



# Greater Tompkins County Municipal Health Insurance Consortium

125 East Court Street • Ithaca, New York 14850 • (607)274-5590  
www.healthconsortium.net • consortium@tompkins-co.org

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

## AGENDA Operations Committee January 27, 2020 – 1:00 P.M. Town of Ithaca

Call-in: (607) 378-3962/Conference ID: 264953546

1. Call to Order and Introductions Holmes
2. Changes to the Agenda
3. Approval of December 23, 2019 Minutes
4. Executive Director Report Dowd
  - a. **Resolution: Approval of Cyber Security Audit**
  - b. How Best to use Educational Retreat and Annual Training
  - c. Update on 2020 MCA and Executive Committee Bylaws
5. Discussion of Proposed Amendment to Resolution No. 01-2014  
– Adoption of Code of Ethics (1:05) Dowd
  - a. Proposed wording amendment
6. Performance Evaluation: Executive Director (1:25) Drake
  - a. End of Probationary Period
  - b. Process going forward
7. RFP Process (1:40) Dowd
  - a. When to engage in an RFP process
  - b. How to proceed
  - c. Resources
8. Discussion: Newsletter Dowd/Drake
  - a. Distribution to retirees
  - b. Cost savings opportunities
9. Future Discussion Topics: (2:25)
10. Adjournment (2:30)

Next Meeting: February 24, 2020 – 1 p.m.

**Operations Committee  
Minutes – Draft  
December 23, 2019 – 1:00 p.m.  
Ithaca Town Hall**

Present: Judy Drake; Ed Fairbrother; Doug Perine; Schelley Michell-Nunn; Gary Mutchler;  
Greg Pellicano; Mark Emerson;  
Via Phone: Sunday Earle  
Staff: Elin Dowd, Executive Director; Drew Braman, Deputy Director of Finance; Brittnei  
Griep, Administrative Assistant  
Excused: Lisa Holmes; Luann King; Kevin Williams; Mike Catalano

**Call to Order**

Mr. Perine, Vice Chair, called the meeting to order at 1:02 p.m.

**Changes to the Agenda**

There were no changes to the agenda.

**Approval of Minutes of November 25, 2019**

It was MOVED by Mr. Mutchler, seconded by Mr. Fairbrother, and unanimously adopted by voice vote by members present, to approve the minutes of November 25, 2019 as corrected. MINUTES APPROVED.

**Executive Director's Report**

Ms. Dowd stated that most of her update was provided at the December 19, 2019 Board Meeting and provided an overview of that meeting for this Committee. End of the year resolutions were passed to secure services for IT, Finance, Plan Consulting, and the Consortium renewed its Excellus contract for 2020. Ms. Dowd spoke about the Stop Loss contract and the RFP process that was undertaken, however, the deductible was increased from \$600,000 to \$1 million; this increases the Consortium's risk but lowers ongoing fixed costs. The Board increased the Catastrophic Claims Reserve from \$2.8 million to \$4.5 million to cover any additional claims costs that come through as part of taking on additional risk and also approved an increase to the Rate Stabilization Reserve. This Reserve was increased from 5% to 7.5%. The unrestricted funds are being used to lower premiums and add to the reserves to mitigate the risk.

At the Board meeting, there were still several municipalities that had not responded to the MCA review request that had been sent out; however, we were able to secure up to 58% of the signatures needed at the Board meeting. Ms. Dowd said we are assuming that there are no additional comments on the MCA review, therefore, we will finalize the changes at the January 2020 meeting. The Governance Structure Committee will oversee the MCA changes and any additional comments outside of the MCA document will come to the Operations Committee for review.

**Cyber Security Audit**

Ms. Dowd spoke about the action the Board took for the Cyber Security Audit. She stated that this is first time that the Consortium has had to comply with the risk analysis within Article 47 for Cyber Security. She stated that by February 15, 2020, she will be confirming with the Department of Financial Services that the Cyber Security Audit has been completed. She stated

that she will have a resolution for the approval of the Cyber Security audit for the Operations Committee at the January 2020 meeting.

A copy of the Cyber Security audit was provided to the Committee for their review. Ms. Dowd stated that there weren't many changes to the copy provided earlier by Mr. Potter. Most of the new content included recommendations regarding future improvements.

### **Executive Director Review Process**

Ms. Drake stated that she has put together an Executive Director performance review process for the Operations Committee to review. This packet has been through Ms. Drake, Ms. Dowd and Mr. Powers already. Ms. Drake asked for feedback regarding any red flags or input the Committee may have on this process. Mr. Emerson stated that the word 'goals' within the review packet should possibly be removed as he believes that the goal could potentially mean the individual/organization could plateau. He suggested replacing that word with growth. Mr. Fairbrother stated that these goals could be changed year-to-year.

Ms. Dowd stated her views on the review process and her goals for the Consortium. She stated that she would like to see more financial involvement from the Executive Director, going forward. Currently she has a standing phone call with Locey and Cahill to make sure she remains as up to date as possible with the financial status of the organization. Ms. Drake explained that the review process does not need to go to the Board for their approval, it would remain with the Operations Committee for its approval.

### **Review of Executive Committee Bylaws**

Ms. Dowd stated that it has been proposed that the Consortium operate at a different level in 2021. Part of this change is outlined within the bylaws for the Executive Committee as it will take on a more significant role within the Consortium. The purpose of the bylaws is that the Board can delegate business operations for the Consortium to the Executive Committee so that the Board does not have to make all of the decisions, all the time; some authority is delegated to the Executive Committee. Article 2 of the proposed bylaws designates who will serve on the Executive Committee. The bylaws also clarify the purpose and responsibilities of each Committee.

During discussion of quorum difficulties Mr. Braman suggested an absentee ballot possibility. Ms. Drake stated that it is not possible. Upon consultation with the Consortium's legal counsel, it was ruled this is not possible due to the regulations the Consortium must adhere to. Ms. Griep reminded members there is an option to join meetings via videoconferencing.

Ms. Dowd discussed the Consortium's annual educational retreat and how we can improve how and what we share at the annual meeting to be the most effective use of time for all municipal members. She stated that this will be a topic of discussion going forward for this Committee.

### **Future Discussion Topics**

At the next meeting, this Committee will discuss who they feel should be coming to the annual meeting and educational retreat, review the RFP process, review and approve the resolution approving the Cyber Security audit and discuss the newsletter.

**Date of Next Meeting**

The date of the next meeting was set for January 27<sup>th</sup>, 2020 at 1 p.m.

**Adjournment**

The meeting adjourned at 2:12 p.m.

Respectfully submitted by Brittnei Griep, Administrative Assistant of the GTCMHIC

*Greater Tompkins County Municipal Health Insurance Consortium*  
*Code of Ethics and Conflict of Interest Policy*

(Adopted 2-27-2014; amended by Res. No. 008-2016, Res. No. 016-2018)

Employees and the Board of Directors of the **Greater Tompkins County Municipal Health Insurance Consortium** shall:

1. Be dedicated to the concepts of an effective Consortium and believe that professional general management is essential to the achievement of this objective.
2. Shall affirm the dignity and work of the services rendered by the Consortium and maintain a constructive, creative, and practical attitude toward Consortium affairs and a deep sense of responsibility as a trusted public servant.
3. Be dedicated to the highest ideals of honor and integrity in all public and personal relationships in order that the member may merit the respect and confidence of the elected officials, of other officials and employees, and of the public.
4. Conduct themselves so as to maintain public confidence in their profession, the Consortium, and in their performance of the public trust.
5. Conduct their official and personal affairs in such a manner as to give the clear impression that they cannot be improperly influenced in the performance of their official duties.
6. Recognize that the chief function of the Consortium at all times is to serve the interests of all members.
7. Shall not disclose **Confidential Information** to others or use to further their personal interest, confidential information acquired by them in the course of their official duties.
8. Shall not, except pursuant to such reasonable exceptions as are provided by regulation, solicit or accept any gift or other item of monetary value from any person or entity seeking official action from, doing business with, or conducting activities regulated by the employee's agency, or whose interests may be substantially affected by the performance or nonperformance of the employee's duties.
9. Make no unauthorized commitment or promises of any kind purporting to bind the Consortium.
10. Shall act impartially and not give preferential treatment to any private organization or individual.
11. Shall not engage in outside employment or activities, including seeking or negotiating for employment, that conflict with official Consortium duties and responsibilities.
12. Shall endeavor to avoid any actions creating the appearance that they are violating the law or the ethical standards promulgated pursuant to this order.
13. Shall adhere to all laws and regulations that provide equal opportunity for all Americans regardless of race, color, religion, sex, national origin, age, or disability.
14. Shall not invest or hold any investment, directly or indirectly, in any financial business, commercial, or other private transaction that creates a conflict with their official duties.

15. **Reporting of Ethics Violations.** When becoming aware of a possible violation of the Consortium's Code of Ethics, employees, Board of Directors, employees of members, and the public may report the matter to the Consortium Attorney-in-fact, John Powers, Esq.. In reporting the matter, members may choose to go on record as the complainant or report the matter on a confidential basis. Resolution of the reported violation shall occur according to the alternative dispute resolution (ADR) process set forth in Article V of the 2015 Amended MCA, except as follows. In lieu of the ADR step set forth at MCA Article V.3.a.(i), the Attorney-In-Fact will collect all information presented regarding the matter and send that information to a neutral third party designated by the Board of Directors who shall attempt to resolve the matter informally through mediation. If unsuccessful, the mediator shall make a recommendation with respect to resolution of the dispute in writing to the Executive Committee, which shall present the recommendation to the Board as provided for in 2015 Amended MCA Article V.3.a.(i). The remainder of Article V shall remain in effect",
16. Employees and the Board of Directors should not discuss or divulge information with anyone about pending or completed ethics cases except as authorized by the Board of Directors.
17. No later than April 15<sup>th</sup>, and each successive year thereafter, individuals serving as officer, director and key employee shall certify they have read and agree to the terms stated within the Greater Tompkins County Municipal Health Insurance Consortium's Conflict of Interest and Code of Ethics Policy. The Board of Directors shall be made aware of any outstanding agreements at its next regularly scheduled meeting after the April 15 deadline. Should a successor be appointed to fill a position mid-year they shall be asked to sign the agreement at that time.

For purposes of this policy, (i) the terms "officer" and "director" shall have the same meaning as set forth in the Municipal Cooperative Agreement, dated October 1, 2010; and (ii) the term "key employee" shall mean any employee of the Consortium with executive or managerial capacity." These positions include:

- All Directors and Alternates designated by a Participant to have voting authority;
- Executive Director or Assistant Executive Director;
- Treasurer;
- Wellness Consultant;
- Plan Consultant;
- Administrative Clerk

#### **CODE OF ETHICS AND CONFLICT OF INTEREST AGREEMENT**

To be signed and submitted to the Consortium no later than April 15th of each year.

*I have read and agree to the terms stated within the Greater Tompkins County Municipal Health Insurance Consortium's Conflict of Interest and Code of Ethics.*

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Signature

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Print Name

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Consortium Title/ Municipality

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Date

**RESOLUTION NO. 001-2014 - APPROVAL OF GREATER TOMPKINS COUNTY  
MUNICIPAL HEALTH INSURANCE CONSORTIUM  
CODE OF ETHICS AND CONFLICT OF INTEREST  
POLICY**

MOVED by Mr. Thayer, seconded by Ms. Fitzpatrick, and unanimously adopted by voice vote by members present.

WHEREAS, the New York State Department of Financial Services Audit recommended that the Greater Tompkins County Municipal Health Insurance Consortium develop a Code of Ethics and Conflict of Interest Policy, and

WHEREAS, the purpose of a Code of Ethics and a Conflict of Interest Policy is intended to be a central guide and reference for users in support of day-to-day decision making. It is meant to clarify an organization's values and principles, linking them with standards of professional conduct, and

WHEREAS, the Audit Committee has discussed, developed and recommended a Code of Ethics and Conflict of Interest Policy for consideration by the Board of Directors, now therefore be it

RESOLVED, That the Board of Directors hereby adopts the attached Code of Ethics and Conflict of Interest Policy,

RESOLVED, further, That the Policy will be made available on the Consortium website.

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STATE OF NEW YORK    )  
                                  ) ss:

COUNTY OF TOMPKINS )

I hereby certify that the foregoing is a true and correct transcript of a motion adopted by the Greater Tompkins County Municipal Health Insurance Consortium on February 27, 2014.

  
Michelle Pottorff, Administrative Clerk





Municipalities building a  
stable insurance future.

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## *Greater Tompkins County Municipal Health Insurance Consortium Code of Ethics and Conflict of Interest Policy*

(Adopted 2-27-2014)

Employees and the Board of Directors of the **Greater Tompkins County Municipal Health Insurance Consortium** shall:

1. Be dedicated to the concepts of an effective Consortium and believe that professional general management is essential to the achievement of this objective.
2. Shall affirm the dignity and work of the services rendered by the Consortium and maintain a constructive, creative, and practical attitude toward Consortium affairs and a deep sense of responsibility as a trusted public servant.
3. Be dedicated to the highest ideals of honor and integrity in all public and personal relationships in order that the member may merit the respect and confidence of the elected officials, of other officials and employees, and of the public.
4. Conduct themselves so as to maintain public confidence in their profession, the Consortium, and in their performance of the public trust.
5. Conduct their official and personal affairs in such a manner as to give the clear impression that they cannot be improperly influenced in the performance of their official duties.
6. Recognize that the chief function of the Consortium at all times is to serve the interests of all members.
7. Shall not disclose **Confidential Information** to others or use to further their personal interest, confidential information acquired by them in the course of their official duties.
8. Shall not, except pursuant to such reasonable exceptions as are provided by regulation, solicit or accept any gift or other item of monetary value from any person or entity seeking official action from, doing business with, or conducting activities regulated by the employee's agency, or whose interests may be substantially affected by the performance or nonperformance of the employee's duties.
9. Make no unauthorized commitment or promises of any kind purporting to bind the Consortium.
10. Shall act impartially and not give preferential treatment to any private organization or individual.
11. Shall not engage in outside employment or activities, including seeking or negotiating for employment, that conflict with official Consortium duties and responsibilities.



12. Shall endeavor to avoid any actions creating the appearance that they are violating the law or the ethical standards promulgated pursuant to this order.
13. Shall adhere to all laws and regulations that provide equal opportunity for all Americans regardless of race, color, religion, sex, national origin, age, or disability.
14. Shall not invest or hold any investment, directly or indirectly, in any financial business, commercial, or other private transaction that creates a conflict with their official duties.
15. **Reporting of Ethics Violations.** When becoming aware of a possible violation of the Consortium's Code of Ethics, employees, Board of Directors, employees of members, and the public may report the matter to the Consortium Attorney-in-fact, John Powers, Esq.. In reporting the matter, members may choose to go on record as the complainant or report the matter on a confidential basis.
16. Employees and the Board of Directors should not discuss or divulge information with anyone about pending or completed ethics cases except as authorized by the Board of Directors.

**Proposed amendment to Conflict of Interest Policy – likely before #14**

*“Any director or employee who has, will have, or later acquires an interest in any actual or proposed contract, purchase agreement, lease agreement or other agreement, including oral agreements, with the Consortium of which he or she is an officer or employee, shall publicly disclose the nature and extent of such interest in writing to the Board Chair and to the governing body thereof as soon as he or she has knowledge of such actual or prospective interest, including prior to abstaining from a Board vote due to such conflict. Such written disclosure shall be made part of and set forth in the official record of the proceedings of such body.”*



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### **RESOLUTION NO. - 2020 - ADOPTION OF CYBER SECURITY AUDIT**

WHEREAS, the Board of Directors adopted a Cyber Security Policy to adhere with NYS Department of Financial Services rules and Regulations requiring Article 47 Municipal Cooperative Health Benefits to comply with Part 500 of Title 23 of the Official Compilation of Codes, Rules, and Regulations (NYCRR) of the State of New York, and

WHEREAS, through its contract with the Consortium, the Tompkins County Department of Information Technology Services has guided the Consortium in the development of a Cyber Security Program including Policy and Procedures, and

WHEREAS, the Tompkins County Department of Information Technology Services has also undertaken a Cyber Security Risk Assessment on behalf of the Consortium and presented and reviewed the results of the Assessment with the Operations Committee, now therefore be it

RESOLVED, That the Operations Committee hereby recommends the Consortium accept the results of the Cyber Security Risk Assessment,

RESOLVED, further, That the Operations Committee directs the Executive Director to file a Certificate of Compliance with the New York State Department of Financial Services by February 15, 2020.

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