

# **TEXAS ASSOCIATION OF HEALTH UNDERWRITERS FULL BOARD MEETING MINUTES**

October 28, 2011

Sheraton at the Capitol Hotel, Austin, Texas

## **I. CALL TO ORDER.**

President Joanna Antongiovanni called the meeting to order at 10:08am.

### **A. Roll Call.**

Executive committee members present: Joanna Antongiovanni, President; Louanne Trebing, Immediate Past President; Misty Baker, President-Elect; Kelly Fristoe, First Vice President; Mark Bellman, Second Vice President; Jacqueline St. Hilaire, Treasurer; Joe Phifer, Secretary.

Staff Present: Laura Firestone, Executive Director; Lee Manross, Lobbyist; Shirley Hutzler, Governmental Affairs Consultant.

Committee chairs, local chapter presidents and trustees present: Becky Allaire, Linda Bogan, Tonya Booth, Alicia Bowers, Ron Buffum, Susan Burdette, Alison Burkholder, Chad Burnett, Cheryl Clark, Nedra Clingan, Jennifer Davault, Tonya Drummond, Carolyn Goodwin, Della Gunn, Polly Harris, Tanya Haught, Patsy Hernandez, Mary Lou Hudman, Sandy Johnson, Mike McLaughlin, Floyd Petitt, Terrell Rogers, Nicole Scott, John Simmang, Tamela Southan, Diane Vickers, Denise Villagran, Gary Waldron, Tom Wilson and Luann Yarberry.

Committee chairs, local chapter presidents and trustees absent: Shayla Davenport, Danielle Kunkle, Rachele Posey, Rusty Rice.

Guests present: Mike Rivera, Region VI VP; Linda Behrens, San Antonio AHU President-Elect; Joe Bernal, El Paso AHU President-Elect;

## **II. PRESIDENT'S OPENING REMARKS.**

Joanna Antongiovanni welcomed everyone to the meeting. She received her gavel as President. She made general announcements about the numerous guests visiting today: TDI Commissioner Eleanor Kitman, White Glove Sponsor with Michael Cohen and Jimmy Perez with HHSC.

## **III. APPROVE MINUTES JULY MEETING AND SUBSEQUENT TELECONFERENCES.**

Motion by Joe Phifer to accept the July meeting minutes as presented with one correction. Jacqueline St. Hilaire was listed as an EC member and a committee chair member. Second by Kelly Fristoe. Motion passes. Motion by Kelly Fristoe to accept the August 25 teleconference minutes. Second by Jacqueline St. Hilaire. Motion passes. Motion by Susan Burdette to accept the September 22 teleconference minutes. Second by Ron Buffum. Motion passes.

**IV. REVIEW ACTION ITEM LIST AND TIMELINE.**

The action list was reviewed and all items were completed except the following: Checking into whether the 10 hour PPACA course could get approved here in Texas; Emailing of the list agents who have taken the SB 79 course. The timeline was reviewed and items still needing to be done are as follows: sending out an email regarding the 2012 Legislative Day; update convention information and email to prospective exhibitors/sponsors; distribute directory advertising form.

**V. TREASURER REPORT.**

Jacqueline St. Hilaire reviewed the financial report as of September 30, 2011. Motion by Tamela Southan to approve the financial report as of 09/30/11. Second by Tonya Booth. Motion passes. She also reported on the status of the investment accounts and reported there was a slight decrease in value during the quarter but still up overall since the initial investment. Jacqueline also reported she presented her 2 hour CE in Dallas, San Angelo, Tyler and Longview during this past quarter and will be presenting it in Coastal Bend next month.

- A. Membership Growth Chair, Susan Burdette, reported that membership is at 1856 members as of today. There have only been 12 new members during October. Panhandle is the winner of the small chapter growth contest and Austin is the winner of the large chapter growth contest over the last quarter. Luann Yarberry is the winner of the first membership contest drawing for August and Rachel Horton is the winner of the second membership contest drawing for September. Susan also announced she resigned her position as NAHU Membership Chair and will continue her position as state membership chair. A report is attached in the minute book.
- B. Membership Retention Chair, Nicole Scott, reported on the chapter contest winners for the quarter ending September 30: Small chapter - East Texas and large chapter - Dallas. She thanked everyone for their assistance in reaching out to the lapsing members from the monthly list that she send out each month.
- C. Chapter Support, Mike McLaughlin, reported the team will be in Waco next month.
- D. Industry Relations, Tamela Southan, reported she is working on coordinating meetings with carriers.

**VI. PRESIDENT'S REPORT.**

- A. Joanna Antongiovanni reported on the NAHU Young Agent program and Danielle Kunkle will be in charge of coordinating this program for TAHU. Joanna reported on her visits to the chapters to install new boards and attend local symposiums, the Capitol to meet with staff on the PCIP, and TDI to discuss private health exchanges. She did several interviews on various healthcare topics as follows: Interview with Bill Melville published in HealthLeaders in June 2011, Interview with Bill Melville published in HealthLeaders in August 2011, Interview with Texas Watchdog on HSAs

which was published August 11, 2011, appeared on Health Insurance List on SkinnyScoop.com and interview with Bill Melville on new plans available on the market published on October 19, 2011. A full report is attached in the minutes.

- B. Care Chair, Mary Lou Hudman reported on the many cards that were sent out during the last quarter. We will also send out information to the full board when there are events. A full report is attached in the minute book.

## **VII. PRESIDENT-ELECT'S REPORT.**

- A. Polly Harris, Convention Chair, reported on the tentative agenda of the 2012 convention which will be in Corpus Christi, April 26-27, 2012. The theme is the Power of One Together and the logo is in process. There will be a Casino Night on the second night of the convention. All meals will be with the exhibitors. The SB 79 renewal course will be offered on the first morning of the convention.
- B. Mike McLaughlin, Hollis Roberson Committee Chair, had no report.
- C. Misty Baker, President-Elect, discussed with the board her new position with IIAT as the Director of Life and Health Information. She further defined her role and what IIAT is about and the target population she will be assisting. She agreed that as her job develops, she could encounter a conflict of interest in her positions with both TAHU and IIAT but explained that she would recuse herself in such circumstances when necessary in accordance with TAHU P&Ps and ethical obligations as an Association officer. That should be the case with any member who may encounter conflicted circumstances due to their positions of employment, which do currently exist on both the EC and the Board. Mike McLaughlin discussed the definition of a conflict and whether board members have the ability to assert power and influence with their employer. Motion by Kelly Fristoe to have a confidence vote for her to continue to serve as President-Elect and serve as President of TAHU. Second by Mark Bellman. Linda Bogan spoke with an IIAT employee who was very positive about the role Misty will play at IIAT. Motion by Carolyn Goodwin to table the motion calling for a confidence vote. Second by Diane Vickers. Mike McLaughlin believes this would be a very divisive move to hold this vote and would tear the board apart. Kelly Fristoe recalled his motion and Carolyn Goodwin recalled her motion. Misty was asked to leave the room so the board could further discuss the situation, with protest from a few board members.

## **VIII. FIRST VICE PRESIDENT'S REPORT.**

- A. Kelly Fristoe, First Vice President, complimented Carolyn Goodwin on her hard work and dedication to this association and the great work that's coming out of the Legislative Council.
- B. Carolyn Goodwin, Director of Legislative Affairs, distributed the proposed global positions that the Legislative Council developed. These positions need to be approved by the board. Motion by Tom Wilson to approve the global

positions as presented. Second by Gary Waldron. Everyone agreed on the positions with the addition of one minor thing – in the first bullet point add “and most efficient”. All voted in favor of the motion with the addition except Carolyn Goodwin, who abstained from the vote. Motion passes. She also discussed the PCIP primer and it will be distributed to the board and posted on the website. A full report is attached in the minute book.

- C. Gary Waldron, Director of Federal Legislative Affairs, reminded board members that Capitol Conference registration is up and running. He will coordinate appointments with legislators. A full report is attached in the minute book.
- D. John Simmang, Director of Legislative Activities, reported on the Legislative Day planning progress and one keynote speaker has been confirmed. Blue Cross has agreed to be the \$2500 presenting sponsor. He asked for help in soliciting other sponsors. The registration form will be revised to reflect a discount to be given to SGS designation holders and forwarded to Danielle Kunkle for inclusion in the newsletter and will be posted on the website.
- E. Becky Allaire, Director of Legislative Fund Raising for the west side of the state, has been traveling to the chapters in her area to promote the PAC and increase contributions.
- F. Cheryl Clark, Director of Legislative Contacts, reminded board members the value of the key contacts. She asked board members to please send her information on whether they have key contacts with legislators to fill all the open slots. There are some open slots in the Houston area.
- G. Lee Manross, Lobbyist, gave an update on the development of rules at TDI as a result of the passage of several legislative bills. He reminded everyone of the upcoming elections and the ten proposed amendments to the Texas Constitution and where to find them. A full report is attached in the minute book.
- H. Shirley Hutzler, Governmental Affairs Consultant, had nothing to report.
- I. Rusty Rice, TAHUPAC Chair, was absent but Laura Firestone reported there is close to \$21,000 in the PAC account after contributions made to date. There are more contributions that have been approved but not disbursed yet. There is a request for a contribution to Vicki Truitt which was not on the original list of approvals and will be discussed on the next conference call of the PAC Board.

## **IX. SECOND VICE PRESIDENT’S REPORT.**

- A. Luann Yarberry, Media/PR Chair, reported on the last quarter activities which included interviews with Carolyn Davis of MoneyMix, the HealthLeader InterStuDay, Texas Watchdog and John Buchanan with True North Custom Publishing. Press releases were sent out on the MLR Waiver Request and the Texas Independent Health Insurance Agents recognized at the National Level. There were also letters to the Editor on Rising Health Costs and the Tanning Tax. A full report is attached in the minute book.

- B. Nedra Clingan, Professional Development Chair, reported there was a quarterly conference call with the chapter chairs on October 12. She sent out an email to TAHU board members reminding them to apply for the SGS designation. She received chapter reports from all chapters except for 3. Year to date, there have been 6498 CE hours. We have only 42 SGS designation applications processed this fiscal year to date. Once TDI updates the website with a list of SB 79 course attendees, we will send out the list to chapter presidents to help increase membership and SGS designations. The professional development committee for this fiscal year is represented by herself, Mark Bellman and Laura Firestone. She has also updated the speaker list to include their costs for presenting courses, including travel, and it will be posted to the website. She is also researching copyrighting CE courses. She will also work on an SGS Designation promotional piece to be sent out to all the chapter presidents to have included in their monthly newsletters.
- C. Danielle Kunkle, Newsletter Chair, was absent and her report is attached in the minute book.
- D. Becky Allaire, ENews Chair, reminded chapters to get their information in by the due date and a full report is in the minute book.
- E. Tonya Booth, Public Outreach Chair, reported that there have been 3 chapters who have participated in CHIP enrollments to date. The goal is to have 10 out of the 14 chapters be involved in the enrollments. A full report is included in the minute book.

#### **X. SECRETARY'S REPORT.**

- A. The Technology Chair position has been filled and Chad Burnett of Austin has taken the position. He will be having a call with Laura Firestone next week to go over the website and how to navigate it and make changes.
- B. Tanya Haught, Marketing Chair, reported that we will be moving forward with a printed directory. The advertising forms will be revised and distributed shortly. Assurant Benefits is the first to commit to advertising in the directory. Tanya will also send the advertising form to the board. She is also working on a prospective website sponsor.
- C. Sandy Johnson, SysOp, had nothing to report.
- D. Alison Burkholder, Awards Chair, has updated the award criteria forms and they have been updated on the website. She held a conference call with the chapter chairs and the regional awards chair, Luann Yarberry, earlier in October.

#### **XI. IMMEDIATE PAST PRESIDENT'S REPORT.**

- A. Ron Buffum, Trustee, had nothing to report.
- B. Carolyn Goodwin, Trustee, had nothing to report.
- C. Rusty Rice, Trustee, was absent and there was no report.

#### **XII. OLD BUSINESS.**

- A. Laura Firestone distributed a summary of proposals received for possible venues for the 2013 convention location. Board members were not in favor of having it in Mexico mainly due to cost. Most were in favor of the Fort Worth Hilton and asked Laura Firestone to secure a contract with them.

### **XIII. NEW BUSINESS.**

- A. Joanna discussed the new NAHU logo, showed the Tulsa AHU's logo and asked the board if they'd like to change TAHU's logo. Everyone liked the idea of changing the logo but to have the state of Texas incorporated into it. Joanna will work on it and distribute to the board for final review and approval.
- B. Attendees to Capitol Conference will be President, Joanna Antongiovanni, President-Elect, Misty Baker, First Vice President, Kelly Fristoe, Director of Federal Affairs, Gary Waldron and Director of Legislative Affairs, Carolyn Goodwin.
- C. Several P&Ps were presented for sunset review and minor changes: Motion by Misty Baker to accept minor changes to P&P #3, changing the word Education to Professional Development. Second by Mark Bellman. Motion passes. Motion by Carolyn Goodwin to accept the revised sunset language to P&P #8. Second by Misty Baker. Motion passes. Motion by Susan Burdette to accept the revised sunset language to P&P #9. Second by Ron Buffum. Motion passes. Motion by Misty Baker to accept the revised sunset language to P&P #15. Second by Ron Buffum. Motion passes. Motion by Cheryl Clark to accept the revised sunset language and the addition of an exception to be approved by the majority of the EC to P&P #20. Second by Misty Baker. Motion passes. P&Ps #1, #10, #13 were tabled for further research and updating. P&P #10 on processing new member applications will be reviewed further between Jacqueline and Susan Burdette, updated accordingly and presented at the next board meeting for review and approval. P&P #1 on the execution of BOD decisions and P&P #13 on Trustee Emeritus will be researched further to review the references to the bylaws and how they should be changed to refer to the updated bylaws and presented at the next board meeting for review and approval.
- D. Carolyn Goodwin and Mike McLaughlin presented a new P&P #33, Conflict of Interest, as one they saw fit and necessary for the best interest of the association. Gary Waldron questioned the definition of some of the terms and their broad definitions. Motion by Jacqueline St. Hilaire to approve this P&P. Second by Ron Buffum. There was a lot of discussion of how this P&P would protect the association in the cases where lawsuits may be filed and if such a P&P is not in place there was the question of how would the TAHU board defend itself. There was anger of this discussion being brought on by the new position taken on by Misty Baker but Carolyn and Mike said this wasn't about her. Many board members disagreed. Motion by Tom Wilson to table the discussion of this P&P. Second by Patsy Hernandez. Friendly amendment by Ron Buffum that TAHU retain an attorney to review the P&P

in addition to tabling the discussion of this P&P. Friendly amendment accepted by Tom Wilson and Patsy Hernandez. Kelly Fristoe recommended that the attorney also make recommendations regarding having other policies such as a whistleblower and a sexual harassment policy. Ron agreed to contact the attorney and request a quote for services and come back to the board on the November conference call with an estimated dollar amount and the board approval to move forward with the review. Motion, as amended, passes.

**XIV. CHAPTER PRESIDENTS REPORTS.**

- A. Austin, Ron Buffum.
  - B. Coastal Bend, Denise Villagran.
  - C. Dallas, Diane Vickers.
  - D. East Texas, Jennifer Davault.
  - E. El Paso, Patsy Hernandez.
  - F. Fort Worth, Danielle Kunkle, was absent and there was no report.
  - G. Heart of Texas, Shayla Davenport was absent and there was no report.
  - H. Houston, Terrell Rogers.
  - I. Lubbock, Della Gunn.
  - J. Panhandle, Tonya Drummond.
  - K. San Angelo, Floyd Petitt.
  - L. San Antonio, Alicia Bowers.
  - M. Texoma, Tom Wilson.
  - N. West Texas, Linda Bogan.
- Full reports are attached in the minute book.

**XV. NAHU REGION VI VICE PRESIDENT'S REPORT.**

Mike Rivera discussed activities over the last quarter. The budget approved by NAHU was very conservative and membership goals stayed flat. At next year's convention, the regional meetings will be at the end of the day. The convention will be in Las Vegas in June. Mike has decided not to run for Regional VP again. He has loved the position but it has been very time consuming and it's time for him to retire from that service. Rusty Rice has announced that he wants to run for the position and the EC agreed to nominate him for the position.

**XVI. 2011-12 STRATEGIC PLANNING GOALS.**

Joanna Antongiovanni reviewed the status of the 2011-12 strategic planning goals and updated information was recorded in the spreadsheet.

**XVII. NEXT MEETING DATES.**

November 17, 2011 – Board Teleconference, 9:00am  
December 22, 2011 – Board Teleconference, 9:00am  
January 19, 2012 – Board Teleconference, 9:00am  
January 23-25, 2012 – NAHU Capitol Conference, Washington DC  
February 1, 2012 – Executive Committee, 10:00am, Sheraton Austin Downtown

Strategic Planning, 2:00pm, Sheraton Austin Downtown  
February 2, 2012 – Legislative Day, 8:00am-5:00pm, Sheraton Austin Downtown  
February 3, 2012 – Chapter Presidents 9am and Full Board 10am, Sheraton  
March 22, 2012 – Board Teleconference, 9:00am  
April 25-28, 2012 – Board Meetings and Convention, Omni Hotel, Corpus Christi  
May 24, 2012 – Board Teleconference, 9:00am  
June 24-27, 2012 – NAHU Convention, The Wynn, Las Vegas  
June 28, 2012 – Board Teleconference, 9:00am

**XVIII. ADJOURNMENT.**

Meeting was adjourned at 4:35pm.

**ACTIONS TAKEN OUTSIDE THE EC AND BOARD MEETINGS IN JULY.**

None.