

**NH Vaccine Association – Board of Directors Meeting
June 3, 2016 – 9:00 – 10:00 a.m.**

KidsVax Offices

Presiding Officer: Susan Tenney, Chair

I. Attendance. Participating in all or part of the meeting in person (P) were the following individuals:

Directors:

Susan Tenney, Chair – Harvard Pilgrim Health Care (P)
Laura Condon – Public Board Representative (T)
David Fredenburg, M.D. – Healthcare Provider (T)
Elaine Koskela – Cigna (T)
Jason Margus – Anthem (T)

Others:

Mark McCue, Esq. – Hinckley Allen (T)

KidsVax®:

Fred L. Potter (T)
Nicole G. Price (P)
Claire Roberge (P)
Terry Mills (P)

Absent:

Everett Lamm, M.D. – Healthcare Provider
Edward Moran – Public Board Representative
David Sky, NHID – Governmental Representative
Marcella Bobinsky – Governmental Representative

II. Summary of Actions Taken and/or Recommended

A. Actions Taken (votes adopted)

1. To authorize the appointment of Susan Tenney and David Fredenburg as proxies for the director selection at the June 21, 2016, Annual Meeting of members.
2. To list the four director candidates on the proxy and invite individual entities to spread their covered lives votes over the four candidates. A notation will be added that if the allocation is left blank, the candidates from the three largest insurance companies will be moved forward.

Welcome and Introductions

At approximately 9:00 a.m., Chair Tenney asked for individuals on the telephone to identify themselves. She then called the meeting to order.

The purpose of this special meeting was to appoint proxies for director selection and appoint a slate of candidates for director selection at the upcoming Annual Board Meeting to be held on Tuesday, June 21, 2016. Ms. Price guided the discussion. In the past the Board has appointed two proxies to serve for assessable entities to use the proxies for their vote. If on the day of the meeting the proxies were available in person, they could change their vote and revoke the proxy if that was their choice at that time. The proxies are to help entities be able to vote in a manner that is most convenient for the entity. Susan Tenney and David Fredenburg have agreed to be proxies for this election cycle.

Ms. Condon asked if there is a required quorum for the proxies that are returned to the Association. Ms. Price explained that there is a required quorum of assessable lives, not necessarily individual proxies. Each entity represents a certain number of assessable lives, so there's a quorum regarding the number of assessable lives represented that have to be returned, but not individual proxies from each company. Ms. Condon asked how many assessable entities are not part of this selection process because they have fewer than 100 assessable lives. Further discussion ensued. Mrs. Roberge reported that there are a total of 88 carriers that filed and of those, there are 47 that have 100 or greater assessable lives and 41 that have fewer than 100 assessable lives. Mr. Potter indicated that the director selection process can be found under Article IV, Section 3 of the Bylaws. There being no further discussion, Chair Tenney called for a motion.

Upon motion duly made by Ms. Koskela and seconded by Mr. Margus, it was unanimously

VOTED: To authorize the appointment of Susan Tenney and David Fredenburg as proxies for the director selection at the June 21, 2016, Annual Meeting of members.

Mr. Potter explained that the purpose of this designation is to have names that KidsVax® can deploy for Board authorization to solicit proxies in advance of the meeting to open participation for companies that normally wouldn't bear the expense of coming in-person to the meeting. Any company can name their own proxy; this is just the Board saying whose names will be on the proxy forms KidsVax® mails out for solicitation. This process will make it more streamlined in the future.

Ms. Price indicated that the next item on the agenda was the selection of candidates for the director selection. This year there are four representatives from the assessable entities available for the three Board positions. The Board can choose to make a recommendation of how they would like the proxies to vote or the Board can decide to send out a blank proxy without nominees or representatives listed and each entity would have to fill in their own names. After further discussion, a motion was made to move forward with the recommendation made by Mr. Margus to list the four candidates on the proxy and invite individuals to spread their covered lives over the four candidates, with a notation that if the allocation is left blank, the candidates from the three largest insurance companies will be moved forward.

Upon motion duly made by Dr. Fredenburg and seconded by Ms. Koskela, it was unanimously

VOTED: To list the four director candidates on the proxy and invite individual entities to spread their covered lives votes over the four candidates. A notation will be added that if the allocation is left blank, the candidates from the three largest insurance companies will be moved forward.

Chair Tenney asked if there were other items for discussion at today's meeting. Mr. Potter offered to provide a brief update on the status of TRICARE. He reported that the New Hampshire delegation came through and in Section 757 of the Senate Armed Services Committee TRICARE bill for 2016 there is language that authorizes TRICARE to pay into state assessment programs. However, Congressional staffers changed the mandatory language to permissive and they added a test that TRICARE only participates if the assessments are less than TRICARE would have paid under its private reimbursement model, which must be demonstrated. There is no guidance as to how or when that is demonstrated. TRICARE acknowledges that it has had authorizations for over six years while this issue has been pending initially with the State of Washington and then later with the State of New Hampshire and now with four other states. KidsVax® has let the Senate Committee know that there is concern about that and want the language to at least be mandatory. Additionally, the payment of the arrearage is not included at the current time. The Governors' offices of New Hampshire, Washington, Alaska, and Idaho have already committed to send a letter to the Chairman and ranking members of both House and Senate Committees commending them for recognizing the importance of TRICARE's participation in these State vaccination programs, but urging that the language be made mandatory. Meanwhile, KidsVax® has met with TRICARE Office of General Counsel and have pending with them, a proposed alternative language which would remove the test each year and provide that TRICARE would reimburse at 95% of what it is paying on the private market for that vaccine in quarterly checks to the various state programs. KidsVax® will be bringing this back to the Multi-State Committee for comment in each state. It would be mandatory and the states would agree to forego any litigation to collect the arrearage. The thinking being that so long as TRICARE actually performs, the receipt of 95% of the private pay number when our assessments typically are the equivalent of 70%, would provide a substantial margin which would do three things: 1) would make up some of the arrearage over an extended period of time, 2) would allow for any costs that the states might incur to monitor TRICARE compliance, and 3) would make up for what is an inevitable shortfall of provider submissions of TRICARE reimbursement requests showing the zero or any state supplied vaccine code on the claim filed with TRICARE. The Committee's counsel in Washington indicates that this matter is going to be on the agenda for an early Conference Committee. There is agreement among House and Senate leadership given the number of conflict items between the two bills that they will start conferencing on this bill as soon as it passes the Senate—it already passed the House—and try to eliminate as many issues as possible. KidsVax® believes that the House leadership has agreed that they will accede to the Senate's version on TRICARE and will allow the reimbursement language to fall into the final bill emerging from the Conference Committee. The joint Governors' letter signed by each of these four Governors on a single document will be accompanied by further public information as funded by New Hampshire Vaccine Association (NHVA). The remaining strategy is to advance this mandatory language and one of the Senators will be proposing an amendment to that effect. In any event, it will be on the Conference Committee docket and KidsVax® believes they will tell their leadership to accede to the Senate version once that is finalized.

There being no further business to come before the Board, a Motion was made by Dr. Fredenburg and seconded by Ms. Condon to adjourn the meeting at 9:37 a.m.



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What: New Hampshire Vaccine Association (NHVA) Meeting
 Date and Time: Friday, June 3, 2016 / 9:00 – 9:30 a.m.
 Location: KidsVax® Conference Room, 125 North State Street, Concord, NH
 Call-In: **Dial: (605) 562-3180; Participant Code: 237931720**

NHVA Agendas are subject to revision up to and including the time of the meeting.

Approx. Time	Topic/[Anticipated Action]	Presented by:
<i>[Nicole Price will be leading today's discussions.]</i>		
9:00 – 9:05 a.m.	1. Welcome and Introductions a. Request for identification of individuals on conference phone.	S. Tenney
9:05 – 9:15 a.m.	2. Appointment of Proxies for Director Selection a) To authorize the appointment of Susan Tenney and David Fredenburg as proxies for the director selection this year.	N. Price
9:15 – 9:25 a.m.	3. Appointment of a slate of candidates for director selection a) To recommend _____, _____, and _____ as candidates for director selection at the NHVA Annual Board Meeting on June 21, 2016.	N. Price
9:30 a.m.	[Adjourn]	

June 3, 2016
Proposed Form of Votes

The following are suggested forms of votes only. They are intended to be an aid to facilitate work by individual directors. All board policy and the final form of votes is exclusively the province of the Board acting collectively as a Board of Directors.

Items under Agenda Section 2:

VOTED: To authorize the appointment of Susan Tenney and David Fredenburg as proxies for the director selection at the June 21, 2016, Annual Meeting of members.

[To authorize the appointment of Susan Tenney and David Fredenburg as proxies for the director selection at the June 21, 2016, Annual Meeting of members with the changes suggested at this meeting.]

Items under Agenda Section 3:

VOTED: To recommend the slate of candidates for director selection at the June 21, 2016, Annual Meeting as follows: _____, _____, and _____.

[To recommend the slate of candidates for director selection at the June 21, 2016, Annual Meeting as follows: _____, _____, and _____ with the changes suggested at this meeting.]