



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

**Board of Directors Meeting Minutes
Friday, December 16, 2022**

Board Members Present

- Mr. Stephen Weeg, Chairman
- Ms. Janice Fulkerson, Vice Chair
- Mr. Kevin Settles, Treasurer
- Mr. Hyatt Erstad, Secretary
- Dr. Cynthia Fairfax
- Mr. Greg Donaca (via videoconference)
- Ms. Karan Tucker (via videoconference)
- Ms. Margaret Henbest (via videoconference)
- Mr. Peter Sorensen
- Ms. Tara Malek (via videoconference)
- Mr. Trent Nate
- Ms. Kathy McGill for Director Cameron (via videoconference)

Others Present

- Mr. Pat Kelly, Your Health Idaho
- Mr. Kevin Reddish, Your Health Idaho
- Ms. Kilee Lane, Your Health Idaho
- Mr. Bobby Vernon, Your Health Idaho
- Ms. Nichol Lapierre, Your Health Idaho
- Ms. Kelly Fletcher, Your Health Idaho
- Ms. Julie Sparks, Your Health Idaho
- Mr. Matt Fuhrman, Your Health Idaho
- Ms. Tresa Ball, HR Precision
- Mr. Matt Wolff, St. Luke's Health Plan
- Mr. Nate Pierce, St. Luke's Health Plan
- Mr. Jeremy Pisca, Risch Pisca (via videoconference)
- Mr. Mike Stoddard, Hawley Troxell
- Ms. Chelsea Porter, Hawley Troxell

1. Call to Order

Following proper notice in accordance with Idaho Code Section 74-204, the Board of Directors meeting of the Idaho Health Insurance Exchange (Exchange) was called to order by Mr. Weeg (Chair) at 8:36 am, Friday, December 16, 2022, 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.

2. Roll Call

Mr. Erstad called roll and determined that Chair Weeg, Ms. Fulkerson, Mr. Settles, Mr. Erstad, Dr. Fairfax, Ms. Hart, Ms. Tucker, Ms. Henbest, Mr. Sorensen, Ms. Malek, Mr. Nate, and Ms. McGill for Director Cameron were present, resulting in a quorum. Mr. Thomas, Ms. Lodge, Representative Furniss, Director Jeppesen, and Director Cameron were absent. Mr. Donaca arrived via videoconference at 8:58 a.m.

3. Prior Meeting Minutes

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

Motion: Mr. Erstad moved to approve the meeting minutes from the September 16, 2022, board meeting. **Second:** Mr. Sorensen. **The motion carried.**

4. Review Agenda

Chair Weeg reviewed the agenda, no changes were made.

5. Review Roadmap

Chair Weeg reviewed the roadmap, no changes were made.

6. Committee Business

Chair Weeg stated that Senator Nelson and Senator Rice were not re-elected and are therefore no longer members of the Your Health Idaho (YHI) board. We thank them for their service, and we are working on replacing them in time for our March board meeting. Their departures have caused some imbalance in our committee membership, so Heidi Hart has agreed to move from the Marketplace Committee to the Governance Committee. Additionally, the membership of the Executive Committee requires an annual vote. The committee is comprised of the board officers, who are currently Mr. Weeg – Board Chair, Ms. Fulkerson – Vice Chair, Mr. Erstad – Secretary, Mr. Settles – Treasurer, and the director of the Department of Insurance (DOI), Director Cameron.

Motion: Mr. Erstad moved that Ms. Hart be assigned to serve on the Governance Committee. **Second:** Ms. Henbest. **The motion carried.**

Motion: Mr. Nate moved to renew the current membership of the Executive Committee. **Second:** Ms. Tucker. **The motion carried.**

7. Board Training

The annual board training was presented by Chair Weeg, Ms. Henbest, Mr. Reddish, Mr. Stoddard, and Ms. Porter. Chair Weeg opened with a brief history of YHI and how the exchange came into being. He said in the ten years that YHI has been in existence, planning has had a short-term focus as we needed to focus on immediate functionality. The board has done an excellent job so far at an operational level and now we need to start thinking more strategically about where we are going and how we might get there. The current structure and content of board meetings has not included sufficient time for long-term and strategic planning. The current approach has been to have YHI's executive team develop initiatives and then seek guidance from the board. Some possible solutions for a board strategic planning session are to schedule full or half day planning sessions with the board and executive team, to establish a strategic planning committee to work with the executive team, or to have the executive team develop tactical items from key ideas provided by the board, which would then be reviewed by the board.

After some discussion, several board members felt that it would be better to have the executive team present ideas and initiatives to the board, since the executive team is closer to the issues than members of the board are. Chair Weeg, Ms. Henbest, and Mr. Kelly will work together to develop a framework for a plan where the YHI executive team would present initiative suggestions to the board for review.

The rest of the training session covered topics such as the duties and responsibilities of board members, security concerns for board members, including social media etiquette, independent body corporate and politic-applicable laws, an Open Meeting law refresher, Public Records laws, conflicts of interest, and ethics.

The board took a break from 9:58 a.m. until 10:09 a.m.

8. Executive Summary and Strategic Initiatives Update

Mr. Kelly began by thanking the members of the board for the investments that have been made in YHI's technology platform, telephony, and team members in the last 18 months. Thanks to these investments, we only saw a 1% decline in Plan Year 2022 (PY22) enrollments since the launch of Real-Time Eligibility (RTE), which is a much smaller decline than seen in previous years. We had a 36% growth in our Consumer Connectors,

which are agents, brokers, and enrollment counselors, with 950 certified for 2022. We have processed 777 applications for the family glitch.

Mr. Kelly presented the preliminary results for PY23 enrollments. On the final day of Open Enrollment (OE), we had 1,100 customer interactions through either phone or chat, and we had 3,400 enrollments. From this, we can see how well RTE is working. The preliminary overall enrollment total is 93,986, with enrollments continuing to be muted by the continuation of the Public Health Emergency (PHE) which is expected to continue through April 11, 2023. There are about 146,000 Idahoans on protected Medicaid, and we estimate that between 25,000 to 30,000 of those are Advance Premium Tax Credit (APTC) eligible.

Mr. Kelly said the YHI team was already discussing and reviewing lessons learned in OE 2023 and figuring out how to apply those lessons moving forward. One of the key items we are looking at is how to better synchronize our Always Present and OE paid media. Another lesson learned was the optimization of direct-to-consumer noticing via SMS. There has been discussion about bringing our seasonal staffing in-house. Not only will this save money, but it will allow us to have more control over the process and more thorough vetting of employees, leading to better retention. Additionally, we are looking for ways to reduce our handle time through increased automation for customer verification. Mr. Kelly said there will be a retreat with his team to work on key initiatives for OE 2024 and beyond. As we move toward the goal of 125,000 enrollments in 2025, we will continue to educate and provide tools promoting the family glitch fix. We will continue to build relationships with community health centers, hospital systems, and community partners. Most importantly, we will grow the Connector network and provide tools to our Connectors to grow their book of business.

Progress continues on our strategic initiatives. Our primary objectives are to improve the customer experience, increase operational efficiencies, and lower the uninsured rate in Idaho by increased enrollment on the exchange. We have the foundation and technology; we have good alignment on our financial needs and staffing plans and now we just need to continue to build on that.

Mr. Erstad asked how many people we have been able to insure because of the family glitch fix.

Mr. Kelly replied that while we are still working through that data, he would estimate about 40% of the 700 applications were approved. We have found that if both spouses are employed, both tend to apply which causes exponential growth of potential applicants.

Mr. Erstad asked if a family felt that coverage for the entire family was too expensive, would that be considered a qualifying event for them to come onto the exchange.

Mr. Kelly replied that it would during the employer's open enrollment period.

9. Enrollment Update and Customer Experience

a. 2022 Enrollment Update

Mr. Kelly stated that we had about 76,000 enrollments at the beginning of December 2022, which, as was mentioned earlier, is just a 1% decline in enrollments from February to December. We believe that was driven by a combination of Always Present advertising, the enhanced subsidies, and RTE. This stability in enrollments will impact revenue projection in future years.

b. 2023 Open Enrollment Update

A review of cumulative daily enrollments shows enrollments steadily increasing every day, beginning October 15, with roughly 6,000 enrollments coming in the final three days of OE. Around 87% of 2023 enrollments have a tax credit, which is an increase of over one percentage point from 2022. We attribute this growth to RTE.

Mr. Nate and Mr. Sorensen questioned what percentage of applicants qualified for a tax credit versus the number who enrolled.

Mr. Kelly replied that he did not have that information but would follow up in the next week.

With just over 31,000 Qualified Health Plan (QHP) enrollments, SelectHealth remains the largest carrier on the exchange, and Regence saw the most significant growth of any carrier this year. Both of our new carriers, Moda Health and St. Luke's Health Plan, saw growth this year, and it was more growth than we have seen for new carriers in prior years. The market share was slightly diluted by these new carriers, but SelectHealth and Blue Cross continue to have the majority of the market share at about 67% combined.

Delta Dental remains the largest dental carrier on the exchange with over 4,800 enrollments. EMI, who was a new carrier last year, saw the most growth out of the incumbent carriers, more than doubling their enrollments as compared to last year. Blue Cross and Delta Dental dominate the market share with about 68% of Qualified Dental Plans (QDP) between the two carriers. The new carrier entry was less dilutive for QDPs than QHPs.

QHP average gross premium shows a measurable decline during OE 2023. The 1332 reinsurance waiver that was approved earlier this year was expected to deliver a 3% decline in gross premium. Consumers without a tax credit experienced a 5% decline in gross premium while consumers with a tax credit experienced a 9% increase in net premium, or the amount they pay. This means that the benchmark plans declined at a greater rate than the overall premium and drove up the out-of-pocket premium paid by consumers.

Mr. Sorensen commented that it appears that, due to the second lowest cost silver plan being set so low, Idahoans who are least able to pay are ending up with higher out-of-pocket costs. In addition, millions of dollars in federal tax money are not coming into Idaho. He added that while growth is great, overall enrollment would likely have been higher if out-of-pocket costs had gone down along with gross premium. In order to meet our goal of 125,000 enrollments in 2025, both gross premium and out-of-pocket costs need to go down.

Mr. Nate noted that gross and net premiums are artificially better than they could have been, due to the fortuitous timing of the approval of the 1332 waiver. This situation could go from a little concerning to scary very quickly.

Mr. Kelly said we expect some settling of these numbers with the end of OE but will continue to watch the numbers and keep the board informed going forward. The matter Mr. Sorensen and Mr. Nate brought up is something that needs to continue to be discussed.

c. CSC Metrics

Mr. Vernon reviewed OE volume amounts for 2020 through 2022. OE volume includes inbound calls and Client Access Portal (CAP) tickets, and it has increased each year due to the implementation of RTE and APTC income verification being brought in-house. This increase was expected and indicates no systemic breakage or unexpected customer behaviors.

Real-Time Eligibility, combined with improved processes and increased staffing, has delivered an improved customer experience, and rising Net Promoter Score (NPS). We had nearly three times the amount of survey responses than we did in 2021, which is largely driven by the SMS process implemented just prior to OE. To help put our NPS into perspective, even though the number of survey responses has tripled, we have cut the number of detractors in half. To date, there have been zero negative comments regarding phone wait or inventory processing times. For the variable pay goal period of October 1 through January 31, NPS is currently at 70.

10. Marketing and Outreach

Ms. Lapierre stated we continue to educate and inform a diverse audience throughout the state through participation in events, sponsorship, and social media. To support the Hispanic community, we have attended events hosted by the Hispanic Chamber of Commerce and the Idaho Commission on Hispanic Affairs. Mr. Kelly's appearances on Idaho Today and Viewpoint provided an opportunity to explain who we are and what we do in greater detail. We held in-person and virtual presentations for HR groups and our Connectors to provide information on OE, the family glitch, and the Small Business

Health Options Program (SHOP). Op-eds about the family glitch were published by four board members throughout the state.

This year's Always Present media campaign was the first time YHI did advertising between open enrollment periods. For the upcoming year, we plan to create one advertising campaign to be used both during and outside of OE. The OE paid media campaign for this year had the theme "Living in the Moment" and was centered around the fact that Idahoans know they need health insurance, they just do not think they can afford it. We targeted the Hispanic market with spots on Telemundo, radio, streaming audio, and social channels. Additionally, we ran commercials during and before the World Cup. Overall, the campaign performed well with over 27.5 million impressions and total media spend just over \$362,000. The conversion rate was 52%, which is higher than 2022 and cost per click was \$3.83, which is lower than 2022.

Mr. Nate asked if we were able to detect enrollments by demographic and if there was any indication that the focus on the Hispanic community had been successful.

Mr. Kelly responded we are capturing that data but have not yet synthesized the enrollment data with the application data. We are setting a new baseline with OE this year as applications in previous years came through the Department of Health and Welfare (DHW).

Ms. Henbest asked if any market research had been done to see what message would best resonate with the Hispanic market or if the message had been the same as the main marketing campaign.

Ms. Lapierre replied the same message was used in the Hispanic marketing as in the main campaign.

Ms. Henbest asked if there will be any follow up to see if the message resonated well with that market and Ms. Lapierre affirmed that we would follow up and take those findings into consideration when creating next year's campaign.

11. PY23 Technology Roadmap

Mr. Reddish said the technology roadmap is a little less dense than it has been in the recent past, due to the attention that we have given to RTE and the new telephony platform. Both of those items have proved to be the right decisions and we are moving forward with a constant focus on process improvement.

The January release will take into account lessons learned and look at the income document upload process, with some clarifications to let consumers or Connectors know what documents are required and when those requirements have been met. We are also making some improvements to password resets and eliminating a manual process on our end.

The family glitch fix came so close to the beginning of OE that we made the choice to manually notify employers when an employee gains an APTC. The March release will automate that process. Also included in the March release will be a fix to notify agents or brokers when they have a consumer who has had a federal check come back with inconsistencies in the data.

The June release will be an update by GetInsured to streamline their carrier invoicing process.

Ms. Hart asked if there are any improvements that need to be made to our system regarding Multi Factor Authentication (MFA).

Mr. Reddish replied all privileged users currently have MFA as part of their process. The YHI team has been considering offering MFA to consumers who wish to opt in, but it is cost prohibitive. We are looking for creative solutions to enable us to offer that extra safeguard to their accounts, something like a PIN that is sent via SMS.

12. FY23 Q1 Financial Review

Ms. Lane began the financial review by going over the Fiscal Year 2023 (FY23) Quarter One (Q1) YHI income statement. We had \$157,000 in assessment fee revenue favorability that was driven by higher enrollments in PY22. We had \$15,000 in favorability from the interest on the Certificates of Deposit (CDs). We split the \$7 million investment into two CDs, one will be up for renewal in January and the other has a six-month term and will mature in April. When the time comes, we will work with the bank on renewal rates. There was \$135,000 of grant income favorability, due to recognition of grant revenue planned for the prior year. For expenses, we had \$169,000 in favorability due to open positions and lower overtime. We had \$265,000 in marketing favorability, which we will see change in the second quarter due to the timing of paid media and sponsored outreach events. Favorability of \$25,000 in eligibility and enrollment is due to timing of temporary employees. First quarter net operating income was favorable to budget by \$771,000.

For the Q1 View Pointe income statement, some of the utilities were higher than expected, so that cost is captured in tenant billback, resulting in \$9,000 favorability in total income. There was unfavorability of \$24,000 in total operating expenses driven by main line water repair, window tinting, and some minor repairs. Net operating income was unfavorable to budget by \$15,000.

The consolidated income statement shows total income favorability of \$316,000, total operating expense favorability of \$441,000, and \$757,000 favorability in net operating income. Regarding the capital expenditure favorability of \$109,000, there are projects planned for that which did not materialize in Q1, those projects will be finalized in the spring.

Motion: Mr. Settles moved that the Board, as recommended by the Finance Committee, approve the financial results through September 30, 2022, as presented today. **Second:** Dr. Fairfax. **The motion carried.**

13. FY23 Financial Forecast

Forecast highlights for YHI operations were presented by Ms. Lane. Higher enrollments and average premium in PY22 drive favorability in the first half of FY23. The FY23 budget assumed the PHE would end in 2022. With April 11, 2023, as the new assumed end date, enrollment growth in January 2023 may be limited, occurring instead in April and May. Operating expenses are slightly over budget as we are retaining some favorability from the first half of FY23 in case seasonal employees are needed related to the end of the PHE.

Ms. Lane said the View Pointe forecast is aligned with the budget overall, with the exception of the higher utilities. Those costs will be recovered through tenant bill back, resulting in net zero impact for FY23.

The forecast for YHI operations shows favorability of \$136,000 in other income driven by interest earned on the CDs and favorability of \$135,000 in grant income favorability due to recognition of grant revenue planned for the prior year. Operating expenses show unfavorability of \$101,000 mainly driven by insurance renewals, the single audit, and an increase in consulting and HR fees. Net income is projected to be \$170,000 favorable to budget due to an increase in revenue.

For View Pointe, we project \$18,000 in other income favorability driven by interest earned on the CD and \$39,000 in favorability due to tenant billback revenue. Total operating expenses show unfavorability of \$48,000, which is driven by main water line repair, window tinting, ceiling light fixture move, and higher utilities.

The consolidated forecast shows total income favorability of \$324,000 and total operating expenses unfavorable to budget by \$148,000. Net operating income is projected to be \$175,000 favorable to budget.

Ms. Lane reviewed the cash flow sustainability analysis showing the budget, the forecast, and the forecast if the PHE is extended through the 2023 year.

14. Board and Committee Governance

a. Operational Goals Update

Mr. Kelly presented a summary of YHI's operational goals for the current fiscal year, saying most of our goals either have not started or are in process and it is a little too early to tell where we will end.

We are about two months into Idahoans' Experience. The single measurement for this goal is NPS and we are pleased to report that as of this morning, NPS is at 70, compared to a goal progress of 43. We are trending at 100% outcome for that goal.

With OE ending just yesterday, it is too early to tell where we will end regarding Retention and Enrollment. If we hold steady at 94,000 as the data settles over the next day or so, we will be at about a 90% outcome on this goal. This was adjusted for the PHE not ending as the budget had assumed.

The first two parts of the Risk Management goal are response and proper reporting on our phishing campaigns. Period-to-date response rate is less than 1%, which is 100% outcome. Proper reporting is a bit behind where we would like it to be at 89%, which is 0% payout. However, we have only completed one campaign, so there is ample opportunity to get the scores up. The third part of Risk Management is new this year, and that is measuring customer sentiment. The customer survey will be deployed in early January and the final part of Risk Management will be measured at that time.

The Low Cost Promise goal is measured by comparing net operating income versus budget. We are optimistic but it is too early to tell where we will end.

The Employee Engagement goal is centered on the Gallup survey, which will not be deployed until May 2023. However, we have continued to keep Gallup top of mind with our monthly All Hands meetings and manager meetings. Additionally, we have deployed our first employee NPS (eNPS). We did a survey in early November and had about a 77% response rate and our eNPS was a 54. Anything above 30 is considered very good. We plan to continue that survey quarterly so we can see the trends over time.

b. Financial Policies Review

Ms. Lane stated we have performed an annual review on five financial policies and are recommending changes to four.

The Procurement Policy was last updated December 2019. The recommended change is to increase the Executive Director approval threshold, prior to triggering a competitive bid process, from \$15,000 to \$25,000. This is due to inflation and rising costs of projects, services, and technology needs.

Mr. Sorensen commented that \$25,000 seemed low and asked how often the director has to get approval from the board to approve something over \$25,000.

Mr. Kelly responded that an un-budgeted expense that exceeds the threshold requires a competitive bid process. That amount was established in 2013 and has not been adjusted since then. We need to have some work done to our facility that will cost more than \$25,000 and that triggered a discussion around if \$15,000 was the right number. He said that it rarely happens that the Executive Director has to get approval from the board.

Mr. Settles stated that YHI team members are excellent at forecasting and budgeting, and he cannot remember the last time they had to request approval. The team's thorough budget process prevents those requests.

Ms. Lane continued with the Delegation of Authority, which was last updated in December 2020. We are requesting some changes for authorized signers on bank accounts and to reflect the change to the approval threshold in the Procurement Policy.

Ms. Tucker stated that there was a lot of money invested in the CDs and asked if there were multiple signers on that account.

Mr. Kelly replied that the Delegation of Authority requires board approval for the creation of new accounts. After a discussion regarding the purchase of CDs last summer, the board delegated authority to Mr. Kelly, Ms. Lane, Chair Weeg, and Mr. Settles. The accounts were opened at that time and today we are discussing the renewal of those accounts with Mr. Weeg and Mr. Settles as they mature.

The Travel and Other Expense Reimbursement Policy was last updated in December 2019, and we are recommending no changes.

The Fraud, Waste and Abuse Policy was last updated February 2020. We are recommending changes to reflect the current process of the vendor setup, for capital purchases to be consistent with the Procurement Policy, to update the approval flows, three-way match, invoicing processing, and check processing to reflect operational process. We are also recommending changes for the carriers to reflect the current process for consumer data reconciliation and for agents, brokers, and enrollment counselors to reflect the correct score for the certification test, from 85% to 90%.

The Landlord Financial Policy is the final policy that was reviewed, and we are recommending changes to reflect updated bank account information and add certificate of deposits and signers. We are also recommending the Delegation of Authority be updated to reflect the change in the Procurement Policy to the Executive Director approval threshold. This policy was last updated February 2020.

Motion: Mr. Settles moved that the Board, as recommended by the Finance Committee, approve the Financial Policies as presented today. **Second:** Mr. Sorensen. **The motion carried.**

c. Employee Handbook Review

Ms. Fletcher said YHI conducts a comprehensive review of the employee handbook each year. No new policies were added this year, but we made minor updates to some existing policies. Those updates are shown in the redlines for the handbook, which were included in the board materials.

Motion: Ms. Henbest moved that the Board, as recommend by the Governance Committee, approve the updates to the Employee Handbook as presented today. **Second:** Ms. Fulkerson. **The motion carried.**

d. Committee Charters Update

Ms. Henbest said during the annual review of the committee charters, the Governance Committee compared what the charters say versus what is actually done. It was discovered that as YHI has evolved, we have moved away from doing some things exactly as stated in the charters. Because of this, we undertook a rewrite for each of the charters. We established four-year terms for officers, with the exception of the board chair, with one additional consecutive term. We clarified terms for committee chairs and members with the intent to ensure continuity of knowledge of committee activities. Updates were made to reflect current practices and scope for the committee, including simplifying policy review guidelines and the addition of expertise expectations for committee members.

If the board approves the changes, the current board secretary's term will need to be extended as an exception or a new secretary will need to be appointed.

The review of the Executive Committee charter highlighted the need to vote on committee members annually, which is something that we have not done prior to today's meeting.

Mr. Settles had a question regarding the wording of the start date for committee terms.

Mr. Stoddard answered that Board officers may serve two consecutive terms, beginning from the original date of appointment. Tenure for committee members (with the exception of the Finance Chair) will begin on December 16, 2022.

Motion: Ms. Henbest moved that the Board, as recommended by the respective Committees, approve the changes to the Committee Charters as presented today. **Second:** Ms. Fulkerson. **The motion carried.**

Motion: Ms. Henbest moved that the Board, as recommended by the Governance Committee, approve the extension of Mr. Erstad's office as YHI Board Secretary by 90 days to allow the Board time to fill that position. **Second:** Mr. Settles. **The motion carried.**

e. Annual Plan of Operations

Mr. Kelly gave a brief refresher on how the plan of operations is structured. It is a collection of everything from day-to-day policies to long term governance-type documents and they are grouped into two different categories. There are the more static documents like our enabling legislation, bylaws, and committee charters. The other group of documents is operational documents that are more dynamic, like the approved financial year budget, the roadmaps, and committee and board decisions. Connecting those two groups of documents are the committee recommendations and board resolutions and decisions.

Certain policies are reviewed at specific times of the year, which are shown on the committee roadmaps. For Finance, there are a number of policies reviewed this quarter and a few other policies are reviewed in the first quarter of the calendar year. In the second quarter, Governance reviews the employee handbook, and the privacy and security policies are reviewed in June. In September, each of the committees reviews their charter as they complete the annual committee self-assessments. In addition to these reviews, the YHI executive team evaluates operational practices to ensure compliance and in the case of changes provides recommended updates. Our general counsel performs an annual review of policies and practices to ensure compliance and that all policies are reviewed in accordance with the committee charter requirements or as business practices change. External auditors play a key role in ensuring YHI's operational compliance with policies.

Mr. Sorensen asked if YHI has a disaster recovery plan and, if so, where it is located.

Mr. Kelly replied that YHI does have a disaster recovery plan and it is reviewed annually. Mr. Reddish added that it is part of the privacy and security policies required by Minimum Acceptable Risk Standards for Exchanges (MARS-E). Mr. Kelly went on to say that we have what we call a Risk Register, which is an internal document that YHI's executive team meets to discuss monthly. We discuss everything that we can think of that could go wrong and plan for those scenarios.

Mr. Kelly briefly reviewed key policy revisions and updates since the plan of operations was last reviewed. These include the financial policies and employee handbook discussed earlier. The Privacy and Security policies were updated in June to align with federal requirements and YHI's organizational structure. We added one new policy to formalize things that we already did around patching or updating software.

Motion: Ms. Henbest moved that the Board, as recommended by the Governance Committee, approve of the Annual Plan of Operations as presented today.

Second: Mr. Erstad. **The motion carried.**

15. Executive Session

Motion: Chair Weeg moved that the Board, pursuant to Idaho Code Section 74-206(1), convene in Executive Session to consider the evaluation, dismissal or disciplining of, or to hear complaints or charges brought against, a public officer, employee, staff member or individual agent, pursuant to Idaho Code 74-206 (1)(b).

Executive Session Roll Call: Mr. Erstad took a roll call vote and determined Chair Weeg, Ms. Fulkerson, Mr. Settles, Mr. Donaca, Ms. Hart, Ms. Tucker, Ms. Henbest, Mr. Sorensen, Ms. Malek, and Mr. Trent were present and agreeable, resulting in a quorum.

The committee entered into executive session at 11:38 a.m. and reconvened at 12:20 p.m. No final actions nor decisions were made while in executive session.

Motion: Mr. Erstad moved that the Board establish an ad hoc compensation committee that will be headed by the Board Chair and the Chair will select members to serve on that committee **Second:** Mr. Sorensen. **The motion carried.**

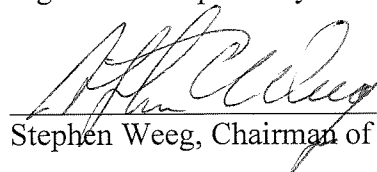
16. Next Meeting

The next meeting will be held March 17, 2023.

17. Adjourn

There being no further business before the board, the Chair adjourned the meeting at 12:23 p.m.

Signed and respectfully submitted,


Stephen Weeg, Chairman of the Board