



## **NAHU Board of Trustees Meeting**

**Monday, May 15, 2017**

**Meeting called to order at 3:59 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, Secretary Dane Rianhard, Immediate Past President Don Goldman, NAHU Executive VP & CEO Janet Trautwein, Region I Vice President Paul Smith, Region III Vice President Denise VanPutten, Region IV Vice President Alycia Riedl, Region V Vice President Julian Lago, Region VI Vice President Kelly Fristoe, Region VII Vice President Roseanne Wolfe, Region VIII Vice President Linda Rose Koehler, Membership Council Chair Paige Phillips

**Absent:**, Region I Vice President Paul Smith, Legislative Council Chair Dave Mordo

**Staff:** Jennifer Murphy, Brooke Willson, Marcy Buckner, Chris Hartman, Illana Maze, Megan Caputo, Kelly Loussedes, Farren Baer, 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 7 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 – April 17, 2017
- EC Minutes
  - April 10, 2017
  - May 8, 2017
- Committee Reports
  - Legislative Council
  - Membership Council
  - Awards Committee



- Proposed changes to 2018 Landmark & Pacesetter Awards
  - Chapter and Leadership Development Committee
  - Finance Committee
  - Governance Committee
    - Updated Regional Conference Revenue & Expense P&P (03-03-F) Letter of Acknowledgement
  - Gordon Committee
  - LPRT Committee
  - Media Committee
  - Professional Development Committee

**MOTION:** Rusty Rice moved to approve the Consent Agenda

**DISCUSSION:** Paige Phillips requested the Governance Committee Report be removed from Consent Agenda.

**MOTION:** Rusty Rice amended his motion to approve consent agenda without the Governance Committee Report

Motion passed unanimously

#### **Governance Committee Report**

- A question was asked about how the regional representation for the Professional Development Committee will work moving forward. It was explained that representation on or the Professional Development Committee should not be required because there are times when a region may not have a qualified or interested members. The intent is for each region to have representation, but not to just fill the seats.

**MOTION:** Julian Lago moved to approve the Governance Committee Report

Motion passed unanimously

#### **Amended Bylaws**

- Kansas City AHU
- Central Florida AHU

**MOTION:** Pat Griffey moved to accept the amended bylaws. Motion to Approve Changes

Motion passed unanimously

#### **Financial Reports** (*Pat Griffey*)

- Brief discussion of March Financials

**MOTION:** Mike Embry moved to accept the February, March and April financials

Motion passed unanimously

#### **Bylaws Amendment – Adding Professional Development Chair to the Board of Trustees**



- An explanation of how things are very different now with professional development versus the past. This morphed into a discussion about the future of NAHU and the incoming president's vision. The theme will be "Teamwork makes dreams work" as we continue to build upon and work on Vision 2020

**Executive Session – 4:50 p.m. (Don Goldmann)**

**MOTION:** Don Goldmann moved to approve on an increase to Janet's compensation effective 9/1/17  
Motion passed unanimously

**Motion for Adjournment**

**MOTION:** Paul Smith moved to adjourn the meeting at 5:17 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, May 15, 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 – April 17, 2017
- EC Meeting Minutes
  - April 10, 2017
  - May 8, 2017
- Committee Reports
  - Legislative Council
  - Membership Council
  - Awards Committee
    - Proposed changes to 2018 Landmark & Pacesetter Awards
  - Chapter and Leadership Development Committee
  - Finance Committee
  - Governance Committee
    - Updated Regional Conference Revenue & Expense (P&P 03-03-F) Letter of Acknowledgement
  - Gordon Committee
  - LPRT Committee
  - Media Committee
  - Professional Development Committee

### **Amended Bylaws**

- Kansas City AHU
- Central Florida AHU

### **Financial Reports (Pat Griffey)**

- NAHU February, March & April Financials

### **Strategic Discussion**

- **2020 Vision** (Janet Trautwein)

### **Executive Session**

- Personnel Committee (Don Goldman)

### **Motion for Adjournment**

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## **NAHU Board of Trustees Meeting**

**Monday, April 17, 2017**

**Meeting called to order at 4:03 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, Secretary Dane Rianhard, Immediate Past President Don Goldman, NAHU Executive VP & CEO Janet Trautwein, Region II Vice President Erica Hain, Region III Vice President Denise VanPutten, Region IV Vice President Alycia Riedl, 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:** Region I Vice President Paul Smith, Region V Vice President Julian Lago

**Staff:** Jennifer Murphy, Brooke Willson, Marcy Buckner, Chris Hartman, Illana Maze, Megan Caputo, Kelly Loussedes, Farren Baer, 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 7 VP Candidate, Ray Magnuson

## **Adoption of Agenda**

**MOTION:** Rusty Rice made the motion to adopt the posted agenda.  
Motion passed unanimously

## **Consent items** (Jim Stenger);

- BoT Meeting Minutes – April 17, 2017
- Committee Reports
  - Legislative Council
  - Membership Council
  - Awards Committee
  - Chapter and Leadership Development Committee
  - Finance Committee
  - Governance Committee



- 2017-2018 Vice Chair Appointment Report
  - LPRT
  - Professional Development Committee
  - Vanguard Council
- Amended Bylaws
  - Desert Cities AHU
- Resolution of Resignation
  - Central Utah AHU

**MOTION:** Mike Embry moved to approve the Consent Agenda

**DISCUSSION:** Paige Phillips requested the Legislative Council Report be removed from Consent Agenda. Linda Rose requested the Membership Council Report be removed from Consent Agenda.

**MOTION:** Mike Embry amended his motion to approve consent agenda without Legislative & Membership Reports.

Motion passed unanimously

### **Legislative Council Report**

- Paige expressed concerns that there is not enough recognition of Medicare working group. Medicare did not get a break out session at Capitol Conference and will also not get one at Convention. The Legislative Council is aware of the situation. Capitol Conference was not an appropriate venue for the proposed programming and the Professional Development Committee is not aware of having received a session proposal from the working group. There was discussion of having more out reach to committees and working group when preparing programming for national meetings.

### **Membership Council Report**

- Linda Rose questioned the application process for committees versus the RVP appointment process, especially now that the Membership Council has started the application process. She is concerned with the regional representation component. Deb Crouch, incoming Membership Council Chair, spoke to the reason the why the council moved to an application process. The council is looking to fill the “empty chairs” with passionate members who are engaged. Discussed options for the regional represented components.
- Jim asked the issue be taken off line and discussed with the RVPs for options.

### **Financial Reports – (Pat Griffey)**

- Monthly report was not posted in time for discussion and vote. Approval of the report will be moved to the May board agenda



**RVP Report:** (Rusty Rice)

RVPs requested to discontinue working with a BoT liaison. Since the RVPs are voting members of the board and are not a committee it is not appropriate for them to have a liaison. They can speak for themselves.

**Bylaws Adjustment to add PD to NAHU voting board member**

**MOTION:** Mike Embry moved to approve the BoT's recommendation that the proposed bylaws amendment to add the Professional Development chair to the Board of Trustees be brought to the House of Delegates at the 2017 Annual Convention in Orlando.

**Discussion:** BoT members were asked to speak with one voice if motion carried. Dissenters were asked to voice their concerns before voting.

Motion passed unanimously

**Strategic Discussion**

Janet continued the Vision 2020 Prezi and other focus group results

**Motion for Adjournment**

**MOTION:** Roseanne moved to adjourn the meeting at 5:33 P.M. EDT.

Motion passed unanimously

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Respectfully submitted,  
Dane Rianhard  
NAHU Secretary





## **NAHU Executive Committee Meeting Notes**

**Monday, May 8, 2017**

**4:00 pm – 5:00 pm EST**

**Meeting Start Time: 4:01 EST**

**Attending:** President – Jim Stenger, Vice President – Rusty Rice, Treasurer – Pat Griffey, Immediate Past President – Don Goldmann, NAHU Executive Vice President and CEO – Janet Trautwein, Jennifer Murphy, Brooke Willson

**Absent:** President Elect - Mike Embry, Secretary – Dane Rianhard

### **Agenda: OPEN FORUM**

- Discussed concerns with new health care law
  - There appears to be confusion about what is a pre-existing condition.
  - Will look to the Metro Detroit presentation for a work around.
- The new regional “Speaking with One Voice” presentations look good.
- Discussed some of the miscommunication that is occurring around the country. Since the regulation has not been set some groups are trying to interpret without any guidance. Need to wait for the appointment process to get the direction.
- Discussed communicating the bylaws amendments so everyone knows about them in advance.
- The Downtown Chicago chapter launch was a success. Got everything finalized with Gallagher. Will look to other areas of the country for similar success.

Meeting Adjourned at 4:49 PM EST

Respectfully submitted,  
R. Dane Rianhard  
NAHU Secretary



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**Meeting Start Time: 4:01 EST**

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**Absent:** President Elect - Mike Embry, Secretary – Dane Rianhard

### **Agenda: OPEN FORUM**

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Respectfully submitted,  
R. Dane Rianhard  
NAHU Secretary



## LEGISLATIVE

**Chair: David Mordo**

**Board Liaison: David Mordo**

**Month: May 2017**

The Legislative Council met via teleconference call on Tuesday, May 2nd, 2017. We had good attendance with a few excused absences.

We heard a Washington Update from Marcy, Chris and John that talked about the status of the AHCA and how things were proceeding. It was unlikely that a vote would take place in the House this week as Congress was leaving Thursday for a recess. Concerns were still mounting as to whether or not the Republicans had the votes to bring the bill to the floor.

We also sent comments to CMS regarding some Medicare regulations and we still are monitoring Medicare legislation that will benefit our members and their clients.

We heard from the Regional Liaisons as to updates in their respective regions. Attendance in some regions remain bleak while others have excellent participation.

The Cost Containment working group is preparing a white paper which we hope will be distributed by convention.

Manchester United remains one of the poorest performing teams around the soccer world.

The application process for selecting the new members of the 2017-2018 Legislative Council is under way. We hope to complete our recommendations by May 9th, 2018. We reminded all of our existing members to fill out and send in their applications.

respectfully submitted,

Dave Mordo



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respectfully submitted,

Dave Mordo



## AWARDS

**Chair: Alexis Weilmuester**  
**Board Liaison: Dane Rianhard**  
**Month: May**

### Awards Committee Report for BOT and request for consideration regarding DSA and Emerging Leader:

The committee has completed a successful awards judging weekend. We look forward to announcing the winners in Orlando!

The committee has discussed possible future changes to the Presidential Citation award. Due to similarities between Pacesetter, Landmark and the Presidential Citation the committee discussed making changes so that it is easier to apply for the Presidential Citation and avoid the duplicate documentation for these submissions. Joy is going to form a task force to review this award for 2017/2018 and look into the possibility of making it so Landmark and Pacesetter submissions are automatically reviewed for Presidential Citations criteria and will not require the chapter to submit a separate application.

The committee has reviewed the Distinguished Service Award and Emerging Leader award and are requesting changes with BOT approval. Details regarding the requested changes and points are included below.

### Update number of DSA and Emerging Leader awards given each year **Committee Voted and Approved 4/23/17**

#### ➤ Distinguished Service Award

- Change from maximum awards given from 12 to:

➤ **top 50% of submissions to maximum of 6 awards given**

#### ➤ Emerging Leader Award

- Change from maximum awards given from 14 to:

➤ **top 50% of submissions to maximum of 4 awards given**

## NAHU Pacesetter Award – Public Service

1. Sponsoring chapter public service projects.	25 Points Each Max 80 points
2. Total dollars donated to all public service projects. <i>(select one)</i> <div> <div>Local chapters less than 126 members</div> <div>More than 126 members</div> </div> <div> <div>Less than \$500</div> <div>\$500 - \$999</div> <div>\$1,000 - \$4,999</div> <div>\$5,000 +</div> </div> <div> <div>Less than \$1,000</div> <div>\$1,000 - \$4,999</div> <div>\$5,000 - \$9,999</div> <div>\$10,000 +</div> </div>	<div>1 x 15 pts _____</div> <div>1 x 50 pts _____</div> <div>1 x 100 pts _____</div> <div>1 x 200 pts _____</div>
3. Identify a board champion (Chair) for NAHUEF Operation Engage initiative.	25 Points
4. Present the Foundation Presentation at a regular board meeting.	25 Points
5. Present the Foundation Presentation at a local membership meeting or invite a representative from your community health clinic partner to give a short (5- to- 7 minute) talk at your chapter's membership meeting.	_____ X 25 Points Max 50 points
6. Include a link to the Foundation's web site on the local chapter's web site.	25 Points
7. Chapter and Member financial support of the NAHU educational Foundation. (Amount of total dollars donated not to be included public service projects under Pacesetter's Public Service) <i>(select one)</i>	<div>\$1 per member = 25 Pts</div> <div>\$2 per member = 50 Pts</div> <div>\$3 per member = 75 Pts</div> <div>\$4 per member = 100 Pts</div>
8. Present a check for the funds you raise at your partner health clinic or special event.	25 Points

Blue text = existing criteria.

*(Additional 250 points possible)*

## NAHU Landmark Award - Communications

1. Identify a board champion (Chair) for NAHUEF Operation Engage initiative.	25 Points
2. Present the Foundation Presentation at a regular board meeting.	25 Points
3. Include a link to the Foundation's web site on the state chapter's web site.	25 Points
4. Engaging state's local chapter(s) participation in NAHUEF Operation Engage initiative. <i>(select one)</i>	<div>1% – 25% = 25 Pts</div> <div>26% – 50% = 50 Pts</div> <div>51% – 75% = 75 Pts</div> <div>76% – 100% = 100 Pts</div>
5. Chapter and Member financial support of the NAHU educational Foundation. <i>(select one)</i>	<div>\$0.50 per member = 25 Pts</div> <div>\$1.00 per member = 50 Pts</div> <div>\$1.50 per member = 75 Pts</div> <div>\$2.00 per member = 100 Pts</div>

*(Additional 275 points possible)*

## NAHU Website Award – State & Local

Place a link to the Foundation's web site (20 pts)



## **CHAPTER & LEADERSHIP DEVELOPMENT**

**Chair: Carolyn Beck**

**Board Liaison: Patricia Griffey**

**Month: May, 2017**

### **Report:**

- 4/4/17 CLD committee Zoom call held. All committee members attended except one.
- Suzy Alberts, Region 3, reported she provided by-laws to Chad Schneider for the development for the new Chicago area chapter.
- The majority of the CLD monthly teleconference focused on upcoming Incoming Officers forum at Annual Convention.
- Requested all committee members attend and get their registration in ASAP. I believe we will have very good representation from the CLD committee.
- Requested committee members discuss the Annual Convention Incoming Officers Forum on their next Regional Call. Also suggested they send out the Save the Date Flyer to the various local chapters in their Region
- Requested committee provide a reminder on their next regional call to have the Chapters get in their Delegate forms in by the stated deadline.
- Leadership mentoring project is still moving forward with hopes to have additional detail to share at Annual convention meeting.
- CLD Tool Time articles for publication in the President Perspective for June will highlight details about the Incoming Officers Forum at Annual Convention
- Continue to work with Brooke and Kelly regarding the CLD video which will be debuted at the Annual Convention Leadership forum
- Progress is being made regarding Leadership curriculum course. This project is being moved forward with assistance from Pat Griffey and Julie Jennings working with the PD committee. We anticipate promoting this at Annual Convention.
- Incoming leaders Zoom meeting held on 5/4/17, led by incoming Chair, Lou Reginelli



## **Finance Committee Teleconference**

**Date: May 12, 2017 @ 3:00 EST**

### **Meeting Report**

1. Roll Call

Present: Pat Griffey, Rusty Rice, Rosanne Wolfe, Denise VanPutten, Ross Pendergraft, Jennifer Murphy

Absent: Janet Trautwein

2. Agenda Approved

3. Comments and discussion concerning the monthly financial report  
March 2017 Financial Statements. Motion to accept: Rusty Rice

4. There was not any new business presented.

5. Adjourn @3:36 EST





## **GOVERNANCE**

**Chair: Steve Selinsky**  
**Board Liaison: Mike Embry**  
**Month: May**

### **NAHU Governance Committee Call**

- 2017-2018 committee
  - Dave Mordo & Russ Childers invited to call as incoming committee members
  - Steve not able to stay on committee with upcoming commitments.
- Regional Representation
  - The committee was asked to review the requirement of appointing regional representatives on all committees
  - The committee had several questions. They will be taken back to the originator of the request for clarification
- 2017 Bylaws Amendments
  - Discussed the process by which this year's bylaws amendments will be communicated
    - One communication from the president to the chapter leaders
    - Conference call in early June with all appointed delegates
    - Have heard concerns that the additional appointed seat of Professional Development chair could skew the voting measure of the BoT
    - Last year many people were not aware of the amendments and were caught off guard
- 2018 P&P Review
  - Good to include the secretary, allows this person to get a good understanding of these NAHU items
- Regional Conference Revenue & Expense – Letter of Acknowledgement
  - The timeline for the letter does not coincide with what is stated in the P&P. Should read 90 days not 120 days.
  - It will be changed and sent to BoT.

## NAHU REGIONAL LEADERSHP CONFERENCE

### Letter of Acknowledgement, Understanding & Acceptance

REGION: \_\_\_\_\_

RVP Name: \_\_\_\_\_

Host Chapter: \_\_\_\_\_

Event Date: \_\_\_\_\_

We, the undersigned, **acknowledge** the receipt and review of the NAHU Policy and Procedure (P&P) #03-01-F which outlines the two options available for the financing of the Regional Leadership Conference.

We **understand** there are two options available to the Host Chapter as outlined in the P & P.

We **accept** that should our intent be “to handle all responsibilities of the conference with limited assistance from NAHU” (Option 2), all net profits or **losses** derived from the conference will be assumed by our chapter.

#### **Option Chosen:**

\_\_\_ #1 RVP to use the services and assistance from NAHU National Office, or

\_\_\_ #2 RVP and Host Chapter to handle all responsibilities of the conference with limited assistance from NAHU

\_\_\_\_\_  
RVP Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Host Chapter President

\_\_\_\_\_  
Date

\_\_\_\_\_  
Host Chapter Treasurer

\_\_\_\_\_  
Date

\_\_\_\_\_  
NAHU National Treasurer

\_\_\_\_\_  
Date

*Please return this signed document to Brooke Willson within seven days past Capitol Conference but no less than 90 days before the event.*



## **LPRT**

**Chair: Suzy Johnson**

**Board Liaison: Mike Embry**

**Month: May 2017**

The LPRT committee is seeking applicants to serve on the committee for next year.

The committee will be focused on creating ways membership can be more attractive to prospective candidates. This includes additional way to recognize members and provide value to the membership.



## **MEDIA RELATIONS**

**Chair:** Dave Cluley

**Board Liaison:** Rusty Rice

**Month:** April

### **Chair Report**

The April 27 meeting canceled due to lack of attendance.

Release of the member survey is pending receipt of the member email list.

### **Regional Reports** (no chairs for Regions 2 and 4)

#### **Region 1 – Michael Capaldo**

Media article submitted and published in April edition of America's Benefit Specialist.

#### **Region 5 – Bill Hendrickson**

We still lack media relations chairs in most of the region. Even with the help offered by all the information Kelly has on the website, media relations is not a favorite committee spot. Perhaps, when a new federal health law is passed and the demand for information increases, we will find members more willing to deal with the media.

#### **Region 6 – Emily Bremer**

- Interviewed by Employee Benefit News regarding the future of the SHOP
- Helped HLN get an individual client to interview for a piece on their cable news network
- Connected the Wall Street Journal with an employer client of mine
- We cancelled our last regional call because the turnout has been so low (3-6 people out of 30 or so invited) that we decided to take a mental health break.

#### **Region 8 – Patrick Burns**

- Sent the new infographics to the region 8 team
- Prepared media releases and editorials for the legislative process of passing single payer in California
- Hired Perry communications firm, who we used for the proposition 45 campaign in California to conduct polling and development of communication materials
- We may also hire a think tank to develop an economic analysis of the impact of single payer on the state
- We are on a war footing with a weekly call and response team.

No other reports received.



## PROFESSIONAL DEVELOPMENT

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

**2017-18 COMMITTEE.** With our incoming chair and vice chair, we will begin reviewing applications for current members who wish to remain (only a couple folks are not seeking to remain on the committee) and to identify new members for the coming year. A survey has been sent to current members to also identify areas where the committee could improve their involvement and other areas to build up for next year. Those questions are attached.

**RUNNING YOUR BUSINESS.** We are moving forward with the “Running Your Business” quarterly webinar series for NAHU members only, beginning in June 2017. Our first topic will be on mergers & acquisitions and assessing the value of your agency. The session will be conducted by the benefits agency specialist within the nation’s top insurance agency valuation firm, Bobby Reagan & Associates. We’re planning on an Intro to Prezi class in September and then looking at these topics in the future: Financials, Business Structures, Sales/service training, Small shop vs. large shop and Adding technology to your business/office.

### CERTIFICATIONS:

- Benefits Technology Certification was very well received during BenefitsPRO Expo in Indianapolis during April.
- Advanced Self-Funded Certification will be taught in Boston in early June! Lots of interest to follow.



**LEADERSHIP TRAINING.** Julie Jennings is working on both committee on which she serves (Chapter Leadership and Development, and Professional Development) to put together a program for this important area. Modeling after similar programs within NAIFA and other professional and civic organizations, we are very excited about seeing this ‘next generation leader’ training getting off the ground. Stay tuned!

**EDUCATING ABOUT BYLAWS AMENDMENT.** The committee discussed what they should share within their regions and chapters about the rationale behind Professional Development Committee chair serving as a voting member of the NAHU Board of Trustees. There was a great deal of excitement and appreciation for the role that Professional Development plays within our organization being recognized, and how that makes our work more effective and timely for our members.

### **Goals or Purpose of Committee**

1. How well do you understand the goals and purpose of our committee?
2. Do you feel that committee members agree on its goals and purpose?
3. There is alignment between our goals and purpose and the actions taken and/or the decisions made by the committee.

### **Support for the Committee**

4. Our committee has adequate resources (for example, budget, people) to support its function.
5. Our committee has the respect and support of key stakeholders within our organization.

### **Meetings**

6. Our meetings are held regularly and with appropriate frequency.
7. Our meetings begin and end as scheduled.
8. The length of our meetings is appropriate and respectful of the agenda.
9. The agenda is well thought out in advance. The focus is on “major” not “minor” issues.
10. We receive the meeting agenda and materials in advance of the meeting to allow for appropriate review and preparation.
11. We consistently use our meeting time well. Issues get the time and attention proportionate to their importance.
12. The means of how our meetings are conducted (using Zoom) is conducive to positive group interaction and discussion.
13. The Committee meets frequently enough to meet objectives.
14. We avoid getting into administrative and management details.
15. Different opinions are encouraged. Communication is open and successful.
16. The Chair guides the meeting effectively by allowing and encouraging discussion but staying on agenda.

17. Members participate responsibly.

18. Next steps are identified and responsibilities assigned.

19. There is sufficient follow-through on these next steps and communication to committee.

### **Attendance**

20. Attendance at our meetings is consistent and members arrive on time.

21. Attendance at our meetings should be included as a criterion for continued membership on the committee.

### **Recording/Minutes**

22. The minutes of our meetings are accurate and reflect the discussion, next steps and/or action items articulated by the members.

### **Membership**

23. Our membership represents the talent and skill set required to fulfill the goals and purpose of the committee.

24. Our members treat each other with respect and courtesy.

25. Our members come to meetings prepared and ready to contribute.

26. As a general rule, when I speak I feel listened to and that my comments are valued.

### **General Comments**

27. What I like the most about our meetings?

28. What I would like to see improve at our meetings?

29. What areas should the committee focus on in the future?



Greater Kansas City Association  
of Health Underwriters

# LOCAL CHAPTER BYLAWS

Updated: 3/29/2017



**BYLAWS**  
**of the**  
**Greater Kansas City Association of Health Underwriters**

**Adopted March 30<sup>th</sup>, 2017**

**ARTICLE I – NAME AND TERRITORIAL LIMITS**

- Section 1. This organization shall be known as the **Greater Kansas City** Association of Health Underwriters, hereinafter referred to as this Association, a non-profit corporation incorporated as such under the laws of the state of Kansas and chartered by the National Association of Health Underwriters.
- Section 2. The territorial limits of this Association shall be confined to **Johnson, Wyandotte, and Miami counties in Kansas, and Jackson, Clay, Platte, and Cass counties in Missouri**. 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 **Kansas** 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 of 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.
  - 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.
  - I. To promote public activities and events for the benefit of the membership of this Association.
- 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 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
  - B. Life Members (optional)
- 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 attained age 65 and retired; or 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.

### **ARTICLE IV – NATIONAL AND STATE AFFILIATION**

- Section 1. This Association agrees to be bound by the bylaws of the State and National Association 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 Association 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 Association of Health Underwriters.

### **ARTICLE V – DUES AND FINANCE**

- Section 1. Each active member of this Association shall pay local, state (*if applicable*) 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 (15<sup>th</sup>) 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 (If more than one Vice President is elected, designate First Vice President, Second Vice President, etc.)
- Section 2. Each officer shall be an active member of this Association, and the State and National Association 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, 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 1<sup>st</sup> Vice President then 2<sup>nd</sup> Vice President then Treasurer, and then Secretary.
- Section 7. If the office of President-Elect shall become vacant due to death, disability, resignation, 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.
- 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 immediately assume the office of President immediately 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 6.
- 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 (*or First VP if there are more than one*), 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 all records of membership, attendance, membership dues 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.
- 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 elected directors consisting of the committee chairs. (see Article X, Section 1 for standing committees)
- Section 2. Each director shall be an active member of this Association, and the State and National Association 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 four (4) 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 of the time and place of all regular meetings of the Board of Directors of this Association shall be distributed to each member of the Board by the President not less than ten (10) 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 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 10. In the event that one individual holds more than one position on the Board of Directors that person is only able to vote one time and that vote only counts as one vote.

### **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 two (2) 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.

## **ARTICLE X – COMMITTEES**

- Section 1. There shall be the following standing committees:
- A. Awards
  - B. Communications
  - C. Health Underwriters Political Action Committee (H.U.P.A.C.)
  - D. Legislation
  - E. Membership
  - F. Professional Development
  - G. Programs and Events
- 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. The process for removal shall be; Notice of 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 removal. 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 meeting. *(If the chapter prefers to amend bylaws via mail vote, change the language to specify the rules of the mail vote.)*
- 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 3. 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 4. 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##**

## **APPENDIX A - NAHU Code of Ethics**

To hold the selling, service and distribution of disability insurance and health insurance plans as a professional and a public trust and to 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 of disability income and health insurance plans as a career, to know and abide by the insurance laws of my state, and to seek to constantly 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 that reveal all available information pertinent to underwriting a policy.

To be loyal to my clients, associates, fellow agents and brokers, and the company or companies whose products I represent.





***BYLAWS OF THE CENTRAL FLORIDA ASSOCIATION OF HEALTH UNDERWRITERS***

*Accepted on April 18, 2017*

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## **ARTICLE I: NAME AND TERRITORIAL LIMITS**

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

Section 2. The territorial limits of this Association shall be confined to Orange, Seminole, Osceola, Brevard, Volusia and Lake 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 Florida 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:

To promote the common business interests of those engaged in disability and risk management.  
To advance public knowledge for the need and benefit of disability income, health insurance, and/or Employee Benefit related products.

To promote the adoption and application of high standards of ethical conduct in the health insurance industry.

To provide and promote a program of continuing education and self-improvement for Association members.

To increase the knowledge of members concerning the principles, functions and applications of health insurance, disability income, and/or employee benefit products.

To promote education, legislation, regulation and practices which are in the best interest of the health insurance industry and the insuring public.

To encourage adequate protection against the hazards of disability as part of a well-rounded insurance program.

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

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 is considered a part of these bylaws.

### **ARTICLE III: MEMBERSHIP**

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

Individual Members

Life Members

Associate Members

Section 2. An individual member may be any individual licensed by the Florida Department of Insurance for the sale of disability income and/or health insurance or related products. Individual members may also include non-licensed individuals engaged in the distribution of disability income and/or health insurance or related products 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) become disabled. Life members have the same rights and privileges as individual members. CFAHU dues shall be reduced by fifty (50) percent for such Life members. 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.

Section 4. As an active member in good standing, as classified under Article III Section 2, a member may desire to participate in the activities of additional Chapters within the State. This member is to be recognized as an Associate Member within additional or secondary Chapters and will be responsible for dues commiserate with this designation as set forth by the 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 the Board's discretion. 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, First Vice President, Second Vice President, Third Vice President, Fourth Vice President, Secretary, and Treasurer and, if applicable, a non-voting Association Executive.

Section 2. Each officer, except the Association Executive (if applicable) shall be an active member of this Association, and the State and National Associations of Health Underwriters.

Section 3. All officers, except the Association Executive (if applicable) 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 First Vice President, Second Vice President, Third Vice President, Fourth 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 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 First Vice President, Second Vice President, Third Vice President, Fourth 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:

**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. Upon completion of his/her term, the President shall assume the office of Immediate Past President.

**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 when that office becomes vacant by death, disability, resignation, recall or removal by due process. The President-Elect shall assume the office of the President immediately following adjournment of the last meeting of the Board of Directors in the year subsequent to his/her election to the office of President-Elect.

**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.

**First Vice President:** The First 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.

Second Vice President: The Second Vice President in the absence of the President, President-Elect and First Vice 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.

Third Vice President: The Third Vice President in the absence of the President, President-Elect, First Vice President and Second Vice 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.

Fourth Vice President: The Fourth Vice President in the absence of the President, President-Elect, First Vice President, Second Vice President and Third Vice 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.

Secretary: The Secretary shall be responsible for keeping all records of membership, attendance, membership dues, 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.

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.

Association Executive (if applicable): The Association Executive 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 Association Executive shall have no vote.

## **ARTICLE VIII: BOARD OF DIRECTORS**

Section 1. The Board of Directors shall consist of the officers and 3 elected directors (Professional Development Chairperson, Membership Chairperson & Legislative Chairperson).

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 with the exception of the Association Executive.

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 four (4) 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 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, 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).

## **ARTICLE IX: NOMINATIONS AND ELECTIONS**

Section 1. The election of officers and directors shall be held at the May meeting of this Association.

Section 2. The Chairperson of the Nominations Committee shall be the Immediate Past President or the appointee fulfilling the duties of that office for its unexpired term. The Vice-Chairperson shall be the President-Elect or the appointee fulfilling the duties of that office for its unexpired term. The Nominations Committee Chairperson will appoint a past CFAHU president to serve at large. 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 election. The ballots shall be cast in person at the May meeting.

## **ARTICLE X: COMMITTEES**

Section 1. There shall be the following standing committees:

Awards  
Professional Development  
Legislative  
Membership  
Nominations  
Public Relations  
Programs  
PAC  
Golf Tournament

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 for malfeasance of office.

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.

## **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 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.

Section 2. At the discretion of The Board, Bylaws may be amended by mail or electronic means. Any such amendments shall be adopted if at least two-thirds (2/3) majority of the votes are returned in the affirmative on a timely basis (as defined in the motion for which a vote is being requested). The membership shall be advised of the results of such balloting no less than seven (7) days after the vote is tabulated.

## **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 of 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 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 3. 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 4. 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 XVI: PREVIOUS BYLAWS SUPERCEDED**

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

National Association of Health Underwriters  
BALANCE SHEET  
February 28, 2017

	This Year	Last Year	Variance	% Increase(Decrease)
<b>ASSETS</b>				
<b>CURRENT ASSETS</b>				
Operating Cash and Cash Equivalents	550,780.58	676,022.74	(125,242.16)	-18.53%
Accounts Receivable, Net	526,932.95	352,471.20	174,461.75	49.50%
Prepaid Expense	123,219.08	100,501.44	22,717.64	22.60%
Note Receivable	5,000.00	5,000.00	0.00	0.00%
Total Current Assets	1,205,932.61	1,133,995.38	71,937.23	6.34%
<b>SHORT TERM INVESTMENTS, at Fair Value</b>				
Operating Investments	355,063.80	590,169.65	(235,105.85)	-39.84%
Federal Legislative Defense Fund Investments	265,948.49	367,051.34	(101,102.85)	-27.54%
Total Short Term Investments	621,012.29	957,220.99	(336,208.70)	-35.12%
<b>LONG TERM INVESTMENTS, at Fair Value</b>				
Equity Securities	1,772,895.77	1,540,691.08	232,204.69	15.07%
Total Long Term Investments	1,772,895.77	1,540,691.08	232,204.69	15.07%
<b>PROPERTY AND EQUIPMENT, at Cost</b>				
Office Furniture and Equipment	663,942.60	637,637.01	26,305.59	4.13%
Leasehold Improvements	460,953.93	460,953.93	0.00	0.00%
Less: Accumulated Depreciation & Amortization	(827,232.99)	(733,657.60)	(93,575.39)	12.75%
Total Property and Equipment	297,663.54	364,933.34	(67,269.80)	-18.43%
<b>LONG TERM ASSETS</b>				
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%
<b>DEPOSITS</b>	37,161.60	37,161.60	0.00	0.00%
<b>TOTAL ASSETS</b>	3,984,665.81	4,034,002.39	(49,336.58)	-1.22%
<b>LIABILITIES AND NET ASSETS</b>				
<b>CURRENT LIABILITIES</b>				
Accounts Payable and Accrued Expenses	415,992.21	198,456.55	217,535.66	109.61%
State and Local AHU Dues Payable	214,474.28	218,786.34	(4,312.06)	-1.97%
Deferred Revenue - Membership	1,845,310.34	1,924,355.83	(79,045.49)	-4.11%
Deferred Revenue - Prepaid Ads	5,000.00	0.00	5,000.00	0.00%
Deferred Revenue - Conferences	15,000.00	23,474.00	(8,474.00)	-36.10%
Total Current Liabilities	2,495,776.83	2,365,072.72	130,704.11	5.53%
<b>LONG TERM LIABILITIES</b>				
Deferred Rent Obligation	248,632.57	243,122.69	5,509.88	2.27%
Deferred Tenant Allowance	211,364.89	256,657.33	(45,292.44)	-17.65%
Total Long Term Liabilities	459,997.46	499,780.02	(39,782.56)	-7.96%
<b>TOTAL LIABILITIES</b>	2,955,774.29	2,864,852.74	90,921.55	3.17%
<b>NET ASSETS</b>				
Net Assets, Beginning of Year	866,669.64	1,142,797.60	(276,127.96)	-24.16%
Current Year Activity	162,221.88	26,352.05	135,869.83	515.59%
<b>TOTAL NET ASSETS</b>	1,028,891.52	1,169,149.65	(140,258.13)	-12.00%
<b>TOTAL LIABILITIES AND NET ASSETS</b>	3,984,665.81	4,034,002.39	(49,336.58)	-1.22%

National Association of Health Underwriters  
BALANCE SHEET  
March 31, 2017

	This Year	Last Year	Variance	% Increase(Decrease)
<b>ASSETS</b>				
<b>CURRENT ASSETS</b>				
Operating Cash and Cash Equivalents	338,590.70	732,810.94	(394,220.24)	-53.80%
Accounts Receivable, Net	646,774.26	405,863.45	240,910.81	59.36%
Prepaid Expense	133,714.57	103,407.09	30,307.48	29.31%
Note Receivable	5,000.00	5,000.00	0.00	0.00%
Total Current Assets	1,124,079.53	1,247,081.48	(123,001.95)	-9.86%
<b>SHORT TERM INVESTMENTS, at Fair Value</b>				
Operating Investments	354,854.54	679,405.90	(324,551.36)	-47.77%
Federal Legislative Defense Fund Investments	265,858.44	267,178.65	(1,320.21)	-0.49%
Total Short Term Investments	620,712.98	946,584.55	(325,871.57)	-34.43%
<b>LONG TERM INVESTMENTS, at Fair Value</b>				
Equity Securities	1,779,821.19	1,583,748.75	196,072.44	12.38%
Total Long Term Investments	1,779,821.19	1,583,748.75	196,072.44	12.38%
<b>PROPERTY AND EQUIPMENT, at Cost</b>				
Office Furniture and Equipment	664,972.60	637,637.01	27,335.59	4.29%
Leasehold Improvements	460,953.93	460,953.93	0.00	0.00%
Less: Accumulated Depreciation & Amortization	(836,504.95)	(742,786.39)	(93,718.56)	12.62%
Total Property and Equipment	289,421.58	355,804.55	(66,382.97)	-18.66%
<b>LONG TERM ASSETS</b>				
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%
<b>DEPOSITS</b>	37,161.60	37,161.60	0.00	0.00%
<b>TOTAL ASSETS</b>	3,901,196.88	4,170,380.93	(269,184.05)	-6.45%

**LIABILITIES AND NET ASSETS**

<b>CURRENT LIABILITIES</b>				
Accounts Payable and Accrued Expenses	229,719.95	100,774.82	128,945.13	127.95%
State and Local AHU Dues Payable	246,810.82	257,850.72	(11,039.90)	-4.28%
Deferred Revenue - Membership	1,940,749.85	2,041,877.58	(101,127.73)	-4.95%
Deferred Revenue - Prepaid Ads	5,000.00	0.00	5,000.00	0.00%
Deferred Revenue - Conferences	15,000.00	23,474.00	(8,474.00)	-36.10%
Total Current Liabilities	2,437,280.62	2,423,977.12	13,303.50	0.55%
<b>LONG TERM LIABILITIES</b>				
Deferred Rent Obligation	247,913.07	243,385.20	4,527.87	1.86%
Deferred Tenant Allowance	207,590.52	252,882.96	(45,292.44)	-17.91%
Total Long Term Liabilities	455,503.59	496,268.16	(40,764.57)	-8.21%
<b>TOTAL LIABILITIES</b>	2,892,784.21	2,920,245.28	(27,461.07)	-0.94%
<b>NET ASSETS</b>				
Net Assets, Beginning of Year	866,669.64	1,142,797.60	(276,127.96)	-24.16%
Current Year Activity	141,743.03	107,338.05	34,404.98	32.05%
<b>TOTAL NET ASSETS</b>	1,008,412.67	1,250,135.65	(241,722.98)	-19.34%
<b>TOTAL LIABILITIES AND NET ASSETS</b>	3,901,196.88	4,170,380.93	(269,184.05)	-6.45%