

MINUTES
Eastern Connecticut Health and Medical Cooperative
Board Meeting – March 22, 2019
9:00 - 10:30 pm- Room 107
LEARN, 44 Hatchetts Hill Road, Old Lyme, CT

Members Present: Eileen Howley, Nat Brown, Christine Goupil, Maryann O'Donnell, Jan Peruccio, Julie Pendleton, Deborah Martin, Ian Nevaizer, and Holly McCalla

Others present: Tom Kowalchik and Lynn Nenni

Meeting called to order at 9:02 a.m.

Standing Agenda Items: Discussion and Possible Action

1. Agenda:

No changes.

2. Minutes:

Motion to approve the minutes of the March 8, 2019 special meeting made by J. Pendleton and seconded by I. Nevaizer.

Motion approved 7-0-2 (M. O'Donnell and N. Brown)

3. Financial Status Report

L. Nenni reviewed the financial reports through February 28, 2019. There was a change in net position of \$1,648,728.83 and the ending net position for February 28, 2019 was \$1,565,416.50. This represents an improvement of \$412,500 compared to the previous month's net position. Total current assets were reported as \$2,625,260.07 with total liabilities of \$1,059,843.57. Lynn also shared and reviewed a Year-to-Date Claims Comparison. J. Peruccio proposed going forward that we make a motion to accept the financial status report each month.

Motion to approve the financial report presented by L. Nenni made by J. Pendleton and seconded by I. Nevaizer. Motion approved 9-0

4. Updates from vendors

Tom Kowalchik presented his year-over-year report. He noted the per member per month (PEPM) number continues to show a good trend for the group. Also presented was the trending and renewal rates information without Clinton BOE included. He reviewed the USI calculation as of February and the Cigna projection as of January. He also reviewed the renewal projection with information to consider the total liabilities for the collaborative. Questions were asked and answered.

5. Review of dashboard information

N. Brown provided updated dashboard information that reinforces the positive trending reported by T. Kowalchik.

Old Business: Discussion and Possible Action

1. Update on Clinton BOE Exit from ECHMC

M. O'Donnell confirmed that the Clinton BOE will be leaving the collaborative as of June 30, 2019.

2. Attorney input on reconciliation

Language of the bylaws regarding reconciliation was discussed with the Attorney and J. Peruccio distributed a copy of his opinion to the group at the meeting. M. O'Donnell pointed out that the way that monies and rebates for medical and prescription have been applied are inconsistent. Suggestions from group members included making a motion to accept the attorney correspondence and possibly look at bylaws to be more clear in the future.

Motion to accept the document from the attorney regarding his opinion on the bylaws and meaning of "full reconciliation" for an exiting member made by C. Goupil and I. Nevaizer.

Discussion: M. O'Donnell indicated that she felt that having just received the correspondence at the meeting and not having a chance to review was concerning. J. Peruccio indicated that the motion was simply to signify that the opinion was received and distributed and not that all were in agreement with the contents.

Motion approved 8-1 (M. O'Donnell)

New Business: Discussion and Possible Action

1. Region 4 new membership discussion and possible decision

T. Kowalchik stated he has not received any communication from Region 4. J. Perruccio presented a document from Region 4 dated March 19, 2019 that indicated they requested that the ECHMC board considers Region 4 joining the collaborative effective July 1, 2019. Discussion ensued about not having all of the information necessary to make a decision and how the ECHMC should proceed. The board agreed that we have provided information to them and the board will need to wait for their response before taking action.

N. Brown left the meeting 10:00 a.m.

N. Brown returned at 10:07 p.m.

2. Set Allocation Rates for 2019-2020

The group discussed what the rate setting should be and agreed that the final allocation rates will be set in April.

E. Howley left the meeting 10:13 a.m.

E. Howley returned at 10:17 a.m.

3. **Bylaw change considerations and establish process for examination and recommendations**

E. Howley recommended that periodic review of the bylaws occurs and that the bylaws are appropriately dated and signed. M. O'Donnell asked for a copy of the bylaw changes that have the signatures on them from last May's meeting. It was noted that LEARN's Executive Director will be transitioning as of July 1, 2019. In addition, LEARN's Chief Financial Officer will also be leaving. LEARN will document the roles and responsibilities related to this and share at the April meeting. Also discussed were the processes and procedures of the collaborative and how this is defined.

I. Neviasser left the meeting at 10:24 a.m.

4. **Agenda setting for the April 2019 meeting**

- a. Beginning of meeting- Accept S. Cunningham
- b. Region 4 membership
- c. Set Allocation rates
- d. Standing items
- e. Bylaws discussion
- f. Wellness
- g. Need to move the April 25th meeting due to conflicts. Monday, April 22nd at 9 a.m. to 11

Next Meeting –April 22, 2019 at 9:00 a.m.

Motion to adjourn at 10:38 a.m. by J. Pendleton and seconded by N. Brown.

Motion Approved: 8-0

Respectfully Submitted, Maryann O'Donnell

