



NAHU Board of Trustees Meeting

Monday, March 20, 2017

Meeting called to order at 4:07 P.M. EDT by Jim Stenger

NAHU'S VISION STATEMENT

NAHU advocates for our members, provides professional development and delivers resources to promote excellence.

Reading of Antitrust Statement (Jim Stenger)

Roll Call (Dane Rianhard)

Attendees: President Jim Stenger, President Elect Mike Embry, Vice President Rusty Rice, Treasurer Pat Griffey, NAHU Executive VP & CEO Janet Trautwein, Region I Vice President Paul Smith, Region II Vice President Erica Hain, Region III Vice President Denise VanPutten, Region IV Vice President Alycia Riedl, Region V Vice President Julian Lago (joined at 4:08 PM), Region VII Vice President Roseanne Wolfe, Region VIII Vice President Linda Rose Koehler, Legislative Council Chair Dave Mordo, Membership Council Chair Paige Phillips

Absent: Immediate Past President Don Goldman, Region VI Vice President Kelly Fristoe, Bob Tretter

Staff: Jennifer Murphy, Brooke Willson, Marcy Buckner, Chris Hartman, Illana Maze, Megan Caputo, Kelly Loussedes, Farren Baer

Guests: Legislative Council Vice-Chair Annette Bechtold, Membership Council Vice-Chair Deb Crouch, David Smith, Professional Development Chair, Secretary Candidate, Eugene Starks, Region I VP candidate, Jeannie Comins, Region III VP Candidate, Mike Deagle, Region VII VP Candidate, Ray Magnuson

Adoption of Agenda

MOTION: Mike Embry made the motion to adopt the posted agenda.

Motion passed unanimously

Consent items (Jim Stenger);

- BoT Meeting Minutes – February 27, 2017
- EC Minutes – March 13, 2017
- Committee Reports
 - Legislative Council
 - Membership Council
 - GAIN Cup Restructuring
 - Awards Committee
 - Chapter and Leadership Development Committee



- Finance Committee
- Governance Committee
- Media Committee
- Professional Development Committee
- Amended Bylaws
 - Michigan AHU
 - Western North Carolina AHU

Mike Embry requests removal of Membership Report and GAIN Cup restructure from Consent Agenda

MOTION: Rusty Rice moved to approve the Consent Agenda without Membership Report and the GAIN Cup restructure

Motion passed unanimously

GAIN Cup Restructure (*Paige Phillips*)

There was a general discussion about the proposed changes.

MOTION: Paige Phillips moved to approve the GAIN Cup changes as outlined but without the HUPAC criterion.

Motion passed with a Roll Call Vote. Eight in favor of the change and five opposed to the change.

Financial Reports (*Pat Griffey*)

General Discussion

MOTION: Erica Hain moved to approve the revised Financial Reports

Motion passed unanimously

Vice Chair Requirements P&P 17-01-B

MOTION: Dave Mordo moved to approve the proposed P&P with the revised name of Selection and Appointments of Vice Chairs.

RVP Report (*Rusty Rice*)

Brief general report

Strategic Discussion

Janet reviewed the first section of the Vision 2020 and created RACI charts for various sections.



Motion for Adjournment

MOTION: Mike Embry moved to adjourn the meeting at 5:40 P.M. EDT.

Motion passed unanimously

***NAHU's Anti-trust Statement:** Associations are subject to strict scrutiny under antitrust laws because an association is, by its nature, a group of competitors joined together for a common business purpose. The antitrust laws require companies to make certain decisions by themselves, not in conjunction with competitors. Therefore, associations and their members must proceed with extreme caution in certain areas of activity to insure against violation of the antitrust laws. Discussions of current or future prices or commissions and refusing to deal with or boycotting any insurance carrier are among a number of areas specifically prohibited by the anti-trust laws and will not be permitted in today's meeting.

Respectfully submitted,
Dane Rianhard
NAHU Secretary



NAHU Board of Trustees Meeting Agenda

Monday, March 20, 2017

Conference Call

4:00-5:30 p.m. EDT

NAHU'S MISSION STATEMENT

NAHU advocates for our members, provides professional development and delivers resources to promote excellence.

Call to Order & Reading of Antitrust Statement* (*Jim Stenger*)

Roll Call of Attendees (*Dane Rianhard*)

Approve Agenda (*Jim Stenger*)

Consent Items (*Jim Stenger*)

- BoT Meeting Minutes – February 27, 2017
- Committee Reports
 - Legislative Council
 - Membership Council
 - GAIN Cup Restructure
 - Awards Committee
 - Chapter and Leadership Development Committee
 - Finance Committee
 - Governance Committee
 - LPRT Committee
 - Media Committee
 - Professional Development Committee
- Amended Bylaws
 - Michigan AHU
 - Western North Carolina AHU

Financial Reports (*Pat Griffey*)

- NAHU December Financials

RVP Report (*Rusty Rice*)

Policies & Procedures

- Vice Chair P&P with changes

Strategic Discussion

- **2020 Vision** (*Janet Trautwein*)

Executive Session

Motion for Adjournment

***NAHU's Anti-trust Statement:** Associations are subject to strict scrutiny under antitrust laws because an association is, by its nature, a group of competitors joined together for a common business purpose. The antitrust laws require companies to make certain decisions by themselves, not in conjunction with competitors. Therefore, associations and their members must proceed with extreme caution in certain areas of activity to insure against violation of the antitrust laws. Discussions of current or future prices or commissions and refusing to deal with or boycotting any insurance carrier are among a number of areas specifically prohibited by the anti-trust laws and will not be permitted in today's meeting.



NAHU Board of Trustees Meeting

Monday, February 27, 2017

Meeting called to order at 4:05 P.M. EDT by Jim Stenger

NAHU'S VISION STATEMENT

NAHU advocates for our members, provides professional development and delivers resources to promote excellence.

Reading of Antitrust Statement *(Jim Stenger)*

Roll Call *(Dane Rianhard)*

Attendees: President Jim Stenger, President Elect Mike Embry, Vice President Rusty Rice, Treasurer Pat Griffey, Immediate Past President Don Goldman, NAHU Executive VP & CEO Janet Trautwein, Region I Vice President Paul Smith, Region II Vice President Erica Hain, Region III Vice President Denise VanPutten, Region IV Vice President Alycia Riedl, Region V Vice President Julian Lago (joined at 4:08 PM) , Region VI Vice President Kelly Fristoe, Region VII Vice President Roseanne Wolfe, Region VIII Vice President Linda Rose Koehler, Legislative Council Chair Dave Mordo, Membership Council Chair Paige Phillips

Absent: Megan Caputo

Staff: Jennifer Murphy, Brooke Willson, Marcy Buckner, Chris Hartman, Illana Maze, Bob Tretter

Guests: Legislative Council Vice-Chair Annette Bechtold, Membership Council Vice-Chair Deb Crouch, David Smith, Professional Development Chair, Secretary candidate, Eugene Starks, Region I VP candidate, Jeannie Comins, Region VII VP candidate, Ray Magnuson

Adoption of Agenda

MOTION: Rosanne Wolfe made the motion to adopt the posted agenda.

Motion passed unanimously

Consent items *(Jim Stenger)*

- BoT Meeting Minutes – January 23, 2017
- Committee Reports
 - Legislative Council Report
 - Capitol Conference Meeting Report
 - Membership Council Report
 - Awards Committee Report
 - Approve New Region 1 Chair – Liz Taggard
 - Chapter and Leadership Development Committee Report



- Finance Committee Report
- Governance Committee Report
- LPRT Report
- Media Committee Report
- Professional Development Committee Report
- Amended Bylaws
 - North Idaho AHU amended bylaws

MOTION: Mike Embry moved to approve the Consent Agenda

DISCUSSION: The membership report inaccurately reports that membership grew when it did not. Report has been amended.

Motion passed unanimously

Financial Reports (*Pat Griffey*)

- Pat discussed that the 2016 financials are completed
- There was a discussion of revising the budget

MOTION: Kelly Fristoe moved to accept the amended 2017 Budget.

Motion passed unanimously

Policies & Procedures (*David Smith*)

- Expectations for Volunteer Leaders P&P 13-08-C

MOTION: Paul Smith moved to approve P& 13-08-C

Motion passed unanimously

- Vice Chair Requirements P&P 17-01-B

It was determined the P&P required more revisions and clarification. The Governance Committee will be asked to review and amended as needed.

RVP Report (*Rusty Rice*)

Brief general report

Strategic Discussion

- At Large member discussion
 - Based on the fact that the amendment was deferred, it will need to come forward for a vote at HOD
 - The At Large member would be put to vote WITHOUT the Board's support.



- The Professional Development amendment will be put back on the HOD agenda for a vote.

MOTION: Mike Embry made the motion to re-submit the bylaws amendment that would add the Professional Development chair to NAHU's Board of Trustees as a voting member.

Motion passed unanimously

Motion for Adjournment

MOTION: Rusty Rice moved to adjourn the meeting at 5:10 P.M. EDT.

Motion passed unanimously

***NAHU's Anti-trust Statement:** Associations are subject to strict scrutiny under antitrust laws because an association is, by its nature, a group of competitors joined together for a common business purpose. The antitrust laws require companies to make certain decisions by themselves, not in conjunction with competitors. Therefore, associations and their members must proceed with extreme caution in certain areas of activity to insure against violation of the antitrust laws. Discussions of current or future prices or commissions and refusing to deal with or boycotting any insurance carrier are among a number of areas specifically prohibited by the anti-trust laws and will not be permitted in today's meeting.

Respectfully submitted,
Dane Rianhard
NAHU Secretary



LEGISLATIVE

Chair: David Mordo

Board Liaison: David Mordo

Month: February and March 2017

The Legislative Council met in person at Capitol Conference in Washington D.C. on Sunday, February 12th, 2017. We had 100% attendance at that meeting.

After introductions and a welcome, we went right into an update from Janet Trautwein as to the strategy NAHU would be employing as we head to Capitol Hill on Tuesday and Wednesday.

The mantra "market stabilization" was the important message we wanted to convey as the first in an orderly fashion of items to discuss. Everyone got on board with that strategy and it was highly effective throughout the conference.

Janet also gave a detailed analysis on where we were with risk pools and how we wanted to re-classify them as "hybrid high risk pools" whereby the issuer can utilize re-insurance if they so choose as opposed to it being an actual insurance plan for people with pre-ex.

The working group chairs and the regional liaisons all gave their reports.

We reminded current members of the Council that if they wished to re-apply for a position on the Council for next year, they will have to fill out new applications. That process will start in late April.

Eric Kohlsdorf gave a HUPAC report in which he laid out the goal of \$125,000 in fundraising at the Conference.

At the March 7th, teleconference call of the Legislative Council, we had a pretty good attendance with both excused and unexcused absences.

John, Chris and Marcy gave us an extensive review of the recently released American Health Care Act.

There were a good deal of items in the proposed bill that we (NAHU) asked for and a few that were not included. We cautioned everyone that this is just a first step in a long road of negotiation and mark-ups and debate.

The capping of the employer exclusion was left out of the proposed legislation but again we cautioned that there may be changes down the line.

Working Group Chairs and Regional Liaisons gave their reports to the Council.

Respectfully submitted,

Dave Mordo



MEMBERSHIP

Chair: Paige Phillips
Board Liaison: NONE
Month: March 2017

Membership Numbers

January numbers 16,629 down from December which was 16,663

265 new members. 272 lapsed

Retention for January is 78.37% up a little from December which was 78.14%

We completed our bank draft contest and disbursed gift cards to the winners who attended Capital Conference and mailed the additional winners. We are continuing another bank draft contest which started 3-1-18 and runs through May 31. We want to give the ones who are renewing a chance to renew on bank draft. We are lowering the gift card amount to \$100 and not giving out as many cards.

Also we awarded 4 scholarships to members to attend Capital Conference. I will be following up with them and letting them know if they recruit at least 3 members between Cap Con and convention, they will receive another complimentary registration to their choice of Cap Con or Annual convention.

Bob Tretter, Deb Crouch and myself had a conference call regarding membership and ideas. We have a lot of good ideas going forward on recruiting new members. We are really trying to place a monetary "value" on our membership. This is one of the items discussed at leadership meeting and also mentioned in several books we are reading on membership. Bob is working on that project.

We have a new contest going just for the last two weeks of March. It is our March Madness. From March 14 thru March 28 anyone NEW member who joins NAHU will receive \$50 off their annual dues. We hope this will generate a spike in our numbers for March.

GAIN restructure. I have attached details of the GAIN restructure which needs Board approval to move forward with it.

GAIN CUP RESTRUCTURE.

In evaluating the GAIN contest, the Membership Council would like Board consideration to restructure the GAIN cup from basing the winner just on membership numbers to an overall Regional award based on member participation and engagement in several areas. The areas highlighted in this presentation will not only get members involved but these are areas that increase revenue for the association such as HUPAC, LPRT, Triple Crown, credentialed delegates coming to convention, and recurring draft (increases retention).

As we develop our corporate partners program as well as targeting certain agents specifically such as Medicare for example, this could possibly skew the numbers significantly in any given region on the GAIN contest such as it has done in the past which weighs to the advantage of some regions. Accordingly when some corporate sponsors downsize or lay-off employees such as AFLAC or Zenefits downsizing could also heavily weigh on the retention side which again is unfair to the regions because this is beyond their control.

The following scenario treats all regions fairly especially since the figures are based on percentages and not actual numbers (which would be to the advantage of the larger regions). In these scenarios, Region 6 would have won last year regardless of the two scenarios used. Region 6 is the 4th largest which indicates that the largest would not always win.

Since the name of GAIN is GET AGENTS INVOLVED NOW – it's not just about membership – it needs to really get them involved. We think this includes just that and we could still have “the cup” – but it would be blended in with all of the following criteria. Additionally, I spoke with the awards chair out of courtesy to see if they were working on any new awards or anything that would conflict with our membership award and this criteria and they are not working on anything different at this time. After we initially did these scenarios it was mentioned to include the Professional Development. Since NAHU has record of the members that took the courses, we can easily add that category as well. That way we have touched all areas of NAHU: Professional Development, Membership, LPRT, HUPAC, Awards.

The Membership council can “tweak” the points and detailed information later, however we would like The Board to vote on overall structure change from just membership numbers to include the different areas of our association. It is our hope in the future getting the regions aware of this change would get more members involved and excited and ultimately more revenue as well.

Data is based on the following

Gain winners

Highest retention rates

% of HUPAC contributors compared to number of members in that region (awards year)

% of LPRT qualifiers compared to number of members in the region (awards year)

% of Triple Crown compared to number of members in the region (calendar year)

% of credentialed delegates compared to “eligible delegates” (convention within the awards year)

% of recurring payments (draft/list bill/corp members) relation to annual pay (as of March 31)

% of PD certifications and/or designations completed (awards year)

2 scenarios – One giving equal points in all categories

One giving more points to GAIN winners and retention rates (this seems to be the favorite)

Look at each column separately. Example. Gain column – Region 7 was 1st and got 40 points- Region 6 was 2nd and got 30 points and Region 3 was 3rd and got 20 points. So basically Region 6 came in 2nd in GAIN and bank draft but since they were 1st in other categories, their point total was the most

REGION	GAIN	HUPAC	LPRT	Tri crown	delegates	bnk dft	retention	total
1						1 st (40)		40
2							3 rd (20)	20
3	3 RD (20)	2 nd (30)	3 rd (20)	3 rd (20)	Tie 2 nd (30)		2 nd (30)	150
4								
5		3 rd (20)	2 nd (30)					50
6	2 ND (30)	1 st (40)		1 st (40)	1 st (40)	2 nd (30)	1 st (40)	220 winner of cup
7	1 ST (40)		1 st (40)			Tie 3 rd (20)		100
8				2 ND (30)	3rd (20)	Tie 3 rd (20)		70

All categories got the same Points 1st - 40 points 2nd - 30 points 3rd - 20 points

Region	GAIN	HUPAC	LPRT	TRI crown	delegates	bnk dft	retention	total
1						1 st (40)		40
2							3 rd (30)	30
3	3 RD (30)	2 nd (30)	3 rd (20)	3 rd (20)	Tie 2 nd (30)		2 nd (40)	170
4								
5		3 rd (20)	2 nd (30)					50
6	2 ND (40)	1 st (40)		1 st (40)	1 st (40)	2 nd (30)	1 st (50)	240 winner of cup
7	1 ST (50)		1 st (40)			Tie 3 rd (20)		110
8				2 ND (30)	3 rd (20)	Tie 3 rd (20)		70

In this scenario – more weight was given to the GAIN winner but Region 6 would still win.

Points Gain 1st -50 2nd - 40 3rd - 30
 Retention 1st - 50 2nd - 40 3rd - 30
 All other 1st – 40 2nd – 30 3rd - 20



AWARDS

Chair: Alexis Weilmuester
Board Liaison: Dane Rianhard
Month: March 2017

The committee has completed its review of changes to the Landmark and Pacesetter for the 2018 year and are requesting BOT approval. Details regarding the requested changes and points are included below.

The committee discussed the upcoming awards deadline and plans to review the process for judging website awards in April. We will be moving our call to April 5th to review in detail the web awards process in advance of judging weekend.

The committee was reminded that Blue Chip submissions will be requested soon and to work with the RVP to assist and be sure the RVP understands what they need to submit documentation for Blue Chip.

Update of Social Media, Brokers Making a Difference and Membership Needs Survey Recommendations from Task Force

(Submitted to NAHU Awards Chair by Danine Baca and Cerrina Jensen, 1/19/17;
Revised and Resubmitted 1/31/17; Updated 2/21/17)

Committee Voted and Approved 3/8/17

We recommend the following for both Landmark and Pacesetter:

- **Social Media – Total Points Available: 325**
 - o 25 points for each active social media profile: Facebook, LinkedIn, Twitter, Instagram, YouTube or other video stream platform
 - § Suggested Documentation: screen shot of each home page, or link to post.
 - o 10 points for each time NAHU content is tagged, to a max of 100 points
 - § Suggested Documentation: screen shot of each qualifying post (multiple posts per page are OK), or link to post.
 - o 10 points for each chapter/industry related post up to a max of 100 points
 - § Suggested Documentation: screen shot of each qualifying post (multiple posts per page are OK), or link to post.
- **Brokers Making a Difference – Total Points Available: 175**
 - o 25 Points for each time BMD is actively promoted (similar criteria/documentation as LPRT promotion, which states “Show at least three communications to members...such as chapter newsletter, presentation at meetings and events, testimonial letters from board members to membership”), up to a max of 75 points.

- o 10 points for each submitted BMD story, to a max of 100 points
 - § Suggested Documentation: Copy of the submitted story/stories from BMD portal.
- **Member Needs Survey – Change points on both Landmark and Pacesetter from 50 to 75.**



CHAPTER & LEADERSHIP DEVELOPMENT

Chair: Carolyn Beck

Board Liaison: Patricia Griffey

Month: March, 2017

Report:

- Great attendance and feedback regarding Leadership Forum at Capitol Conference
- Monthly committee call on 2/28/17. Positive feedback from committee members that attended the Leadership Forum. Only areas of improvement could be registration process and snack break. Changing the meeting start at 1:00 and reducing the meeting timeframe to 4 hours were all positive changes.
- Continue to work on obtaining outstanding leadership rosters.
- CLD Tool Time articles for publication in the President Perspective will highlight parliamentary procedure for April.
- DRAFT video for the CLD committee is close to completion. Working to unveil the video at Annual convention.
- Annual Convention Chapter Management meeting draft agenda established.
- Creation of Save the Date flyer that highlights the tag line to “MAP” your Chapter’s success that refers to Membership, Awards, and Professional Development. We will have a panel from each of the above committees that will discuss and share the tools available from these committees to the leaders attending the meeting.
- Established a sub-committee task force to work on a leadership mentoring project. Task force will include Lou Reginelli, Arty Accardo, Julie Jennings, Jolene Bryant, Cerrina Jensen and I.
- Followed up with David Smith regarding the Leadership Certification course that the PD committee is working to develop. Hoping to have this completed by Annual Convention so the CLD can promote this opportunity to those attending the meeting.



Finance Committee Teleconference

Date: March 10, 2017 @ 1:00 PM EST

AGENDA

1. Roll Call
Present: Pat Griffey, Rosanne Wolfe, Denise VanPutten, Kelly Fristoe, Ross Pendergraft, Janet Trautwein, Jennifer Murphy
Absent: Rusty Rice
2. Motion to Approve Agenda: Rosanne
3. Comments and discussion concerning the monthly financial report for January 2017
Motion to Accept the January Financials: Rosanne
4. New business:
 - a. Brief discussion on hotel contracts for the Budget Meeting: Pat
 - b. Request to add to agenda for April teleconference:
Based on February financials, the Finance Committee will prepare a recommendation to the BoT on Vice Chairs eligibility for reimbursement of travel expenses to attend the 2017 Annual Budget Meeting in DC: Pat
5. Motion to Adjourn @ 1:25 PM EST: Kelly



GOVERNANCE

Chair: Steve Selinsky
Board Liaison: Mike Embry
Month: March 2017

- Vice Chair Selection P&P
 - BoT has some concern about the need for the Governance Committee to “approve” the applications. Update the language to demonstrate that the Governance Committee’s role is to vet the applications.
 - Clarify the process
 - Need to create commitment letter and job description and expectations
- Bylaws Amendments – 2017 House of Delegates
 - David Smith will work on language that removes BoT support of the At-Large amendment while still keeping the option open for future options.
 - Adding PD as a BoT member will be re-submitted. The rationale will have to be more than just based on the financial contribution the committee makes.
 - Need to demonstrate that PD is the third leg of NAHU and its contribution on the BoT is an essential part of the strategic planning and future of NAHU.
 - Janet will set up a discussion with the past NAHU presidents.
 - The BoT needs to speak with one voice on all issues, including this one.



LPRT

Chair: Suzy Johnson

Board Liaison: Mike Embry

Month: March 2017

The committee continues to refine speaker and program schedule for upcoming Soaring Eagle Symposium. Actively seeking sponsorship.

Looking at promotional opportunities for the LPRT program as well as the Soaring Eagle Symposium.



MEDIA RELATIONS

Chair: Dave Cluley

Board Liaison: Rusty Rice

Month: February

Chair Report

The committee met February 12 while at Cap Con. The next meeting is March 23.

The shortened member survey is being reviewed by Janet.

Items discussed at the February meeting:

- Producing consumer materials for local chapters
- A new tagline – “You Are Not Alone” – possibly a great message to reach consumers and prospective members
- The need for a consistent URL on the website for Find an Agent
 - Make mandatory that members who opt-in to the Find an Agent feature take calls from the public; be opted out if they chose not to take calls
- An operation shout for local media relations chairs providing talking points on each issue
- Establishing a clear focus on the role and structure of the committee and determine a level of responsibilities
 - It is felt the “Media Relations” title is confusing and should be changed to better fit the purpose of the committee, with the exception of creating subcommittees as an addition
 - Perhaps, have separate strategic communications, media relations, and communications sub-committees
- Need for a two-way street communication from national to regional to state chapter leadership and back
- Lack of parity with Legislative and HUPAC at Cap Con – nothing on the agenda – not even asked – critical third leg of the stool is overlooked/missing
 - Incorporate breakout sessions on media relations/communications at Cap Con, Conventions, regional and state meetings to provide members with media training
 - Create sample interview videos for members; e.g., how to/not to conduct a Hill visit
- Create a certification program, similar to professional development, where members have access to free modules on all components of media training to:
 - Develop future media relations chairs who are prepared to be a media chair (create a tracking database)
 - Receive certification at the end of the program
 - Help improve their own businesses

- Provide tools they can take back to their local chapter to train and engage their members

Regional Reports

Region 5 – Bill Hendrickson

The newly elected North Carolina Commissioner of Insurance, Mike Causey, will be the speaker at the Triangle chapter's meeting on March 14. The press will be invited to attend and likely will. Also, it has been practice of the previous commissioner to appear annually on my radio program and we expect Commissioner Causey to follow that tradition this coming July.

Region 7 – Scott Leavitt

We continue promoting Brokers Making a Difference, sharing NAHU Infographics on the Region 7 Facebook page and having members share them on their Facebook pages.

Many Region 7 members continue to be interviewed by the newspaper, on radio and even TV. I receive these media hits from the members and leaders and post some of them on the region's Facebook page and forward them to NAHU.

No other reports received.



PROFESSIONAL DEVELOPMENT

Chair: David C. Smith
Board Liaison: Rusty Rice
Month: March 2017

Our next call is at the end of the month, but we did meet during Capitol Conference and had a very lively discussion about Professional Development Day during National Convention and the committee's longer-term goals.

PD DAY DURING NATIONAL CONVENTION: We decided that our Professional Development Day agenda will this year (and ideally in future years) focus on Advanced Learning for attendees – recognizing that most of the attendees are experienced in the business and a higher level of programs would contribute more significantly to their professional lives.

With this in mind, we chose both topic areas and individual offerings along those lines, and are very excited for what this will mean in Orlando. The near final layout is attached.

CERTIFICATIONS:

- Delivered our new Benefits Technology Certification as a NAHU sponsored pre-conference event during the Workplace Benefits Renaissance Conference in New Orleans on March 1, 2017 with great success and helpful feedback. The certification will be taught again at the BenefitsPRO Expo in Indianapolis on April 11.
- Advanced Self-Funded Certification is moving through the process and expected to be available during 2Q 2017 – we already have some chapters expressing interest in scheduling this new program once it's ready to go.



REBC: Remember that the REBC redesign is **complete** and open. We believe we have our first person to complete the program, and anticipate having a number of individuals to recognize at National Convention in Orlando as our initial class of REBC Designations.



This is such an exciting development and way to bring all our work together in a long-sought designation of our own. This will continue to be a great source of pride for our members, and a reflection of our association's commitment to Professional Development for agents, brokers and consultants. <http://www.nahu.org/education/designations/rebc.cfm>

	Exceeding Client Expectations	Agency Growth & Transformation	Preparing for Compliance Trouble Ahead	Be a Better YOU	Medicare FOCUS
8:30 – 9:30	Compliance Tools to Obtain New Business and Keep What You Have Carolyn McNairy VP of Compliance Services, TASC	Social Media: Moving From Beyond Buzzwords and in to an Effective Way to Grow Your Agency Jeanne Bradone Sales & Training Director eHealthApp	Federal Healthcare Reform 2017 and Beyond David Grunke Speaker & Coach, Grunke Group, Inc.	Presence in Presenting Karen Kirkpatrick President On Your Mark Consulting	Everything Group Brokers Need-to-Know About Medicare Dwane McFerrin & Maggie Stedt – NAHU Medicare Advisory
9:45 – 10:45	Understanding the Real Causes of High Healthcare Costs Tim Callender VP, Sales & Marketing at The Phia Group, LLC	Focusing ON Benefit Technology Lisa Collins Director of Business Development- Hcentive	Red Light, Yellow Light, Green Light, GO!! Karen Kirkpatrick President On Your Mark Consulting	Building your personal legacy Judy Hissong Principal Legal Leadership Institute	Advanced Medicare Topics Medicare's Most Unusual Scenarios & Solutions John Parker and Erin Fisher – NAHU Medicare Advisory
11:00 - noon	Being Politically Neutral with Your Clients Jessica Waltman Forward Health Consulting and David Mordo Arthur J. Gallagher	The Ideal Service Model: Self Service & Personal Engagement Christopher Ryan VP Strategic Advisory Services, ADP	Conducting a Self-Audit of Health and Welfare Plans Marilyn Monahan, Monahan Law Office	Top 10 reasons you will want to miss Disney this summer Innovation Council	Marketing Medicare to Your Groups Colleen Gimbel VP of Marketing, Recruitment and Compliance Berwick Insurance Group

BYLAWS
of the
Michigan Association of Health Underwriters

Adopted May 1990

Amended January 2005
Amended September 2009
Amended February 2010
Amended February 2015
Amended February 2017

ARTICLE I – NAME AND TERRITORIAL LIMITS

Section 1. This organization shall be known as the Michigan Association of Health Underwriters, hereinafter referred to as “Association,” a non-profit corporation incorporated as such under the laws of the state of Michigan and chartered by the National Association of Health Underwriters, hereinafter referred to as “NAHU.”

Section 2. The territorial limits of this Association shall be confined to the state of Michigan.

ARTICLE II – PURPOSES

Section 1. The objectives of this Association shall be:

- A. To promote the common business interests of those engaged in health, disability and related insurance products and services management.
- B. To advance public knowledge for the need and benefit of the financial protection provided by health, disability and related insurance products and services.
- C. To promote the adoption and application of high standards of ethical conduct in the health, disability and related insurance industries.
- D. To provide and promote a program of continuing education and self-improvement for Association members.
- E. To increase the knowledge of members concerning the principles, functions and applications of health, disability and related insurance products and services.
- F. To promote education, legislation, regulation and practices which are in the best interest of the health, disability and related insurance industry and thus provide financial protection to the insuring public.
- G. To encourage adequate protection against the hazards of disability as part of a well- rounded health, disability and related insurance products and services

program. To promote and preserve an open, free market health insurance financing system.

- H. To do such other things and to carry out such other programs so as to further the purposes of this Association and NAHU.

Section 2. This Association and its members recognize an obligation to present accurately, honestly and completely every fact essential to the client's decision as expressed in the NAHU Code of Ethics which is considered a part of these bylaws.

ARTICLE III – MEMBERSHIP

Section 1. Membership in this Association will be available under the following designations:

A. Individual Members

Section 2. An individual member may be any individual licensed by his/her state licensing authority for the sale of disability income and/or health insurance products. Individual members may also include non-licensed individuals engaged in the distribution of disability income and/or health insurance products such as, but not limited to, home office personnel and others engaged in the management and distribution of such products.

Section 3. An individual member may also be any individual who conforms to the purposes stated in Article II, Section 1. above. Individual members who have paid their annual national, state and local dues will also be referred to as active members.

ARTICLE IV – NATIONAL AND STATE AFFILIATION

Section 1. This Association agrees to conform to but not be constrained by the bylaws of the National Association of Health Underwriters (NAHU) as adopted and amended.

Section 2. The Board of Directors shall provide for the prompt review, approval and forwarding of all reports required or requested by the NAHU.

Section 3. Insofar as possible, this Association shall be represented by its proper delegates, or their duly appointed alternates, at the annual meeting of the NAHU.

ARTICLE V – DUES AND FINANCE

Section 1. Each active member of this Association shall pay local (if applicable), state and national annual dues. Dues shall be payable on the first day of the member's anniversary month as recorded by the NAHU. All dues shall be submitted to and

through NAHU. Any individual member more than sixty (60) days in arrears in payment of dues shall be dropped from the rolls as a member in good standing.

Section 2. The Board of Directors shall determine the amount of annual dues of this Association, subject to the ratification of at least three-fourths (3/4) of the local Presidents in the state. This Association's dues may only be changed once a year and will be in effect from January 1 through December 31 of each year. Not later than the fifteenth (15th) of September of each year, or a date specified by NAHU, if this Association plans to increase or decrease its state chapter dues for the following calendar year, the President shall advise the NAHU in writing of the Board-approved dues for the following year.

Section 3. The fiscal year of this Association shall begin on the first day of January 1st of each year.

Section 4. This Association's books of accounts shall be reviewed and/or audited at least once each fiscal year. The Board of Directors shall name the auditors/reviewers.

Section 5. The Board of Directors shall determine the official depository for Association funds and shall designate one or more Board members and/or Executive Director in addition to the Treasurer to sign or countersign checks or other documents for the disbursement of such funds.

ARTICLE VI – OFFICERS

Section 1. The officers of this Association shall be: President, Immediate Past President, President-Elect, Secretary, and Treasurer.

Section 2. Each officer shall be an active member of this Association, the local and NAHU.

Section 3. All officers shall serve without compensation.

Section 4. All officers shall take office on July 1st of each year following their election, and shall serve for a term of one year.

Section 5. The office of Immediate Past President shall be filled automatically by the outgoing President. In the event there is no outgoing President, this office shall remain vacant.

Section 6. If the office of the President shall become vacant due to death, disability, resignation, recall or removal by due process, the President-Elect shall assume the office for its unexpired term and the term of President for the succeeding year and the office of President Elect shall become vacant until the next regular election. If the office

of President becomes vacant and there is no President-Elect, the order of succession shall be Treasurer, then Secretary.

Section 7. If the office of President-Elect shall become vacant due to death, disability, resignation, recall or removal by due process or by succession to the Presidency under Article VI, Section 6, the President shall within thirty (30) days appoint a member of this Association in good standing to fulfill the duties of the office for its unexpired term. The appointment shall be subject to a three-fourths (3/4) vote of approval by the Board of Directors. The office itself shall remain vacant until the next regular election.

Section 8. If the offices of Secretary and/or Treasurer become vacant due to death, disability, resignation, recall or removal by due process, or by succession under Article VI, Section 6, the office(s) shall be filled by appointment by the President. The appointment shall be subject to three-fourths (3/4) vote of approval of the Board of Directors and shall be only for the unexpired term of the office(s). Appointees shall assume the title and duties of the office(s).

ARTICLE VII – DUTIES OF OFFICERS

Section 1. The duties of the officers shall be as follows:

- A. President – The President shall be the chief elected officer of this Association and shall preside over all meetings of this Association and the Board of Directors. The President shall be an ex officio member of all standing and special committees except the Nominations Committee. The President does not have a vote under the Parliamentary Rules from Sturgis unless a tie-breaker is needed.
- B. Immediate Past President – The Immediate Past President shall serve as an advisor to the Board of Directors and perform other duties as assigned by the President or Board of Directors.
- C. President Elect – The President Elect, in the absence of the President, shall preside at all meetings of this Association and the Board of Directors and shall perform such other duties as may be assigned by the President or Board of Directors. The President-Elect shall immediately assume the office of President following the adjournment of the annual meeting of the House of Delegates in the year subsequent to his/her election to the office of President-Elect or, in the event of a vacancy as outlined in Article VI, Section 7.
- D. Secretary – The Secretary shall be responsible for keeping all records of attendance and minutes of the meetings of this Association and the Board of Directors and shall perform other duties as may be assigned by the President or Board of Directors.
- E. Treasurer – The Treasurer, in conjunction with the Executive Director, shall be responsible for receiving all funds and dues paid to this Association. Dues are remitted directly by members to NAHU, where they will be deposited and

- the local portion remitted back to this Association on a monthly basis. The Treasurer shall deposit all other funds in this Association's official depository and shall disburse such funds upon the order of the Board of Directors. The accounts and books of the Treasurer and this Association shall be open at all times for inspection by the President, the Board of Directors, and any authorized auditors. The Treasurer shall be responsible for the completion and submission of forms required by laws governing the administration and/or tax status of this Association.
- F. Executive Director – The Executive Director is appointed by the Board of Directors, for such period, such compensation, and with such authority, duties, facilities and assistance as the Board of Directors may determine. The Executive Director shall have no vote.

ARTICLE VIII – BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the officers as defined in Article VI above, the elected President of each local association within the state, and the chairperson of the standing committees as defined in Article X Section 1, or their representative.

Section 2. Each director shall be an active member of this Association, and the local and NAHU.

Section 3. All directors shall serve without compensation.

Section 4. All directors shall take office on the first day of July of each year following their election or appointment by the Association President, and shall serve for a term of one year. (See Article VI, Section 4.)

Section 5. In the event a director position becomes vacant due to death, disability, resignation, recall or removal by due process, or by succession under Article VI, Section 6, the position shall be filled by appointment by the President. The appointment shall be subject to three-fourths (3/4) vote of approval of the Board of Directors and shall be only for the unexpired term of the office(s).

Section 6. The Board of Directors shall determine the policies and activities of this Association, approve the budget, authorize all expenditures and disbursements, and has the authority and responsibility to manage this Association's affairs.

Section 7. The Board of Directors shall meet no less than seven (7) times per year or at the call of the President. The meetings shall be held at such times and places as may be determined by the President or Board of Directors.

Section 8. An official meeting shall be defined as either being held in person or via teleconference.

Section 9. The Board of Directors may transact business by mail or electronic means by voting upon proposals presented to them. Any such proposal shall be adopted if at least two-thirds (2/3) majority of the entire Board returns affirmative votes. The members of the Board of Directors shall be advised of the results of such balloting no more than seven (7) days after the vote is tabulated.

Section 10. A quorum is necessary for all decisions of this Association. A quorum is defined as fifty percent (50%) of the active Board members of this Association.

ARTICLE IX – NOMINATIONS AND ELECTIONS

Section 1. April 1st prior to the beginning of the Board year, the Immediate Past President shall solicit and receive nominations from the active members to prepare a slate of candidates.

Section 2. The Immediate Past President shall have general charge of the election process including the preparation, distribution, collection and counting of ballots, and reporting the results.

Section 3. No later than April 15, the Immediate Past President shall prepare a ballot containing the names of all qualified nominees and distribute ballot materials to all active members for voting purposes at least two (2) weeks prior to the close of the election. The ballots shall be cast via email, US mail or facsimile and voting shall remain open for a minimum of 5 days.

ARTICLE X – COMMITTEES

Section 1. There shall be the following standing committees:

- A. Awards
- B. Professional Development
- C. Legislation
- D. Membership
- E. Communications
- F. Nomination Committee
- G. Media
- H. HUPAC

Section 2. The Chairperson of the aforementioned committees shall be voting members of this Association.

Section 3. The President shall appoint the chairs and members of all standing, special or ad hoc committees and task forces, subject to the approval of the Board of Directors.

Section 4. The Board of Directors shall establish guidelines for all committees and task forces regarding usual duties, terms of office, and requirements for reports unless otherwise specified in these bylaws.

Section 5. The administration of the fiscal affairs of all standing, special and ad hoc committees and task forces are vested in the Board of Directors.

ARTICLE XI – RECALL AND REMOVAL FROM OFFICE

Section 1. An officer, member of the Board of Directors, committee member or chair, or task force member or chair may be removed from office in the event of such acts of dishonesty, fraud, misrepresentation, or other reasonable cause as would prevent the effective performance of his/her duties.

Section 2. No elected officer or board member, or appointed committee member or chair, or appointed task force member or chair may be removed from office without a three-fourths (3/4) vote of the Board of Directors at any regular or special meeting at which a quorum is present.

Section 3. Notice of recall or removal must be sent by registered mail to the affected individual advising him/her of the action taken or about to be taken. Removal by due process requires notification prior to the vote for removal from office. The Board of Directors and/or twenty-five percent (25%) of this Association's membership can initiate recall. Recall can only be achieved by a three-fourths (3/4) vote of the Board of Directors.

Section 4. Failure to achieve the required vote for removal will cause the immediate reinstatement of the recalled individual to office. Any appointee replacing the recalled officer shall also immediately be discharged.

Section 5. Any individual member of this Association shall lose all rights and privileges of office under this Association if his/her license to sell insurance is revoked or if he/she is convicted of a felony or gross misdemeanor.

Individual members meeting the definition of Article III, Section 3 above are exempt from insurance licensing requirements, but subject to loss of rights and privileges of office if convicted of a felony or gross misdemeanor.

ARTICLE XII – PARLIAMENTARY AUTHORITY

Section 1. The current edition of “The Standard Code of Parliamentary Procedure” (Sturgis) governs this Association in all parliamentary situations that are not provided for in the law or in its charter, bylaws or adopted rules.

ARTICLE XIII – AMENDMENTS

Section 1. Amendments to these bylaws, if in conformity with the policy of the National Association of Health Underwriters, may be adopted by a two-thirds (2/3) vote of the Board of Directors of this Association present at any meeting of this Association, provided that written notice of the meeting and of the proposed amendment(s) shall have been given to the Board of Directors at least one month prior to the meeting, and provided further that a quorum is present at the meeting.

ARTICLE XIV – INDEMNIFICATION

Section 1. This Association may, by resolution of the Board of Directors, provide for indemnification by this Association of any and all its Directors or officers or former Directors or officers against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties, or a party, by reason of having been Directors or officers of this Association, except in relation to matters as to which such Director or officer or former Director or officer shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability for negligence or misconduct.

ARTICLE XV – DISSOLUTION

Section 1. Dissolution of this Association requires the passing of a Resolution of Resignation by a three-fourths (3/4) vote of all active members. The adopted resolution shall be sent by the Secretary of this Association by registered mail to the Executive President Elect of NAHU and shall become effective upon acceptance by the Board of Trustees. Upon acceptance of the Resolution of Resignation by the Board of Trustees, individual members of this Association shall become active members of the existing local association nearest them in their state, or members-at-large if no other association exists within their state.

Section 2. Dissolution of a local chapter of this Association, requires the passing of a Resolution of Resignation by a three-fourths (3/4) vote of all active members of the Board of Directors of the Association. This action will only be taken in the absence of an active local Board of Directors who has been elected by a majority of the voting members of that chapter. Further, all efforts to re-establish an active chapter must be exhausted by this Association and representative of NAHU.

The adopted resolution shall be sent by the Secretary of this Association by registered mail to the Executive President Elect of the NAHU and shall become effective upon acceptance by the Board of Trustees. Upon acceptance of the Resolution of Resignation by the Board of Trustees, individual members of this Association shall become active members of the existing local association nearest them in their state, or members-at-large if no other association exists within their state.

Section 3. This Association, by taking the action to resign, shall surrender all rights to use the name, emblem, insignia, plate, sign, label or phrase indicative of membership in this Association.

Section 4. This Association's charter with NAHU may be suspended or revoked in accordance with appropriate sections of the bylaws of the National Association of Health Underwriters.

Section 5. This Association shall use funds only to accomplish the objectives and purposes specified in these bylaws and no part of said funds shall inure or be distributed to its members in the event this Association is dissolved or its charter revoked for cause in violation of the bylaws of NAHU. Immediately upon dissolution or revocation of its charter, this Association's Board of Directors shall return all remaining Association funds to NAHU for placement in escrow. Funds placed in escrow will be distributed in accordance with the procedures outlined in the bylaws of NAHU.

ARTICLE XVI – PREVIOUS BYLAWS SUPERCEDED

Section 1. These bylaws, as revised, supersede all provisions of any previous bylaws of this Association.



NAHU

WESTERN NORTH CAROLINA CHAPTER

BYLAWS

Revised 01/13/2017

BYLAWS

Of the

Western North Carolina Association of Health Underwriters

Adopted 10/10/1994

Amended 1/13/2017

ARTICLE I – NAME AND TERRITORIAL LIMITS

- Section 1. This organization shall be known as the Western North Carolina Association of Health Underwriters, hereinafter referred to as this Association, a non-profit corporation incorporated as such under the laws of the state of North Carolina and chartered by the National Association of Health Underwriters.
- Section 2. The territorial limits of this Association shall be confined to Western North Carolina, primarily the Asheville area and surrounding counties. These shall not be changed unless permission first has been obtained from the governing bodies of the local association currently having jurisdiction in such territory, if applicable, and of the North Carolina State Association of Health Underwriters and the Board of Trustees of the National Association of Health Underwriters.

ARTICLE II – PURPOSES

- Section 1. The objectives of this Association shall be:
- A. To promote the common business interests of those engaged in the sale of health, disability and related insurance products and services.
 - B. To advance public knowledge for the need and benefit of the financial protection provided by health, disability and related insurance products and services.
 - C. To promote the adoption and application of high standards of ethical conduct in the health, disability and related insurance products and service industry.
 - D. To provide and promote a program of continuing education and self-improvement for Association members.
 - E. To increase the knowledge and principles, functions and applications of health, disability and related insurance products and services.
 - F. To promote education, legislation, regulation and practices which are in the best interest of the health, disability and related insurance industry and thus provide financial protection to the insuring public.
 - G. To encourage adequate protection against the hazards of disability as part of a well-rounded health, disability and related insurance products and services program.
 - H. To do such other things and to carry out such other programs so as to further the purposes of the National Association of Health Underwriters.
- Section 2. This Association and its members recognize an obligation to present accurately, honestly and completely every fact essential to the client's decision as expressed in the National Association of Health Underwriters Code of Ethics which are considered a part of these bylaws.

ARTICLE III – MEMBERSHIP

- Section 1. Membership in this Association will be available under the following designations:
- A. Individual Members
 - B. Honorary Lifetime Members
 - C. Associate members
- Section 2. An individual member may be any individual licensed by his/her state licensing authority for the sale of health, disability and related insurance products and services. Individual members may also include non-licensed individuals engaged in the distribution of health, disability and related insurance products and services such as, but not limited to, home office personnel and others engaged in the management and distribution of such products. Individual members who have paid their annual national, state and local dues will also be referred to as Active Members.
- Section 3.* Life membership may be granted when an active member has been in good standing for a minimum of ten (10) consecutive years, and has: (1) attained age 65 and retired; or (2) is disabled. Life members have the same rights and privileges as individual members. This association shall determine the amount of reduction of local chapter dues, if any. Life member status shall be automatically conferred when all qualifications are met and application is made and verified by the National Association of Health Underwriters. A life member will continue to be updated on local happenings and are welcome to participate.
- Section 4.* An individual may be an associate member of this association if they have paid the full National and State dues in another association by paying the full Local dues of this association.

ARTICLE IV – NATIONAL AND STATE AFFILIATION

- Section 1. This Association agrees to be bound by the bylaws of the State and National Associations of Health Underwriters as adopted and amended.
- Section 2. The Board of Directors shall provide for the prompt review, approval and forwarding of all reports required or requested by the State and National Associations of Health Underwriters.
- Section 3. Insofar as possible, this Association shall be represented by its proper delegates, or their duly appointed alternates, at the annual meeting of the State and National Associations of Health Underwriters.

ARTICLE V – DUES AND FINANCE

- Section 1. Each active member of this Association shall pay local, state, and national annual dues. Such annual dues shall be payable on the first day of the member's anniversary month as recorded by the National Association of Health Underwriters. All dues shall be submitted to and through the National Association of Health Underwriters. Any individual member more than sixty (60) days in arrears in payment of dues shall be dropped from the rolls as a member in good standing.
- Section 2. The Board of Directors shall determine the amount of annual dues of this Association. This Association's dues may only be changed once a year and will be in effect from January 1 through December 31 of each year. Not later than the fifteenth (15th) of September of each year, or a date specified by the National Association of Health Underwriters, if this Association plans to increase or decrease its local chapter dues for the following calendar year, the President shall advise the National Association of Health Underwriters in writing of the Board-approved dues for the following year.

- Section 3. The fiscal year of this Association shall begin on the first day of July of each year.
- Section 4. This Association's books of accounts shall be reviewed and/or audited at least once each fiscal year. The Board of Directors shall name the auditors/reviewers.
- Section 5. The Board of Directors shall determine the official depository(ies) for Association funds and shall designate one or more Board members in addition to the Treasurer to sign or countersign checks or other documents for the disbursement of such funds.

ARTICLE VI – OFFICERS

- Section 1. The officers of this Association shall be: President, President-Elect, Immediate Past President, Vice President, Secretary, and Treasurer.
- Section 2. Each officer shall be an active member of this Association, and the State and National Associations of Health Underwriters.
- Section 3. All officers shall serve without compensation.
- Section 4. All officers shall take office on the first day of July of each year following their election, and shall serve for a term of one year.
- Section 5. The office of Immediate Past President shall be filled automatically by the outgoing President. In the event there is no outgoing President, this office shall remain vacant.
- Section 6. If the office of the President shall become vacant due to death, disability, resignation, recall or removal by due process, the President-Elect shall assume the office for its unexpired term and the term of President for the succeeding year and the office of President-Elect shall become vacant until the next regular election. If the office of President becomes vacant and there is no President-Elect, the order of succession shall be Vice President and then Treasurer.
- Section 7. If the office of President-Elect shall become vacant due to death, disability, resignation, recall or removal by due process, or by succession to the Presidency under Article VI., Section 6, the President shall, within thirty (30) days of the effective date of vacancy, appoint a member of this Association in good standing to fulfill the duties of the office for its unexpired term. The appointment shall be subject to a three-fourths (3/4) vote of approval by the Board of Directors. The office itself shall remain vacant until the next regular election.
- Section 8. If the offices of Vice President, Secretary and/or Treasurer become vacant due to death, disability, resignation, recall or removal by due process, or by succession under Article VI., Section 6, the office(s) shall be filled by appointment by the President. The appointment shall be subject to three-fourths (3/4) vote of approval of the Board of Directors and shall be only for the unexpired term of the office(s). Appointees shall assume the title and duties of the office(s).

ARTICLE VII – DUTIES OF OFFICERS

- Section 1. The duties of the officers shall be as follows:

- A. President – The President shall be the chief elected officer of this Association and shall preside over all meetings of this Association and the Board of Directors. The President shall be an ex officio member of all standing and special committees except the Nominations Committee.
- B. President-Elect – The President-Elect, in the absence of the President, shall preside at all meetings of this Association and the Board of Directors and shall perform such other duties as may be assigned by the President or Board of Directors. The President-Elect shall assume the office of President immediately following the adjournment of the annual meeting of the Association in the year subsequent to his/her election to the office of President-Elect or, in the event of a vacancy as outlined in ARTICLE VI, Section 7.
- C. Immediate Past President – The Immediate Past President shall serve as an advisor to the Board of Directors and perform other duties as assigned by the President or Board of Directors.
- D. Vice President – The Vice President, in the absence of the President and the President-Elect, shall preside at all meetings of this Association and the Board of Directors and shall perform such other duties as may be assigned by the President or Board of Directors.
- E. Secretary – The Secretary shall be responsible for keeping minutes of the meetings of this Association and the Board of Directors and shall perform other duties as may be assigned by the President or Board of Directors.
- F. Treasurer – The Treasurer shall be responsible for receiving all funds and dues paid to this Association. Dues shall be forwarded to the National Association of Health Underwriters, where they will be deposited and the local portion remitted back to this Association on a monthly basis. The Treasurer shall deposit all other funds in this Association's official depository(ies) and shall disburse such funds upon the order of the Board of Directors. The accounts and books of the Treasurer and this Association shall be open at all times for inspection by the President, the Board of Directors, and any authorized auditors. The Treasurer shall be responsible for the completion and submission of forms required by laws governing the administration and/or tax status of this Association.

ARTICLE VIII – BOARD OF DIRECTORS

- Section 1. The Board of Directors shall consist of the officers and (8) eight elected directors.
- Section 2. Each director shall be an active member of this Association, and the State and National Associations of Health Underwriters.
- Section 3. All directors shall serve without compensation.
- Section 4. All directors shall take office on the first day of July of each year following their election, and shall serve for a term of one year. (See Article VI, Section 4.)
- Section 5. The Board of Directors shall determine the policies and activities of this Association, approve the budget, authorize all expenditures and disbursements, and has the authority and responsibility to manage this Association's affairs.
- Section 6. The Board of Directors shall meet no less than nine (9) times per year or at the call of the President. The meetings shall be held at such times and places as may be determined by the President or Board of Directors. A written notice (by email) of the time and place of all regular meetings of the Board of Directors of this Association shall be sent to each member of the Board by the President not less than thirty (30) days prior to the meeting.

- Section 7. The Board of Directors may transact business by mail or electronic means by voting upon proposals presented to them. Any such proposal shall be adopted if at least two-thirds (2/3) majority of the entire Board returns affirmative votes. The members of the Board of Directors shall be advised of the results of such balloting no less than seven (7) days after the vote is tabulated.
- Section 8. A majority of the Board of Directors shall constitute a quorum for the transaction of business.
- Section 9. In the event a director position becomes vacant due to death, disability, resignation, recall or removal by due process, or by succession under Article VI., Section 8, the position shall be filled by appointment by the President. The appointment shall be subject to three-fourths (3/4) vote of approval of the Board of Directors and shall be only for the unexpired term of the office(s).

ARTICLE IX – NOMINATIONS AND ELECTIONS

- Section 1. The election of officers and directors shall be held at the annual meeting of this Association.
- Section 2. At least three (3) months prior to the date of the annual meeting, the President shall appoint a Nominations Committee. The duties of this committee shall be to solicit and receive nominations and to prepare a slate of candidates. The Nominations Committee shall have general charge of the election process including the preparation, distribution, collection and counting of ballots, and reporting the results.
- Section 3. The Nominations Committee shall prepare a ballot containing the names of all qualified nominees and distribute ballot materials to all active members at least one (1) month prior to the date of the annual meeting. The ballots shall be cast in person at the annual meeting.
- Section 4. With the exception of Immediate Past President and President, additional nominations for Officer and Board of Director Positions may be made from the floor of the annual meeting while nominations are open for a particular office. In order to qualify, the nominator must present to the Secretary no less than twenty-four (24) hours before the opening of the floor for nominations a petition containing the name and position nominated for, along with a signed statement by the nominee that he or she is willing and able to serve if elected.
- Section 5. The Nominations Committee will determine the number and duration of nominating speeches.

ARTICLE X – COMMITTEES

- Section 1. There shall be the following standing committees:
- A. Awards
 - B. Education
 - C. Legislation
 - D. Membership / Retention
 - E. Nominations
- Section 2. The President shall appoint the chairs and members of all standing, special or ad hoc committees and task forces, subject to the approval of the Board of Directors.
- Section 3. The Board of Directors shall establish guidelines for all committees and task forces regarding usual duties, terms of office, and requirements for reports unless otherwise specified in these bylaws.
- Section 4. The administration of the fiscal affairs of all standing, special and ad hoc committees and task forces are vested in the Board of Directors.

ARTICLE XI – RECALL AND REMOVAL FROM OFFICE

- Section 1. An officer, member of the Board of Directors, committee member or chair, or task force member or chair may be removed from office in the event of such acts of dishonesty, fraud, misrepresentation, or other reasonable cause as would prevent the effective performance of his/her duties.
- Section 2. No elected officer or board member, or appointed committee member or chair, or appointed task force member or chair may be removed from office without a three-fourths (3/4) vote of the Board of Directors at any regular or special meeting at which a quorum is present.
- Section 3. Notice of recall or removal must be sent by registered mail to the affected individual advising him/her of the action taken or about to be taken. Removal by due process requires notification prior to the vote for removal from office. The Board of Directors and/or twenty-five percent (25%) of this Association's membership can initiate recall. Removal can only be achieved by a three-fourths (3/4) vote of the Board of Directors.
- Section 4. Failure to achieve the required vote for removal will cause the immediate reinstatement of the recalled individual to office. Any appointee replacing the recalled officer shall also immediately be discharged.
- Section 5. Any individual member of this Association shall lose all rights and privileges of office under this Association if his/her license to sell insurance is revoked or if he/she is convicted of a felony or gross misdemeanor.

ARTICLE XII – PARLIAMENTARY AUTHORITY

- Section 1. The current edition of "The Standard Code of Parliamentary Procedure" (Sturgis) governs this Association in all parliamentary situations that are not provided for in the law or in its charter, bylaws or adopted rules.

ARTICLE XIII – AMENDMENTS

- Section 1. Amendments to these bylaws, if in conformity with the policy of the National Association of Health Underwriters, may be adopted by a two-thirds (2/3) vote of the active members of this Association present at any meeting of this Association, provided that written notice of the meeting and of the proposed amendment(s) shall have been given to the members at least one month prior to the meeting, and provided further that a quorum is present at the
- Section 2. One-tenth (1/10) of this Association's membership shall constitute a quorum.

ARTICLE XIII – INDEMNIFICATION

- Section 1. This Association may, by resolution of the Board of Directors, provide for indemnification by this Association of any and all its Directors or officers or former Directors or officers against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties, or a party, by reason of having been Directors or officers of this Association, except in relation to matters as to which such Director or officer or former Director or officer shall be adjudged in such action, suit or proceeding to be liable for negligence or

misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability for negligence or misconduct.

ARTICLE XIV – DISSOLUTION

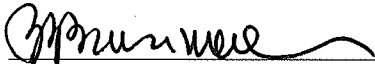
- Section 1. Dissolution of this Association requires the passing of a Resolution of Resignation by a three-fourths (3/4) vote of all active members. The adopted resolution shall be sent by the Secretary of this Association by registered mail to the Executive Vice President of the National Association of Health Underwriters and shall become effective upon acceptance by the Board of Trustees. Upon acceptance of the Resolution of Resignation by the Board of Trustees, individual members of this Association shall become active members of the existing local association nearest them in their state, or their state association, or members-at-large if no other association exists within their state.
- Section 2. This Association, by taking the action to resign, shall surrender all rights to use the name, emblem, insignia, plate, sign, label or phrase indicative of membership in this Association.
- Section 2. This Association's charter with the National Association of Health Underwriters may be suspended or revoked in accordance with appropriate sections of the bylaws of the National Association of Health Underwriters.
- Section 3. This Association shall use funds only to accomplish the objectives and purposes specified in these bylaws and no part of said funds shall inure or be distributed to its members in the event this Association is dissolved or its charter revoked for cause in violation of the bylaws of the National Association of Health Underwriters. Immediately upon dissolution or revocation of its charter, this Association's Board of Directors shall return all remaining Association funds to its state association. If there is no state association, the funds shall be sent to the National Association of Health Underwriters for placement in escrow. Funds placed in escrow will be distributed in accordance with the procedures outlined in the bylaws of the National Association of Health Underwriters.

ARTICLE XV – PREVIOUS BYLAWS SUPERCEDED

- Section 1. These bylaws, as revised, supercede all provisions of any previous bylaws of this Association.

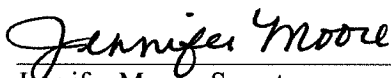
END

Submitted by:



Brett Brunmeier, President

January 13, 2017



Jennifer Moore, Secretary

January 13, 2017

APPENDIX A - NAHU Code of Ethics

To hold the selling, service and administration of health insurance and related products and services as a professional and public trust and do all in my power to maintain its prestige.

To keep paramount the needs of those whom I serve.

To respect my clients' trust in me, and to never do anything which would betray their trust or confidence.

To give all service possible when service is needed.

To present policies factually and accurately, providing all information necessary for the issuance of sound insurance coverage to the public I serve.

To use no advertising which may be false or misleading.

To consider the sale, service and administration of health insurance and related products and services as a career, to know and abide by the laws of any jurisdiction Federal and State in which I practice, and to seek constantly to increase my knowledge and improve my ability to meet the needs of my clients.

To be fair and just to my competitors, and to engage in no practices that may reflect unfavorably on myself or my industry.

To treat prospects, clients and companies fairly by submitting applications which reveal all available information pertinent to underwriting a policy.

To extend honest and professional conduct to my clients, associates, fellow agents and brokers, and the company or companies whose products I represent.

National Association of Health Underwriters
BALANCE SHEET
January 31, 2017

	This Year	Last Year	Variance	% Increase(Decrease)
ASSETS				
CURRENT ASSETS				
Operating Cash and Cash Equivalents	460,401.55	617,844.27	(157,442.72)	-25.48%
Accounts Receivable, Net	511,254.43	342,507.77	168,746.66	49.27%
Prepaid Expense	135,654.52	159,572.85	(23,918.33)	-14.99%
Note Receivable	5,000.00	5,000.00	0.00	0.00%
Total Current Assets	1,112,310.50	1,124,924.89	(12,614.39)	-1.12%
SHORT TERM INVESTMENTS, at Fair Value				
Operating Investments	354,915.56	688,996.56	(334,081.00)	-48.49%
Federal Legislative Defense Fund Investments	265,917.67	366,887.67	(100,970.00)	-27.52%
Total Short Term Investments	620,833.23	1,055,884.23	(435,051.00)	-41.20%
LONG TERM INVESTMENTS, at Fair Value				
Equity Securities	1,730,510.29	1,515,799.98	214,710.31	14.16%
Total Long Term Investments	1,730,510.29	1,515,799.98	214,710.31	14.16%
PROPERTY AND EQUIPMENT, at Cost				
Office Furniture and Equipment	661,066.91	619,969.33	41,097.58	6.63%
Leasehold Improvements	460,953.93	460,953.93	0.00	0.00%
Less: Accumulated Depreciation & Amortization	(820,349.28)	(717,573.77)	(102,775.51)	14.32%
Total Property and Equipment	301,671.56	363,349.49	(61,677.93)	-16.97%
LONG TERM ASSETS				
Intangible Assets-REBC Designation	50,000.00	0.00	50,000.00	0.00%
Total Long Term Assets	50,000.00	0.00	50,000.00	0.00%
DEPOSITS	37,161.60	37,161.60	0.00	0.00%
TOTAL ASSETS	3,852,487.18	4,097,120.19	(244,633.01)	-5.97%
LIABILITIES AND NET ASSETS				
CURRENT LIABILITIES				
Accounts Payable and Accrued Expenses	232,280.46	181,518.02	50,762.44	27.97%
State and Local AHU Dues Payable	178,887.48	195,103.02	(16,215.54)	-8.31%
Deferred Revenue - Membership	1,792,229.79	1,871,277.06	(79,047.27)	-4.22%
Deferred Revenue - Prepaid Ads	5,000.00	0.00	5,000.00	0.00%
Deferred Revenue - Conferences	200,756.75	127,606.00	73,150.75	57.33%
Total Current Liabilities	2,409,154.48	2,375,504.10	33,650.38	1.42%
LONG TERM LIABILITIES				
Deferred Rent Obligation	249,352.07	242,860.18	6,491.89	2.67%
Deferred Tenant Allowance	215,139.26	260,431.70	(45,292.44)	-17.39%
Total Long Term Liabilities	464,491.33	503,291.88	(38,800.55)	-7.71%
TOTAL LIABILITIES	2,873,645.81	2,878,795.98	(5,150.17)	-0.18%
NET ASSETS				
Net Assets, Beginning of Year	866,669.64	1,142,797.60	(276,127.96)	-24.16%
Current Year Activity	112,171.73	75,526.61	36,645.12	48.52%
TOTAL NET ASSETS	978,841.37	1,218,324.21	(239,482.84)	-19.66%
TOTAL LIABILITIES AND NET ASSETS	3,852,487.18	4,097,120.19	(244,633.01)	-5.97%

NATIONAL ASSOCIATION OF HEALTH UNDERWRITERS POLICY & PROCEDURES

POLICY TITLE:	Vice Chair Requirements
CLASSIFICATION:	Board
POLICY NUMBER:	17-01-B
DEPARTMENT COORDINATOR:	Board of Trustees
MOTION:	
DATE SUBMITTED (initial):	
DATE APPROVED:	
SUNSET DATE:	2020

PURPOSE: To establish procedures for identifying and nominating qualified candidates to serve as Vice Chair of Standing and Special Committees. ~~to follow when discussing or voting on matters by electronic means~~

POLICY: Nominees for Vice Chair of NAHU Standing and Special Committees are expected to be qualified to serve in a leadership capacity based on their experience as a member of the committee or its area of responsibility. The NAHU Board of Trustees is responsible to ensure that candidates meet expected requirements as a part of their approval of nominees for an individuals term as President-Elect.

PROCEDURE:

Each year, the Vice President (for uncontested elections as President Elect) or President-Elect (once elected following a contested election) will nominate NAHU members to serve as Vice Chair of Standing and Special Committees, who would then serve as Chair of the respective committee the following year. The nominations would be subject to the approval of the Board of Trustees.

Deadlines for Submitting Nominations to the Governance Committee. When there is an uncontested election for President-Elect, the nomination of Vice Chairs should be submitted no later than April 1 of each year by the sole nominee for President Elect to the Governance Committee, who shall responsible for providing a report on the vice-chair nominees and their experience to the Board of Trustees for consideration at its May board meeting. When there is a contested election for President-Elect, then the newly elected President-Elect shall submit their nominees for Vice Chair no later than July 1 to the Governance Committee, who shall make a report on the vice chair nominees and their experience to the Board of Trustees for its July regular meeting.

Candidate Experience. The nominees are expected be a current or past member of the committee to which they have been nominated to serve (which would include a current or former member of the NAHU BOT who served as Board liaison to the committee). In the event that the nominee has not yet served on the committee, then the individual must also submit an application (as other committee members would according to the relevant P&P) to be considered by the Board of Trustees in their review for approval.

Approval by the BOT Required. ~~Once nominated (and reviewed and recommended for approval by the review committee if not a current or past member of the committee), the candidate's information shall be provided to members of the BOT. All nominations are subject to approval of the BOT.~~

Vice Chair Nominee Acknowledgment. Nominees for Vice Chair shall acknowledge, in writing, the responsibilities, expectations and duties related to their service in a leadership capacity on the committee and for leadership service of a NAHU standing or special committee, working group, task force or other body. Any individual approved to serve as Vice Chair by the BOT shall complete the required training for new/prospective NAHU leaders prior to beginning their service as Vice Chair of their respective committee.

Restrictions on Invitations to Serve.

1. Candidates for contested election as an officer of NAHU (Secretary, Treasurer, Vice President and President-Elect) are prohibited from promising or agreeing to nominate an individual to serve as Chair or Vice Chair of any standing or special committee, working group, task force or other body during that individual's expected term as NAHU President or President-Elect for the purpose of soliciting support or votes for any office.
2. To facilitate smooth transitions and early involvement in committee work, the sitting NAHU Secretary and Treasurer are encouraged to plan for and consider candidates who might serve as Vice Chair of NAHU Standing and Special Committees during their terms of office. However the Secretary and Treasurer are strongly discouraged from making a formal offer, promising or committing to nominate an individual to serve, during an individual's expected term as NAHU President or President-Elect, as Chair or Vice Chair of any standing or special committee, working group, task force or other body during until they begin their term as NAHU Vice President.
3. Any formal offer, promise or commitment to nominate an individual to serve made by someone other than the incumbent Vice President shall be considered null and void, to prevent any misunderstanding and/or setting false expectation to any individual concerning their role in the leadership of any committee.

FINANCIAL IMPACT: None.

**NATIONAL ASSOCIATION OF HEALTH UNDERWRITERS
POLICY & PROCEDURES**

POLICY TITLE:	Vice Chair Requirements
CLASSIFICATION:	Board
POLICY NUMBER:	17-01-B
DEPARTMENT COORDINATOR:	Board of Trustees
MOTION:	
DATE SUBMITTED (initial):	
DATE APPROVED:	
SUNSET DATE:	2020

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FINANCIAL IMPACT: None.



NAHU Leader Commitment Form

I agree to perform the responsibilities and duties required of my position as Chair/Vice Chair of the 2017-2018 _____ Committee/Council.

I have been provided a job description and understand the expectations of my position. I will participate in all meetings and teleconferences as scheduled for my committee to the best of my ability. I know that the success of my committee impacts all members of NAHU. I will support and lead this committee/council and to promote the best interests of our membership.

Signature

Date