

Colorado Health Benefit Exchange
Board Meeting Agenda

Mile High Room
COPIC
7351 E. Lowry Blvd.
Denver, CO 80230
July 25, 2011
10:30 AM – 1:00 PM

Audio will be available for the July 25, 2011 Board meeting.
Please see instructions in the *Meeting Information* section, p2.

Board Meeting – Business Agenda

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|--|-------------------|
| 1. Opening Comments | 10:30AM – 10:45AM |
| a. Approval of Minutes from 7/11/11 Meeting of the Board | |
| b. Description of the Agenda | |
| c. Public Comment Process | |
| 2. Board Formation and Structure | 10:45AM – 11:45AM |
| a. Selection Process for Board Chair | |
| b. Technical Group Participation by Board members | |
| i. Please refer to Attachment 1 of this Agenda | |
| ii. Commit to participation in Technical Group by end of 7/25/11 meeting | |
| c. Key requirements for Meetings of the Board and Technical/Advisory Groups | |
| i. Rules apply to any meeting of two or more Board members where COHBE business is discussed | |
| ii. Meeting times and locations will be posted at least one week in advance | |
| iii. Board quorums required to hold meeting equal to three Board members | |
| iv. Agendas and pertinent materials may be available for public at Board meetings | |
| v. Minutes will be taken and available to Board members and public and be promptly recorded | |
| vi. Executive sessions may be held with 2/3 vote of Board members, announced and recorded in the same manner as general Board meetings | |
| 1. If Board Counsel attends an Executive session, client privilege may obtain and, thus, no records may be kept for the session | |
| 2. All non-privileged information discussed in Executive session will be available to the public | |
| vii. Search committee activity including deadlines, job description requirements and selection procedures must be discussed in open meetings | |
| d. Review of Board By-Law Term Sheet | |
| i. Please refer to Attachment 2 of this Agenda | |

3. Operations of the Exchange

11:45AM – 12:45PM

- a. Technical Group Reports – Data Advisory Work Group
- b. Review of Committee activity – Senator Betty Boyd
- c. Review key dates in COBHE Work Plan
 - i. Please refer to Tab K of the Board Member Binder
- d. Public comment

4. Strategic Matters of the Exchange

12:45PM – 1:00PM

- a. Process the Board will use to address areas of strategy
 - i. The following are examples of items that may be considered by the Board going forward:
 - 1. Relationship between the Exchange and insurance carriers in reducing costs as measured by medical loss ratio
 - 2. Focus on comprehensiveness of enrollment criteria and the potential use of Navigators in the process
 - 3. Creating a focus on quality of care provided by the insurance carriers
 - 4. Applicability of the HHS “essential benefits package” to the Exchange
 - 5. Interface of the Exchange with other Federal and State programs for coverage of providing for the delivery of health care
 - 6. The level of transparency of the Exchange operations
- b. Public comment

5. Adjournment

1:00PM

MEETING INFORMATION

The order in which agenda items are considered may be subject to change. Public comment is taken on action agenda items. Prior to making your comments, please state your name for the record and identify any group or organization you represent. Depending on the number of individuals wishing to address the board, the chair may establish specific time limits on presentations.

Materials available for this meeting are posted on the website at: www.coloradohealthinstitute.org a week prior to the meeting. Check the website for agendas, minutes, background materials, and to confirm meeting times and locations.

The July 25, 2011 Board meeting will be available via audio. The call in # is:

1-888-330-9939

Pin # 632148#

Attachment 1 Assignment of Colorado Health Benefit Exchange Board Members

		Technical Groups			
Voting Board Members	Chair	Small Employer Work Group	Eligibility, Verifications & Enrollment Work Group	Data Advisory Work Group	Marketing, Education and Outreach Work Group
Richard Betts					
Eric Grossman					
Robert Ruiz-Moss					
Beth Soberg					
Steve ErkenBrack					
Mike Fallon, MD					
Gretchen Hammer					
Arnold Salazar					
Nathan Wilkes					
Ex-Officio Board Members					
Susan Birch, RN, MBA					
Ken Lund					
Jim Riesberg					

Attachment 2

DRAFT OUTLINE

TERM SHEET FOR BY-LAWS OF THE BOARD OF DIRECTORS OF THE COLORADO HEALTH BENEFIT EXCHANGE, A NONPROFIT UNINCORPORATED PUBLIC ENTITY

POLICY I ORGANIZATION

1. The name of the organization shall be the Colorado Health Benefit Exchange (COHBE)
2. COHBE is an instrumentality of the State of Colorado, except that the debts and liabilities incurred by COHBE do not constitute debts and liabilities of the State.
3. Neither COHBE nor the Board of Directors of COHBE is an agency of the State of Colorado.
4. COHBE does not have the authority to promulgate rules pursuant to the “State Administrative Procedure Act”, Article 24, C.R.S., and shall not duplicate or replace duties of the Commissioner established in Section 10-1-108, including rate approval, except as directed by the Federal Act

POLICY II INTENT AND PURPOSES

The intent of the Board of Directors of COHBE is to increase access, affordability, and choice for individuals and small employers purchasing health insurance in Colorado.

The following are the purposes for which the Board of Directors of the organization has been organized:

1. Determine and establish the development, governance and operation of COHBE
2. Foster a competitive marketplace for insurance that shall not solicit bids or engage in the active purchasing of insurance
3. Facilitate the access to and enrollment in health plans in the individual market in Colorado (the American Health Benefit Exchange AHBE) and include a small business health options program to assist small employers in Colorado in facilitating the enrollment of their employees in health plans offered in the small employer market (Small Business Health Options Program SHOP).

POLICY III MEMBERSHIP

1. The Board of Directors of COHBE consists of twelve members, nine voting and three non-voting, ex-officio members
 - a. Five voting members are initially and subsequently appointed by the Governor of the State (no more than three appointments of the Governor may be from the same political party), and one each by the President of the Senate, the Minority Leader of the Senate, the Speaker of the House of Representatives and the Minority Leader of the House of Representatives
 - b. Voting members of the Board may be removed for cause by the appointing authority and be replaced by appointment by the appointing authority appointing a member to serve the remaining term. If the replacement member serves more than one half of the unexpired term, the member may serve only one more consecutive term.

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- c. Members may serve a maximum of two consecutive terms. Members appointed should have demonstrated experience in at least two and no less than one of the following areas:
 - i. Individual health insurance coverage
 - ii. Small employer health insurance
 - iii. Health benefits administration
 - iv. Health care finance
 - v. Administration of a public or private health care delivery system
 - vi. The provision of health care services
 - vii. The purchase of health insurance coverage
 - viii. Health care consumer navigation or assistance
 - ix. Health care economics or health care actuarial sciences
 - x. Information technology
 - xi. Starting a small business with fifty or fewer employees

POLICY IV MEETINGS

1. Regular meetings of the Board of Directors of COHBE shall be held within the guidelines of The Colorado Sunshine Law (§ 24-6-402, C.R.S.)
2. The Board of Directors shall have the control and management of the affairs and business of COHBE. The Board of Directors shall only act in the name of the organization when it shall be regularly convened by the Chair after due notice to all the directors of such meeting.
3. The Board of Directors will meet as a Board no fewer than ten times per year with more frequent meetings expected during the formation of the Board of Directors and COHBE.
4. Voting members of the Board of Directors are encouraged to attend meetings in person.
5. The presence of not less than 3 of the voting members of the Board of Directors shall constitute a quorum and shall be necessary to conduct the business of this Board.
6. Executive sessions of the Board of Directors may take place with a vote of not less than 2/3 of
7. Special meetings of the Board of Directors may be called by the Chair when deemed for the best interest of the organization. Notices of regular and special meetings of the Board of Directors will be coordinated with and announced by the Chairman of the Board of Directors.
8. The Board of Directors will meet in accordance with the Colorado Sunshine Law (§ 24-6-402, C.R.S.) that requires that the Board meet in sessions that are communicated with and open to the public.

POLICY V VOTING

1. At all meetings, all votes shall be by voice. Confirmation of decisions requires majority vote.
2. At any regular or special meeting, if a majority so requires, any question may be voted upon by ballot. The Chair of the Board shall reserve the right to call for a written vote should circumstances surrounding the matter in question require such a vote.

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3. Each voting member shall have one vote and such voting may not be done by proxy.
4. Voting on a number of items by consensus is allowed and is considered a preferred voting method for administrative items and/or items of smaller consequence to the intent and purpose of the Board.

POLICY VI FUNCTIONS OF THE BOARD OF DIRECTORS

1. The Board of Directors shall elect one of its members to serve as Chair.
2. The Chair, in concert with the full Board of Directors will name Committee Chairs of the Board of Directors.
3. The Board of Directors will appoint an Executive Director of COHBE to administer the Exchange. The appointment of the Executive Director will be subject to the approval of the Legislative Health Benefit Exchange Implement Review Committee (the “Committee”). The Executive Director will report to the Board of Directors of COHBE.
4. The length of tenure for Chair of the Board will be one year from the time of appointment
 - a. Commensurate with the tenure of the Chair of the Board, one member of the Board of Directors will serve in the role of Vice Chair whose responsibilities will parallel the responsibilities of the Chair. The Vice Chair will succeed the Chair at the end of the tenure of the Chair.
5. Summary description of Board Roles:
 - a. Chair of the Board of Directors is responsible for:
 - i. Primary liaison with the “Committee” and with outside constituencies
 - ii. Primary liaison with media regarding official matters of the Board of Directors
 - iii. Creating meeting agendas and announcing Board meetings
 - iv. Assuring Board minutes and pertinent documents are distributed and posted
 - v. Presiding at Board of Director meetings including Executive sessions and Special meetings
 - vi. Calling for development and implementation of the long-term strategic plan of the Exchange
 - vii. Insuring risks associated with the operation of the Exchange are managed appropriately
 - viii. The creation and management of a succession plan for the Executive Director of the Exchange
 - b. The Chairs of Committees are responsible for the following:
 - i. Legislative / Governance Committee
 1. Responsible for considering and recommending legislation to be forwarded to the “Committee” for consideration and submission and for resolving matters required by Article 22 of Title 10, Colorado Revised Statutes – “Colorado Health Benefit Exchange Act”.
 2. Responsible for the consideration of the desirability of structuring the Exchange as one entity including individuals and small employer markets.
 3. Responsible for the consideration of the unique needs of rural Coloradoans as they pertain to access, affordability, and choice in purchasing health insurance.

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ii. Finance and Operations Committee

1. Responsible for the creation of a first draft of the initial operation and financial plan, planning and establishing grants and for monitoring the financial condition of the Exchange in coordination with the “Committee”.
2. Responsible for the applications for planning and establishment grants in coordination with the “Committee”
3. Responsible for the consideration of risk adjustment and reconciliation processes for use by the Exchange

iii. Technology and Enrollment Committee

1. Responsible for reviewing plans for creation of the Exchange internet portal including the review of existing Exchange portals
2. Responsible for recommending enrollment procedures used by the Exchange

iv. Compliance, Ethics and Community Outreach Committee

1. Responsible for considering the appropriate size of the small employer market
2. Responsible for considering the affordability and cost of quality care and increased access to purchasing health insurance
3. Responsible for the investigation of requirements, developing options and determining waivers, if appropriate, to ensure the best interests of Coloradans
4. Responsible for developing and monitoring the Community Outreach Plan

POLICY VIII Board Member Responsibility to Technical and Advisory Groups

The Chair of the Board of Directors is initially selected by the full Board of Directors.

Board members will participate in Technical and Advisory Groups as they are formed and function. Board members will participate in the following Technical Groups at the formation of the Board of Directors with other Technical and Advisory Boards to be formed:

1. Employer Work Group
2. Eligibility, Verifications & Enrollment Work Group
3. Data Advisory Work Group
4. Marketing, Education & Outreach Work Group

POLICY IX COMPENSATION

The Board of Directors is eligible to be reimbursed on a per diem basis for travel and other necessary expenses while engaged in the performance of official duties of the Board. Per Diem and expenses will be reimbursed paid through grant monies received by the Board of Directors.

Use of Per Diem format currently in place at Federal and/or State level will be decided by the Board of Directors.