

Minutes
Board of Directors Meeting
February 21, 2019

A meeting of the Board of Directors of the New Hampshire Health Plan (NHHP) was held in person at the offices of Hinckley, Allen & Snyder in Manchester, New Hampshire on February 21, 2019.

The following individuals attended the meeting, including by phone as indicated because of scheduling challenges faced by Board members resulting from the exigencies of other business:

Directors:

David Ellis
Dr. William Brewster
Geraldine Vaughan (*by phone*)
Lisa Guertin (*by phone*)
Bruce King (*by phone*)
Martha McLeod (*by phone*)
David Trudo (*by phone*)
Christopher Kennedy (*by phone*)
Domenic Palmieri (*by phone*)

Other Attendees:

J. Michael Degnan, Helms & Company, Inc.
John Hastings, Helms & Company, Inc. (*by phone*)
Mark McCue, Esq., Hinckley Allen (*by phone*)

David Ellis, Chair, presided and called the meeting to order at 9:30 a.m., a quorum being present.

Mr. Ellis reviewed the meeting agenda and then asked the Board if everyone had a chance to review the minutes of the Board meeting held on September 27, 2018. Upon a motion by William Brewster and seconded by Bruce King, it was unanimously:

VOTED: *To approve the minutes of the Board of Directors Meeting of September 27, 2018 in the form presented to the Board.*

Mr. Ellis then turned the meeting over to Michael Degnan and John Hastings of Helms & Company to provide the financial review and an update on the State's transition from the New Hampshire Health Protection Program ("HPP") to the New Hampshire Granite Advantage Health Care Program ("Granite Advantage Program"). Mr. Degnan commented that the presentation would follow a different order from the agenda items.

Mr. Hastings began by informing the Board that the annual audit process was progressing smoothly, and that Mason & Rich expect to complete their field work and resolve any questions by the end of the week. The auditors then will begin their internal review process, and draft audited financial statements are expected to be ready for the May 9, 2019 meeting of the Finance Committee.

Mr. Hastings then reviewed with the Board the balance sheet for the period ended December 31, 2018. He noted that the cash balance was \$2.021 Million, and that prepaid expenses consisting of assessment collections remitted to the HPP trust fund were \$1.364 Million. Mr. Hastings reminded the Board that recovery from Minuteman of the difference between its last assessment payment and NHHP's obligation to repay Minuteman's advance assessment payment, an amount of \$32,414, is considered doubtful because of Minuteman's liquidation in Massachusetts. Attorney Mark McCue explained that NHHP's claim against Minuteman has the lowest level of priority when the liquidator begins paying claims, and it is unclear whether the Minuteman's estate will have sufficient funds after paying priority claims. Mr. Hastings then reminded the Board of its authorization at the September 2018 Board meeting to use excess assessment collections to repay those carriers who made advance payments of their assessment obligations. He noted that two of the three carriers were paid in December and that the third carrier requested that a credit be applied to its assessment payment due for the fourth quarter of 2018. As a result, NHHP's advanced assessment payment liabilities were satisfied in full by February 15, 2019.

Mr. Hastings then referred the Board to the two letters in the meeting materials from New Hampshire Health and Human Services Commissioner Jeffrey Meyers regarding the so-called "remainder amount" under each program. While acknowledging the need for corrections noted at the last Board meeting. Mr. Hastings noted that no remittances are due to the Granite Advantage Program for the first six months of 2019 because, in part, the excess assessment remittances and other funds for the HPP (noted on the balance sheet as "prepaid expenses" as described above) will be made available for the Granite Advantage Program. This allows NHHP to build program reserves during the first half of 2019.

Mr. Hastings then directed the Board's attention to the supplemental financial information in the Board meeting materials. He affirmed that NHHP had sufficient cash at the end of December 31, 2018 to satisfy the advanced assessment liabilities, fund the operating budget and establish a program reserve (labeled in the materials as a "Volatility Reserve" which will be re-labeled "Program Reserve"), and he reviewed the summary of the budget expense reserve established under NHHP's First Amendment to its Amended and Restated Plan of Operation and Termination. Mr. Hastings concluded his report by reviewing the income statements and addressing questions from the Board.

Mr. Ellis then informed the Board that the Helms & Company administrative services contract had been extended to cover the term of Granite Advantage Program as authorized by the Board at its September 2018 meeting. The Board had no further business, and the meeting adjourned at 10:00 a.m.

Respectfully submitted,

J. Michael Degnan,
Secretary Pro Tem