

**IDAHO HEALTH INSURANCE EXCHANGE
DBA YOUR HEALTH IDAHO BOARD
MEETING MINUTES November 12, 2013**

1. CALL TO ORDER

Following proper notice in accordance with Idaho Code § 67-2343, the Board meeting of the Idaho Health Insurance Exchange (Exchange) was called to order by Stephen Weeg, Chair of the Board (Chair), at 9:02a.m. Tuesday, November 12, 2013, at the state capitol building, room WW17. In accordance with Idaho Code § 41-6104(8), the meeting was held in an open public forum and was streamed in audio format.

2. ROLL CALL (by Scott Kreiling)

Members Present: Stephen Weeg, Scott Kreiling, John Livingston, Kevin Settles, Jeff Agenbroad, Fernando Veloz, Mark Estess, Margaret Henbest, Zeldia Geyer-Silvia, Jim Rice, Dave Self, Karen Vauk, Tom Shores, Dick Armstrong, Bill Deal

Via teleconference: Kelley Packer

Absent: Hyatt Erstad, John Rusche

The roll call showed that 16 members were present and one member was absent. During Executive Session, board member John Rusche was able to join via teleconference, changing the members attending to 17 present and 1 absent, with 2 non-voting members.

Others Present:

Amy Dowd, Executive Director, Your Health Idaho; Mike Stoddard, Hawley Troxell; Fred Mack, Holland & Hart

3. EXECUTIVE SESSION

The Chair asked if there were any changes to the agenda, there being none, he proposed the board move straight into Executive Session under Idaho Code Section 67-2345(1)(b) to discuss personnel matters.

Roll call for Executive Session was provided by Scott Kreiling and the board commenced Executive Session at 9:04am.

The board returned to regular session at 12:08pm and the Chair stated that no actions had been taken during the session. They had reviewed the information provided by Fred Mack from Holland and Hart and there were no laws broken. There were some lapses in judgment and the board had taken immediate action to make sure any breaches were healed, mistakes were identified and no

new information was forthcoming. They would continue to take immediate action so they could continue to meet their goal and responsibility of creating a state-based exchange that works for the state of Idaho. The Chair asked if anyone had questions or comments.

Motion: Margaret Henbest: I move that we form an ad hoc personnel committee immediately, to define its roles and responsibilities including the review of Executive Director and employment policies the exchange has and compensation.

Second: Dave Self, motion carried.

The Chair recommended that in terms of membership, that the ad hoc committee should include the following members; Karen Vauk, Dave Self, Zelda Geyer-Silvia, Tom Shores, and Margaret Henbest to be Chair of that ad hoc committee to get us started.

Motion: Jim Rice made a move to set up the ad hoc committee and confirm those members for the committee as recommended by the Chair.

Second: Scott Kreiling, motion carried.

Motion: Margaret Henbest made a move that the board immediately embark on developing a corporate charter with the assistance of our legal staff, and that charter to include a restructuring of the committees clarification of the committees roles and responsibilities, the accountability and evaluation process for the board itself.

Second: John Livingston, motion carried

Motion: Margaret Henbest moved to proceed to develop a plan of operations with the assistance of our legal counsel and that plans of operations would include a chain of communication.

Second: Scott Kreiling, motion carried.

Motion: Margaret Henbest moved that the Board review both the Procurement Policy and the Conflict of Interest Policy

Second: Mark Estess, motion carried.

4. Subcommittee Restructure

The Chair stated that any changes regarding the committees would require an update in the bylaws. He asked for any questions or comments.

The Chair said that optimally each committee would consist of 5-6 members, and after much discussion the board decided on the following five (5) committees:

- Operations and Governance
- Marketplace (Formerly IT and SHOP Committees)
- Executive Committee
- Outreach and Education Committee
- Finance Committee
- Ad-hoc Personnel and Compensation Committee

Motion: Kevin Settles moved to adopt the committees as above outlined above

Second: Zelda Geyer-Silvia, motion carried

The Chair requested that board members send him an email identifying what committees they serve on, or would like to serve on prior to the next board meeting (11/19/13). Amy Dowd agreed to inform any members that had not attended today.

Legal counsel Mike Stoddard provided some information and guidelines concerning any committee changes, and reminded the board that for the new ad hoc committees to operate in the prior to approval, there would need to be a motion allowing them to work in the interim.

The Chairs stated that in this case he would request that board members respond to the prior request by COB tomorrow (11/13/13). We also need a motion to approve the ad hoc operations committee and the ad hoc marketplace committee so they can begin immediately.

Motion: Zelda Geyer-Silvia moved to approve the two proposed ad hoc committees

Second: Mark Estess, motion carried

5. Congressional Committee Request

Amy Dowd informed the board that they had made contact with committee staff last week and some positive responses were forthcoming. The scope was significantly reduced, no emails required from Vendors, and a number of items were not applicable to Idaho.

Mike Stoddard added that they have their first response ready to send tomorrow, and everything else will be available in the next few weeks. The committee was very helpful and supportive; reducing the scope in both time and cost.

Dave Self asked if they are reaching out to the congressional delegation to keep them up to date.

Amy Dowd responded that after much discussion they had decided not to reach out to them, as they did not require their assistance.


6. Other Business

The Chair stated that there has been an incredible amount of work provided by staff and the board for the people in Idaho.

7. Adjourn

The Chair stated that as there was no other business, he looked forward to seeing everyone at the early meeting next week (11/19/13 @ 8am) and adjourned the meeting at 12:42pm.

Respectfully signed and submitted by:



Stephen Weeg, Chair