa Holmes, Chair
Laura Granger
Schelley Michell-Nunn
Janine Bond (add'l seat)

Terms Expiring 12/31/23

Ed Fairbrother
Nancy Webster, **Vice Chair**
Sunday Earle

Terms Expiring 12/31/23

LuAnn King
Mark Emerson

Nominations and Engagement Committee

Terms expire 12/31/23

1. Ed Fairbrother, Chair
2. **Kevin Williams or Nancy Niswender**
3. Jim Bower, Labor

Terms expire 12/31/2022

4. Gary Mutchler, **Vice Chair**
5. Terrance Baxter

Claims and Appeals Committee

Terms expire 12/31/23

1. Bud Shattuck, Chair
2. Donna Dawson
3. Tom Brown

Terms expire 12/31/2022

4. Don Fischer, Vice Chair
5. Tanya DiGennaro

* * * * *

Gathering Information for Annual Meeting

Ms. Dowd said the Executive Committee is beginning to discuss long-term business planning for the Consortium and suggested planning begin soon for the Annual Meeting. She recalled that prior to the pandemic there was discussion of hosting a dinner meeting that would be accompanied by different presentations and/or educational events. She suggested this be given thought and discussed at this Committee's next meeting.

Mr. Mutcher spoke of the value Ms. Rodrigues has brought to the Consortium. He said although it may not be part of the annual meeting, he offered a suggestion of bringing municipalities together to talk about things they may have in common and benefits that can be offered.

Ms. Dowd spoke of conversations that have taken place with interested municipalities and comparisons that have been developed. She believes there are opportunities that exist to share information with current and potential members and in a way that is also informative to bargaining groups. She will take the lead on coordinating this.

Mr. Mutcher said there has been a shift in the legislative leadership in Cayuga County; he and Mr. Shattuck will continue to work on efforts to get the County to join the Consortium. Ms. Dowd said she would welcome speaking to them as well.

Ms. Dowd responded to a question by Mr. Mutchler as to whether a municipality has ever withdrawn from the Consortium and said no municipality has dropped out to move to a different plan. However, there is a municipality that has lost their only subscriber in 2022 due to the individual resigning from employment and the new employee having coverage elsewhere. She is working on this and will be encouraging that municipality to remain in the Consortium.

Adjournment

The meeting adjourned at 4:14 p.m.

Minutes - DRAFT
Nominations and Engagement Committee
April 11, 2022 – 3:30 p.m.
Remote Meeting by Zoom

Present: Shondrea Cobb on behalf of Ed Fairbrother, Jim Bower, Gary Mutchler
Vacancy: One seat
Excused: Terrance Baxter
Staff/Guests: Elin Dowd, Executive Director; Michelle Cocco, Clerk of the Board; Judy Drake, Chair of the Board; Kylie Rodrigues, Benefits Specialist; Teri Apalovich, Finance Manager

Call to Order

Mr. Fairbrother, Chair, called the meeting to order at 3:30 p.m.

Changes to the Agenda

The minutes were deferred to the next meeting.

Executive Director Report

Ms. Dowd said the Executive Committee met last week and is looking forward to discussing long-range planning in May. She said Mr. Bower is making progress working with CSEA in trying to get representatives to attend meetings of the Joint Committee on Plan Structure and Design.

Ms. Dowd reported there is a vacancy on the Nominations and Engagement Committee; efforts to fill that seat have not yielded a representative.

2023 Committee Membership

During discussion of 2023 Executive Committee membership, Ms. Drake announced she will be stepping down from the position of Board Chair. Ms. Dowd said as a result of this it is likely the Vice Chair, Rordan Hart, will be recommended to fill the position of Board Chair and this would result in a vacancy in the Vice Chair position. Also, Mr. Shattuck's term as Village of Union Springs Mayor will expire in April of 2023 and he will not be seeking re-election; this will result in an additional vacancy on the Executive Committee. Ms. Dowd spoke of the resignation of Chris Wagner and said there should be consideration of having representation again by Seneca County.

Ms. Dowd said Mr. Fairbrother suggested Rita McCarthy from the Town of Erwin be considered for membership on a committee. Also, there have been discussions with the City of Cortland about serving, as Mack Cook left the City at the end of 2021.

Mr. Mutchler said he would be willing serve as Chair of the Nominations Committee if Mr. Fairbrother would be willing to serve as Vice Chair of the Board of Directors.

Ms. Dowd reported Nancy Webster has left employment with Tompkins County which will leave the labor seat and the position of Vice Chair on the Operations Committee vacant. Mr. Bower said he expects replacements to be announced soon for both Tompkins County CSEA labor seats. Mr. Bower said it appears with one exception Labor Directors are from Tompkins County and said he hopes membership can be expanded to include labor from other areas.

Prior to the next meeting Ms. Dowd will speak to Mr. Fairbrother to see if he would be interested in changing seats and will present the Committee with a draft roster for discussion at the next meeting.

Board Retreat Agenda

Ms. Dowd reviewed topics that have been covered in the August educational retreat and said it has been suggested that the agenda items include: an update on strategic planning, Medicare options that are available and how to manage this at the Consortium. With regard to strategic planning it has been suggested guest speakers be invited, such as the CEO from Cayuga Medical Center, to talk about the increasing costs of medicine and their predictions of costs and how to plan effectively for mitigating risks. A second suggestion was to invite the CEO from Excellus or someone from Excellus to talk about risk levels and growth and how the Consortium should be prepared for growth and its associated risks.

Mr. Bower said he likes getting both a local and broad perspective as the Consortium has moved into a new area. Ms. Drake said she likes the idea of looking at how much risk and reserving the Consortium should be looking at. Mr. Mutchler said a representative of a medical center will likely talk about increased costs and what the Consortium will have to pay, and although on a bigger scale, Excellus is in the same business as the Consortium and may provide insight on how to handle things. Mr. Bower suggested Cayuga Medical Center would be able to give information on medical trends and utilization, as well as growth into new territories. Ms. Dowd said the Consortium will see a growth in providers as it moves into other areas.

Ms. Drake said she would like to know what topics and programs Segal is talking about right now. Ms. Dowd said a topic that was discussed with Locey and Cahill today was utilizing shared service money, particularly for new members. She said there is access to some funds and thought will need to be given to this as part of strategic planning as well as part of the Medicare Advantage discussions.

Ms. Dowd spoke of member engagement and what is working and what can be improved as this is the second year of the new governance structure with the Board not meeting on a regular basis. She spoke of marketing materials that are being distributed today that members can share with other municipalities and asked members if they know of ways to further engage with members to let her know. She said efforts are being made to increase member involvement in marketing as that has resulted in success in the past. Ms. Drake said an ongoing challenge will be the need to continue to re-educate members due to turnover in staff and Directors as well as a lack of engagement during the year. Ms. Drake suggested to continue to incorporate polls in meetings.

Next meeting

At the next meeting the following will be presented:

- Potential changes to 2023 committee membership;
- An update from Ms. Dowd on Board Retreat guests; and
- A report on topics Segal thinks are important and what resources might be available

Ms. Dowd said there had been discussion of holding the Retreat or Annual Meeting with a dinner; this will be considered in the next couple of months while monitoring the situation with Covid variants.

Adjournment

The meeting adjourned at 4:16 p.m.

Executive Director Report June 2022

When the Consortium started, we were fortunate to garner the support of Michelle Cocco as our Clerk of the Board. Michelle's role has changed over the years, but her commitment to advancing our mission has always remained steadfast. Although I am thrilled that Michelle is now at a stage in life where she can celebrate retirement both from the County as well as the Consortium, I am saddened that she has put in her final notice for June 17th. We will recognize Michelle at the June Executive Committee meeting for her years of service and dedication to the Consortium.

Lynn Lacko-Sheldon will start as our new Clerk of the Board on June 6th and work closely with Michelle before she completely retires. Lynn has been working at TC3 in the Continuing Education Department as an Administrative Assistant. Lynn's previous work includes working with School Treasurers as part of the Syracuse City School District staff, other accounting roles, and has significant experience with supporting programs and departments with strong administrative and organizational skills. In addition, Lynn has had experience working with municipalities in various rolls and we know she will make a great addition to our team.

Executive Committee

The Executive Committee continues to address issues related to advancing our mission through long-term business planning meetings. Currently, the Committee is reviewing Section A 5. of the Municipal Cooperative Agreement and analyzing the risks associated with changing our policy on full participation for all employee groups.

Audit and Finance Committee

At the April meeting the Audit and Finance Committee met with our external auditors to review the 2021 annual audit. The full report is available on our website and a copy of the report with notes from the Executive Director as the Annual Report was sent in early May to all Directors. The report was accepted thus allowing Finance Manager, Teri Apalovich, to submit the 2021 annual JURAT to the NYS Department of Financial Services.

The new sub-committee working on the Investment Manager's RFP (Request for Proposals) has had discussions with the Audit and Finance Committee on our current Investment Policy Statement and our appetite for any additional risk we may wish to include in our Policy going forward. An amended Policy was approved by the Committee and additional investment vehicles were added. The new Policy will be put before the Board in September. In anticipation of the changes, Wilmington Trust was contacted to ask them to prepare a presentation to the Committee in June regarding their willingness to manage under the new policy and present how they would change our portfolio with these revisions. Their response is below.

"We are very excited to work with Greater Tompkins County Municipal HIC (GTCMHIC) as the investment parameters are expanded to allow for the complete sector allocation of the NY GML. We also look forward to providing our investment management services in the manner consistent with our discretionary investment management relationships.

Once we review the revised Investment Policy Statement (IPS), we will be in touch with any comments or questions. We will ensure that we have a complete understanding of the GTCMHIC objectives including liquidity needs, risk tolerance and statutory constraints. As a discretionary investment manager, we will set the investment strategy within the guidelines of the IPS and our discussions and we will execute. We do not discuss on a trade-by-trade basis, but rather make investment decisions based on the goals and objectives of GTCMHIC as stated in the IPS and market conditions. Our goal is to maximize the yield of the portfolio within the guidelines provided.

Per our discussion today, we will work to model a portfolio reinvesting those securities that will mature prior to September and taking advantage of the sectors where we see value. In today's rising rate environment where the Fed, in an effort to control inflation, is signaling an aggressive rate rise campaign we expect we will keep the portfolio short. The strategy allows us to evaluate the data regarding inflation and interpret what the Fed has planned going forward. This also allows us to redeploy the maturing funds at higher prevailing rates if they hike

Executive Director Report
June 2022

as expected. Our current expectation is that we will keep the portfolio short until such time as we believe the market and interest rates have stabilized.

Operations Committee

The Operations Committee met in April and is continuing to review policies that will help us work more efficiently. A new policy was reviewed to remain compliant with changes to the NYS Open Meetings Law. The draft of the new policy will be advanced for approval at the June Executive Committee meeting. In addition, the Committee is reviewing the performance of our Pharmacy Benefit Manager under the new contract which went into effect on January 1, 2022.

Nominations and Engagement Committee

The Nominations and Engagement Committee met in April to secure candidates to fill vacancies created due to resignations. Discussions have also started on topics for our Board retreat in August and the Annual September Board meeting. One of the goals for this Committee remains how to keep people engaged in the organization as we continue to grow.

Claims and Appeals Committee

The Executive Director, along with Locey and Cahill, met with BMI to review the Executive Summary for our Prescription Drug Audit. The Executive Director recently followed up with ProAct to discuss the audit and any concerns that surfaced as part of the audit. Making sure we receive all manufacturer's rebates in a timely fashion remains an ongoing concern for us and continued discussions will transpire with ProAct regarding this topic. An RFP will commence to review all options available to us towards securing a firm to continue auditing our third-party claims administrators.

The Joint Committee on Plan Structure and Design

New Bylaws have been reviewed and approved. Continued concern remains for how to keep labor representatives involved in our organization, especially to reach quorum for the Joint Committee, but also to fill labor seats on our Board of Directors. The May meeting was jam-packed with information on the performance of our plan including presentations by both Excellus and ProAct on the 2021 Utilization Review. Both reports can be found on our website <http://www.healthconsortium.net/governance/financials>

Our 2022 Blue4U Biometric screenings had a record-breaking year of participation with close to 700 subscribers participating.

Our Benefit Specialist, Kylie Rodrigues, hosted a Wellness seminar on April 28th on advanced care planning. The Webinar was well received, and many participants asked for additional information relative to the topic. Thank you to Karen McMullen, Esq. from Levene Gouldin & Thompson, LLP, for volunteering your time to increase our awareness of important information relative to effective planning.

[Link to Facebook page](#)

<p>The June Newsletter will be available shortly. Please check your mailbox and our website for more information.</p>

Respectfully submitted by Elin R. Dowd, Executive Director, May 27, 2022.



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RESOLUTION NO. -2022 – CREATION OF 2023 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 2023 committees effective January 1, 2023:

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 1st Wednesday

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

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 (subject to change): Monthly; 4th Tuesday

Terms expire 12/31/23

1. Steve Thayer, Chair (CFO, no set term)
2. **Vacancy, Labor**
3. Rordan Hart, Vice Chair
4. Amanda Anderson
5. Lorie Corsette

Terms expire 12/31/22

6. Laura Shawley
7. Eric Snow
8. Bud Shattuck
9. Peter Salton

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.

RESOLUTION NO. - 2022 – CREATION OF 2023 COMMITTEE STRUCTURE AND APPOINTMENTS OF MEMBERS

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 12/31/22
Lisa Holmes, Chair
Laura Granger
Schelley Michell-Nunn
Janine Bond (add'l seat)

Terms Expiring 12/31/23
Ed Fairbrother
Vacancy, Vice Chair
Sunday Earle

Terms Expiring 12/31/23
LuAnn King
Mark Emerson

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 expire 12/31/23
1. Ed Fairbrother, Chair
2. VACANT
3. Jim Bower, Labor

Terms expire 12/31/2022
4. Gary Mutchler, Vice Chair
5. Terrance Baxter

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 12/31/23
1. Bud Shattuck, Chair
2. Donna Dawson
3. Tom Brown

Terms expire 12/31/2022
4. Don Fischer, Vice Chair
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.

**RESOLUTION NO. 014 - 2021 – CREATION OF 2022 COMMITTEE STRUCTURE AND
APPOINTMENTS OF MEMBERS**

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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ARTICLE V
TERM LIMITS FOR OFFICERS AND STANDING COMMITTEE MEMBERS

Term limits shall be in place as follows and effective based on any full term starting on or after January 1, 2022.

- Operations, Audit and Finance, Nominations and Engagement, and the Claims and Appeals Committee membership – limit of three consecutive full two-year terms.
- Chairs of Standing Committees – limit of five one-year terms.
- Officers and Executive Committee Members – limit of five consecutive full one-year terms.
- Once a Chair of the Board has reached their term limit, they may continue to serve on the Executive Committee in an At-large seat for up to five consecutive one-year terms.
- Once an officer or committee member has termed out, there shall be a waiting period of one full year before becoming eligible to serve as a committee member and two full years before being eligible to serve as an officer.

By majority vote of the total number of Directors (including any unfilled seats), the Executive Committee may waive this term limit provision when necessary to maintain fully-constituted committees other than the Executive Committee. Action by the Board of Directors shall be required to waive terms limits for appointments to the Executive Committee.