

**Minutes**  
**Board of Directors Meeting**  
**March 11, 2020**

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 LLP in Manchester, New Hampshire and by teleconference on March 11, 2020.

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

**Other Attendees:**

J. Michael Degnan, Helms & Co.  
Kevin Stone, Helms & Co. (*by phone*)  
John Hastings, Helms & Co. (*by phone*)  
Mark McCue, Esq., Hinckley Allen  
Lisa Kaplan Howe, PCG  
Margot Thistle, PCG (*by phone*)  
Alec Whipple, PCG (*by phone*)  
Steven Phillips, Anthem (*by phone*)

David Ellis, Chair, presided and called the meeting to order at 10:00 a.m., a quorum being present.

Mr. Ellis reviewed the meeting agenda and then asked the Directors if everyone had a chance to review the minutes of the Board meeting held on February 19, 2020. Michael Degnan and John Hastings of Helms & Company made two corrections to the draft minutes. Upon a motion by William Brewster and seconded by Christopher Kennedy, it was unanimously:

**VOTED:** *To approve the minutes of the Board of Directors meeting held on February 19, 2020 as corrected.*

Mr. Ellis then turned the meeting over to Mr. Degnan for an update on the Reinsurance Program. Mr. Degnan began by asking Attorney Mark McCue to explain the Order issued by the New Hampshire Insurance Department on February 25, 2020, INS No. 20-009-AP, a copy of which was included in the Board materials (the "Order"). Attorney McCue

explained that Section 12 of RSA 404-G, which governs NHHP, requires the Board to develop a plan of operation for a reinsurance program or other risk-sharing program if requested by the Insurance Commissioner, and if the request is supported by the recommendations of actuarial experts. Furthermore, Section 3(I) of the statute provides NHHP with all powers under the statute and such additional powers and duties that are approved by the Insurance Commissioner. To comply with Section 12 of the statute, and to ensure that NHHP retains all powers and duties necessary to implement and operate the reinsurance program, the Insurance Commissioner elected to make the request in the form of the Order, which sets forth the market concerns, the rationale for the reinsurance program, the requested features of that program, and the powers of NHHP in implementing and operating the program. Attorney McCue concluded that the Order provided NHHP with sufficient legal powers to implement and operate the reinsurance program and its Plan of Operation being submitted to the Board for approval.

Mr. Degnan then asked Kevin Stone of Helms & Company to review the final changes to the Reinsurance Program Plan of Operations included in the Board materials. This will be appended to the Second Amendment to the Amended and Restated Plan of Operation and Termination of NHHP reviewed with the Board at its last meeting. Mr. Stone explained each of the following changes to the Plan: the modification of the program name to align with the 1332 Waiver application; adding the possibility of increasing the annual maximum cap in the unlikely event that Stabilization Program Funds exceed Covered Claims; the change from mandatory carrier audits to audits at the discretionary request of the Board; and modifications to the payment process described in Attachment 2. Discussion followed and it was clarified that any extension of the annual maximum cap would require Board approval in its discretion, and that other sections of the Plan require an eligible carrier to report and repay any overpayment of claims resulting from inadvertent error.

Upon a motion by Bruce King and seconded by Lisa Guertin, it was unanimously:

**VOTED:** *To approve and adopt the Second Amendment to the Amended and Restated Plan of Operation and Termination of NHHP with Appendix A in the form presented to the Board.*

Mr. Degnan then asked Lisa Kaplan Howe of Public Consulting Group (PCG) to update the Board on the status of the Section 1332 Waiver application. Ms. Kaplan Howe confirmed that the application has been drafted and awaits comment only from CMS, which plans to provide any final comments tomorrow. The public comment period still is expected to begin March 16, 2020 with public hearings scheduled for March 31 and April 2 before the application is submitted to CMS for review and approval. It is expected that CMC will approve the application and issue its terms and conditions during the summer.

The Board had no further business, and the meeting adjourned at 10:25 a.m.

Respectfully submitted,

J. Michael Degnan,  
Secretary *Pro Tem*