

Connect for Health Colorado
Board Committee Charter – Executive Governance & Financial Affairs

Committee Purpose: The Executive Governance & Financial Affairs Committee acts on behalf of C4HCO's Board of Directors to provide counseling and advice to the Board as a whole with respect to, but not limited to, the authorities and accountabilities set out in this Board Charter.

Authorities and accountabilities include:

- Exercising the power and authority of the Board in the management and direction of the financial affairs of the organization except as may be delegated to another committee of the Board along with such matters which cannot be delegated to a committee by the Board as a whole under the Articles of Governance.
- Recommending financial policies, goals, and budgets that support the mission, values, and strategic goals of C4HCO. Reviewing the organization's financial performance against its goals. Recommending policies that maintain and improve the financial health and integrity of C4HCO. Reviewing and recommending a long-range financial plan for the organization. Reviewing and recommending an annual operating budget and annual capital budget consistent with the long-range financial plan and financial policies.
- Reviewing and recommending capital expenditures and unbudgeted operating expenditures that exceed management's spending authority. Reviewing the financial aspects of major proposed transactions, new programs and services, as well as proposals to discontinue programs or services, and making action recommendations to the Board as a whole.
- Evaluation of emerging issues with an eye towards providing recommendations to the Board as a whole.
- Reviewing and approving the CEO compensation, and other compensation and benefits plans and awards, as may be necessary. Reviewing and approving annually C4HCO's goals and objectives applicable to the compensation of the CEO. Evaluating, at least annually, the CEO performance considering those goals and objectives and determine and approve the CEO's compensation level based on this evaluation. Establishing and monitoring an executive level succession plan to ensure the sustainability and continuity of C4HCO.
- Establishing, in partnership with the CEO, an annual strategic planning process for the Board.
- Establishing Board meeting agendas, including determination of the necessity of an executive session.

Key Roles and Responsibilities:

Committee Chair	Board Committee Members	CEO	CFO
<p>Coordinate and communicate with full Board to ensure fulfillment of the Board’s agenda.</p> <p>Provide report and/or recommendations to the Board for approval.</p> <p>Ensure the committee charter, plans, agendas, and goals are established and executed.</p>	<p>Monitor and evaluate leadership and organizational sustainability.</p> <p>Ensure key controls in place to manage and monitor financial affairs.</p> <p>Review and approve CEO goals, performance evaluation and compensation.</p> <p>Use expertise to guide and support management, Board actions, and behaviors.</p> <p>Approval of an annual budget and review of material budget variations.</p> <p>Approve external financial auditor.</p> <p>Review Form 990 tax filing.</p> <p>Receive and provide input on quarterly audit updates.</p>	<p>Work with the Chair to refine the Board’s agenda and proactively address emerging issues, problems, and actions.</p> <p>Provide strategic options and recommendations for committee review.</p> <p>Develop key material and data required for executing the committee agenda.</p>	<p>Provide information concerning C4HCO’s strategic plan along with proposed amendments.</p> <p>Review the financial aspects of major programs and services including proposals to discontinue major programs and services.</p> <p>Provide quarterly financial report and audit status reporting.</p> <p>Provide research, analytics and benchmarking needed to support committee goals.</p> <p>Review key audit findings and recommendations as may be necessary.</p>

Meeting Cadence: The Committee meets monthly, or when necessary, at the call of the Committee Chair.

Meeting Agendas: Annually, the Committee Chair, in partnership with the CEO, will make efforts to define the key agenda topics and timelines for Committee meetings.

Members: The Board Chair, CEO, and CFO shall be standing members of the Committee along with such other Board members as agree to serve on the Committee to timely facilitate the Committee’s purposes

efficiently. *Ex Officio* (non-voting) Board members (or their designated representatives) may attend the Committee's meetings to provide such input, counsel, and advice under their discretion.

Quorum: A quorum shall constitute at least three voting Board members in attendance at a Committee meeting.

Connect for Health Colorado
Board Committee Charter – Operations & Policy Committee

Committee Purpose: The Operations and Policy Committee and acts on behalf of C4HCO’s Board of Directors to provide counseling and advice to the Board as a whole with respect to, but not limited to, the authorities and accountabilities set out in this Board Charter.

Authorities and accountabilities include:

- Oversight of C4HCO’s operational and technology efforts and initiatives along with assessment to help ensure operational and technology outcomes support the mission, values, and strategic goals of the organization.
- Monitoring the operational and technology performance against internal trend data and industry benchmarks. Review and recommend key performance indicators for continual process improvement. Review C4HCO’s risk management and risk assessment guidelines and policies.
- Recommending strategies that maintain and improve the operational and technology policies and performance of C4HCO. Reviewing and recommending an annual plan for technology.
- Helping ensure operational and technological sustainability.
- Monitoring state and federal health care policy and its impact on C4HCO. Helping translate governmental mandates and legislation into meaningful policy for the continued sustainability of C4HCO. Identifying, evaluating, and reviewing social, political, and environmental trends that affect C4HCO’s activities and performance.
- Providing input with respect to C4HCO’s governmental relations strategies at both state and federal levels including programmatic compliance and associated policies along with monitoring and reporting on legislation and rulemaking related to C4HCO’s mission, goals, and operations.
- Providing input with respect to C4HCO’s public outreach and stakeholder relations strategies. Providing input to advocates or other lobbying organizations in keeping with C4HCO’s mission, goals, and operations. Acting as a liaison between the Board and advisory groups and similar organizations.

Key Roles and Responsibilities:

Committee Chair	Board Committee Members	CFO & Policy Director
<p>Coordinate and communicate with full Board to ensure fulfillment of the board’s agenda.</p> <p>Provide report and/or recommendations to the Board for approval.</p> <p>Ensure the committee charter, plans, agendas, and goals are established and executed.</p>	<p>Monitor and evaluate operations and technology sustainability.</p> <p>Provide input concerning key controls, metrics, and systems including the use of key performance indicators.</p> <p>Policy alignment with C4HCO goals and strategies taking into account Federal and State guidance.</p> <p>Evaluate sustainability of operational and technological programs and initiatives</p> <p>Receive and review reports regarding appeals (as warranted) and consumer complaints over time to identify trends and concerns.</p> <p>Receive and review reports regarding quarterly and semiannual review of strategic plan goals and success measures.</p> <p>Receive and review reports regarding quarterly contract review for vendors meeting review criteria.</p> <p>Procurement reviews for expenditures meeting prior approval criteria including other exceptional circumstances.</p>	<p>Measure, analyze and report on operating and technology performance.</p> <p>Provide research, analytics, and benchmarking needed to support committee goals.</p> <p>Identification of risk and mitigation options that should be brought forward to the committee.</p> <p>Provision of information to facilitate operational reviews and reporting as listed.</p>

Meeting Cadence: The Committee meets monthly, or when necessary, at the call of the Committee Chair.

Members: The Board Chair, along with internal staff policy and staff technology representatives shall be standing members of the Committee along with such other Board members as agree to serve on the Committee to timely facilitate the Committee’s purposes efficiently. *Ex Officio* (non-voting) Board

members (or their designated representatives) may attend the Committee's meetings to provide such input, counsel, and advice under their discretion.

Quorum: A quorum shall constitute at least three voting Board members in attendance at a Committee meeting.