



## **New Hampshire Individual Health Plan Benefit Association 2017 Annual Meeting of Members**

The annual meeting of the members of the above-named New Hampshire voluntary association (“the Association”) was held at 9:30 a.m., on Thursday June 8, 2017 at the offices of Hinckley, Allen in Concord, New Hampshire. All of the members who participated were present in person, via telephonic conference call or by personal representative throughout the meeting. Beth Roberts, Chairperson of the Board, presided. J. Michael Degnan was named secretary pro tem and kept the record of the meeting.

### **Directors:**

Beth Roberts  
Bruce King (*by phone*)  
David Ellis  
David Sky  
Martha McLeod  
Dominic Palmieri (*by phone*)  
David Trudo  
Paula Rogers (*representing Lisa Guertin*)  
William Brewster (*invited - Mr. Degnan*)  
Deborah Fournier, Department of Health and Human Services (*arrived at 10:30 a.m.*)

### **Other Attendees:**

J. Michael Degnan, Helms & Co.  
John Hastings, Helms & Co.  
Mark McCue, Esq, Hinckley Allen (*by phone*)  
  
Jennifer Patterson – Department of Insurance  
  
Kevin Stone, Helms & Co.  
Christopher Kennedy – NH Healthy Families

Beth Roberts, Chair, opened the Annual Meeting at 10:30 p.m. and called for a motion to approve the Minutes of the 2016 Annual Meeting.

The minutes from the 2016 Annual Meeting of Members were reviewed and upon a motion by Paula Rogers and a second by David Ellis, it was unanimously,

**Voted:** *to approve the June 9, 2016 Annual Meeting of Members minutes as presented.*

Michael Degnan was appointed teller to receive and count the proxies. Mr. Degnan reported the tally of the proxies as follows:



	<b>Total Votes Entitled to be Cast</b>	<b>Total Votes Present or Represented by Proxy</b>	<b>Voting Power Needed for Quorum (50% of Total Votes Entitled to be Cast)</b>	<b>Voting Power Needed for Action by the Members (&gt;50% of Total Votes Present or Represented by Proxy)</b>	<b>Votes Cast In Favor</b>
Representatives of Group Insurers	1,083,662	Total: 1,068,061	541,831	534,031	Total: 899,729 (83.0%)
Representatives of Individual Insurers	322,378	Total: 321,932	161,189	160,966	Total: 321,932 (99.9%)

Mr. Degnan then reported that all proxy cards had been marked to vote in accordance with the recommendation of the Board of Directors. Consequently, Mr. Degnan reported that the following individuals would be nominated as recommended to the Board of Directors.

**Group Carriers**

- Anthem – Lisa Guertin – 25%
- CIGNA – New Hampshire – David Ellis – 25%
- Harvard Pilgrim – Beth Roberts – 25%
- HM Life Insurance Co. – Domenic Palmieri – 25%

**Individual Carriers**

- NH Healthy Families – Christopher Kennedy – 50%
- Minuteman Health – Susan E. Brown – 50 %

Mr. Degnan reviewed the NHHP carrier assessments based on 1st Quarter of 2017 filings to determine the number of votes of each eligible carrier based on covered lives. Mr. Degnan noted that the carrier assessments for 2017 were used because there was no assessment in calendar 2015 or 2016.

Mr. Degnan noted that based upon the data in the report of covered lives from the 1st Quarter of 2017, Anthem would be eligible under the enabling statute (RSA 404-G:4, V(a)) and the Association’s Bylaws to elect to move into the hybrid category because it had sufficient covered lives in both group and individual markets to elect Board representatives in each of those categories.

Based upon the report of covered lives governing the election, HM Life Insurance Co. (Domenic Palmieri) then would become the next carrier eligible and willing to serve to fill the group carrier seat vacated by Anthem’s election to move into the hybrid category.



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Accordingly, pursuant to the proxies described above, the Secretary, Ms. Martha McLeod, cast all votes representing Group Carriers in favor of electing the following members of the Board of Directors of this Association:

**Representing Group Carriers:**

David Ellis (CIGNA-NH)  
William Brewster, MD (Harvard Pilgrim)  
Domenic Palmieri (HM Life Insurance Co.)

**Hybrid Carrier:**

Lisa Guertin (Anthem).

Pursuant to the proxies described above, Ms. McLeod then cast all votes representing Individual Carriers in favor of electing the following members of the Board of Directors of this Association:

**Representing Individual Carriers:**

Christopher Kennedy (NH Healthy Families)  
Susan E. Brown (Minuteman Health)

In addition to the Insurance Commissioner's representative, David Sky, the remaining members of the Association's Board of Directors, Bruce King, David Trudo and Martha McLeod continue to serve on the Board of Director's until resignation or the revocation of their appointment.

There being no further business to come before the meeting, it was adjourned at 10:40 a.m.

Attest:

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J. Michael Degnan  
Secretary Pro Tem