



**Idaho Health Insurance Exchange
DBA Your Health Idaho**

**Governance Committee Meeting Minutes
Wednesday, December 4, 2024**

Committee Members Present

- Mr. Hyatt Erstad, Vice Chair
- Dr. Nicole Odom (via videoconference)
- Ms. Julie Triepke (via videoconference)
- Ms. Shannon Hohl for Director Dean Cameron (via videoconference)

Others Present

- Mr. Pat Kelly, Your Health Idaho
- Mr. Kevin Reddish, Your Health Idaho
- Ms. Kelly Fletcher, Your Health Idaho
- Ms. Julie Sparks, Your Health Idaho
- Mr. Matt Fuhrman, Your Health Idaho
- Mr. Mike Stoddard, Hawley Troxell (via videoconference)

1. Call to Order

Following proper notice in accordance with Idaho Code Section 74-204, the Governance Committee meeting of the Idaho Health Insurance Exchange (Exchange) was called to order by Mr. Erstad (Vice Chair) at 2:04 p.m., Wednesday, December 4, 2024, at the offices of Your Health Idaho. In accordance with Idaho Code Section 74-203 (1), the meeting was open to the public and streamed in video conference format via GoToMeeting and the Idaho Public Television web site. Members of the public were encouraged to access the audio stream by dialing into a telephone number and view the materials by accessing a meeting link that were included in the notice of meeting posted on the Exchange Board's website, social media platforms, and at the meeting location.

Chair Hart was absent, so Vice Chair Erstad presided over the meeting in her place.

2. Roll Call

Vice Chair Erstad called roll and determined Dr. Odom, Ms. Triepke, and Ms. Hohl for Director Cameron were present, resulting in a quorum. Chair Hart and Senator Ruchti were absent.

3. Prior Meeting Minutes

Vice Chair Erstad asked if there were any changes to the minutes from the prior meeting and there were none.

Motion: Dr. Odom moved to approve the meeting minutes from the September 6, 2024, Governance Committee meetings as presented today. **Second:** Ms. Triepke. **The motion carried.**

4. Review Agenda

Vice Chair Erstad reviewed the agenda, no changes were made.

5. Review Roadmap

Vice Chair Erstad reviewed the roadmap, no changes were made.

6. Team Member Engagement Update

Ms. Fletcher highlighted a few of the ways Your Health Idaho (YHI) encourages team member engagement. Those include a team Halloween costume contest, a wall display recognizing team members or family members of team members who are veterans, a pre-Thanksgiving breakfast prepared by the executive team, and a toast to celebrate team members at the end of Open Enrollment (OE).

Scores continue to be high for the employee Net Promoter Score (eNPS) survey with a score of 73 in November. Common positive themes include the culture, team members, benefits, perks, compensation, leadership, and the work we do to help Idahoans. Trends in opportunities are a cost of living adjustment, communication, and PTO accrual.

7. Board Survey Updates

Ms. Fletcher reviewed some updates made to the annual board survey that were suggested based on feedback received after completion of the most recent board survey. These changes include reducing the number of questions, simplification, and modifications to reflect the maturity and current practices of the organization.

8. Employee Handbook Updates

Ms. Fletcher stated a comprehensive review of the employee handbook occurs annually. Updates this year include edits to match EEOC language, employment status

designations, removal of references with hard limits on amount or frequency of leave, and a proposed adjusted rate of PTO accrual.

Motion: Dr. Odom moved that the Governance Committee recommend to the Board updates to the Employee Handbook as presented today. **Second:** Ms. Triepke. **The motion carried.**

9. Employee Benefits Update

Ms. Fletcher presented a review of the evaluation of team member benefits for 2025. We were able to stay on budget and minimize cost increases for team members through a slight increase in deductibles and out of pocket maximums for PPO plans, passing along a pro-rata share of medical premium increases to team members, and absorbing the 3.5% increase in dental premiums.

For 2024, YHI changed from a SIMPLE IRA to a 457(b) for the team member retirement plan. A year-over-year comparison shows 64% of team members participating in November 2024, compared to 53% in November 2023. Of the 2024 participants, 81% have elected to contribute at least 6%, making them eligible to receive a 6% employer match.

10. Compensation Policy Updates

Mr. Kelly stated the last major revisions of the Compensation policy captured the Long-Term Incentive program. Operationalizing the program identified some complexities in the policy. Proposed changes will simplify the policy and match operational practices.

Motion: Ms. Triepke moved that the Governance committee recommend to the Board approval of the Compensation policy as presented today. **Second:** Dr. Odom. **The motion carried.**

11. Artificial Intelligence Policy

Mr. Fuhrman stated YHI is proposing a new policy to mitigate potential risks from the use of Artificial Intelligence (AI). The Centers for Medicare and Medicare Services (CMS) is not yet requiring this policy, but we want to get ahead of it given the pervasive nature of AI. Some key tenets of the policy are that it largely mirrors the framework used with all Privacy and Security policies, it will safeguard Personal Identifiable Information (PII), external data sources may not be leveraged, and implementation of all AI tools will require review by the Privacy and Security Officer, Chief Information Officer, and approval by the Executive Director. The only AI tool currently in use by YHI is the telephony platform, which analyzes calls and provides summaries.

Motion: Dr. Odom moved that the Governance committee recommend to the Board approval the Artificial Intelligence policy as presented today. **Second:** Ms. Triepke. **The motion carried.**

12. Annual Plan of Operations

Mr. Kelly presented an overview of YHI's plan of operations. It is a collection of all major policies that govern day to day operations, and includes governing documents like the bylaws, committee charters, and policies and operational documents such as the approved budget, board and committee roadmaps, and board and committee decisions. Changes since the last review include updates to the employee handbook, financial policies, the compensation policy, privacy and security policies, and the AI policy.

Motion: Dr. Odom moved that the Governance Committee recommend to the Board approval of the Annual Plan of Operations as presented today. **Second:** Ms. Triepke. **The motion carried.**

13. Annual Board of Directors Training Content

Mr. Stoddard reviewed the topics he will present in the annual board training at the upcoming board meeting. The presented content will be largely consistent with training in previous years.

14. Board and Committee Tenure

Mr. Kelly stated that Mr. Settles' term as Board Treasurer expires this month. The Board Treasurer is also the Chair of the Finance Committee. Mr. Donaca, who has served as Finance Committee Vice Chair since September 2019, has agreed to serve as Treasurer and Finance Committee Chair. Additionally, most board member Gubernatorial appointments expire in April 2025. Ms. Sparks will work with those board members to complete their application paperwork, and confirmation hearings may be held during the 2025 legislative session.

15. Next Meeting

The next committee meeting will be held at the end of February or beginning of March. Ms. Sparks will reach out to committee members regarding availability.

16. Adjourn

There being no further business before the committee, the Chair adjourned the meeting at 2:50 p.m.

Signed and respectfully submitted,

Hyatt Erstad, Committee Vice Chair

DRAFT