

**CAHU Charitable Community Foundation
MEETING MINUTES**

Meeting Description: CAHU Charitable Community Foundation Board Meeting

Date and Time: December 29, 2010 10:00 a.m.

Location: Via Conference Call

Members Participating: Dede Kennedy-Simington, Juan Lopez, Linda Rose Koehler

Members Not Participating: Dan Webb, Bob Herzog

Staff Participating: Jennifer Blevins, Tricia Schrum, Susan Carleson

1. Meeting Called to Order @ 10:03 a.m.
 2. Action Items
 - a. To be drafted for electronic vote by the Foundation Board
 - i. Revision of Foundation Policies and Procedures to reflect
 1. The ability of the Foundation to reimburse members or chapters for expenses related to chapter fund raising activities, not to exceed amount received from that chapter for that event. To be eligible for reimbursement a check voucher must be submitted including credible documentation of expenses being reimbursed, and signature by a chapter officer certifying that the expense was a budgeted item. If the reimbursement is payable to a chapter officer, the signature must be from one of the other chapter officers.
 2. The liability of the chapter for all expenses related to fundraising activities when using the Foundation to process income and expenses. The CCCF assumes no liability for chapter fundraising activities, and is not able to issue funds in excess of those received (and cleared) from the chapter.
 - ii. Bylaws Update
 1. Add President-Elect as a Board member
 2. Update the CAHU Foundation address
 - b. Marketing
 - i. Soliciting Donations: CAMS will establish a Pay Pal account for the Foundation to use for chapter events, with the chapter funding the merchant fees, and to solicit donations (when ready) to fund CCCF expenses and CCCF philanthropic initiatives.
 - ii. Foundation Training – CAMS will attempt to locate the Powerpoint presentation and/or supporting documentation PESC created for the Foundation
 - The meeting adjourned at 10:47 a.m.
 - The next Foundation Board meeting will be on Tuesday, March 22 @ 9:00 a.m.
-

Notes Prepared By: Susan Carleson

Date Prepared: 12/29/10

Distributed to: Foundation Board

Original File Storage: CAHU Foundation Board Meeting 122910.docx

CONFIDENTIAL

This document and the information it contains are strictly for the use of the California Association of Health Underwriters.

Susan Carleson

From: Dede Kennedy-Simington [dede@polenzani.com]
Sent: Tuesday, January 04, 2011 2:30 PM
To: 'Susan Carleson'
Subject: RE: CAHU: Urgent: eVote Requested: Foundation Business

Thanks Susan!

I voted yes on all motions, as shown below.

Thank you!!

Dierdre "Dede" Kennedy-Simington, LPRT
Vice President
Polenzani Benefits & Insurance Services
3452 E. Foothill Blvd., Suite 514
Pasadena, Ca. 91107

(626) 792-4219 x 28
(626) 792-5238 Fax
(626) 378-5656 Cell
Ca License # OA71347
dede@polenzani.com

From: Susan Carleson [mailto:info@cahu.org]
Sent: Tuesday, January 04, 2011 2:14 PM
To: Juan.R.Lopez@kp.org; Dede Kennedy Simington; dan@thewebb.biz; Bob Herzog
Cc: Linda Rose Koehler
Subject: CAHU: Urgent: eVote Requested: Foundation Business
Importance: High

Dear CAHU Foundation Board of Directors:

Your immediate reply is respectfully requested.

At the December 29, 2010 CAHU Foundation Board meeting, several motions, referenced below, were requested to be distributed to the CAHU Board for eVote. Also, we just received the renewal for the Foundation's D&O policy (expiring January 30, 2011). A motion related to the renewal is also included.

Motions Listed

- 1) CAHU Foundation Directors & Officers Renewal
- 2) CAHU Foundation Policies & Procedures amendment
- 3) CAHU Foundation Policies & Procedures revision
- 4) CAHU Foundation Bylaws revision
- 5) CAHU Foundation Bylaws amendment

Please reply to this email indicating your vote on each motion:

**1. CAHU Foundation Directors & Officers insurance policy renewal (a copy of the renewal attached)
Motion to approve the 2011-2012 renewal payment of \$640.00 for the CAHU Charitable Community
Foundation Directors & Officers insurance policy.**

X Yes, I approve the renewal payment*
__ No, I do not approval the renewal payment

***Dede recommends renewing this year, and tabling bidding the D&O to next year, for a number of reasons:**

- The Foundation has a number of transitional items that need attention, and replacing acceptable in-force coverage may not be as high a priority as a smooth transition.
- There is a premium credit of \$192 that may be lost if policy is not renewed this year.
- The renewal premium does not strike her as out of line – it is \$640 for the year, after the \$192 premium credit. (Rate started at \$832.) She has no basis for evaluating cost and needs/is very open to input.
- Having appropriate and consistent D&O is a high priority; there are 18 or so business days to renew
- To take it to bid she will develop bid specifications, and request bids from a variety of agent sources (minimum of 3), in addition to getting referrals of agents from the CAHU Board. It will be a rushed process.

2. CAHU Foundation Policies & Procedures (current version attached)

Motion to approve the following amendment (noted in RED type) to the CAHU Charitable Community Foundation Policies & Procedures, How The CAHU Charitable Community Foundation Works, item #3
Donation checks and credit card forms are collected and sent to the CAHU CCF with the Charitable Project Form. The donations are deposited and CCF then writes a check to the charity and vendors specified on the Charitable Project Form. The CCF check is handled as specified by the chapter: the checks can be returned to the chapter for presentation to the charity and vendors or sent directly to the charity and vendors as directed by the chapter.

The Foundation will reimburse members or chapters for expenses related to chapter fund raising activities, not to exceed amount received from that chapter for that event. To be eligible for reimbursement, a check voucher must be submitted including credible documentation of expenses being reimbursed, and signature by a chapter officer certifying that the expense was a budgeted item. If the reimbursement is payable to a chapter officer, the signature must be from one of the other chapter officers.

The chapter is liable for all expenses related to fundraising activities when using the Foundation to process income and expenses, including credit card/merchant fees. The CCF assumes no liability for chapter fund raising activities, and is not able to issue funds in excess of those received (and cleared) from the chapter.

NOTE: Donations must be transmitted to the CAHU Foundation within 60 days of receipt. The Foundation will not process donations that are more than 60 days old.

I approve this amendment
 I do not approve this amendment

3. Motion to approve the following revision to the CAHU Charitable Community Foundation Policies & Procedures, Improper Use of Funds

Charitable contributions may not be used to develop, further, or maintain an account relationship or as a method to reward persons or entities that do business with CAHU CCF and/or the local chapter. ~~Donations collected by the CAHU CCF cannot be distributed back to local chapters or individual members for purposes of reimbursing expenses. All funds collected by the CAHU CCF must remain with CAHU CCF or be distributed to an eligible charity and related vendors as directed by the local AHU chapter.~~

I approve this revision
 I do not approve this revision

4. CAHU Charitable Community Bylaws (a copy of the current Bylaws attached)

Motion to approve the following revision to the CAHU Charitable Community Foundation Bylaws, Article I: Location of Office

The name of this corporation is CAHU Charitable Community Foundation. It is a California nonprofit public benefit corporation with principal offices in ~~Fresno~~, Sacramento, California.

X I approve this revision

I do not approve this revision

5. Motion to approve the following amendment (noted in RED type) to the CAHU Charitable Community Foundation Bylaws, Article IV: Directors, Section 2. Number of Directors

The authorized number of Directors of the corporation shall be not less than three (3). The Board shall consist of the following members: (1) the Vice President Foundation of CAHU who is appointed to that position by the Executive Board of CAHU; (2) the President of CAHU who is elected to that position by the House of Delegates of CAHU; (3) the Immediate Past President of CAHU who automatically succeeds to the position of past president; (4) the Vice President of Finance of CAHU who is elected to that position by the House of Delegates of CAHU; (5) the President-Elect of CAHU who automatically succeeds to the position of president; and (6) the Executive Director of CAHU who is selected for that position by the Board of Directors of CAHU. All serve as Directors of this corporation for one (1) year terms. The number of Directors may be changed by the vote or written assent of a majority of the Directors then in office.

X I approve this amendment

I do not approve this amendment

Best regards,
Susan Carleson
California Association of Health Underwriters

Susan Carleson

From: Dan Webb [dan@thewebb.biz]
Sent: Tuesday, January 04, 2011 3:41 PM
To: 'Susan Carleson'
Subject: RE: CAHU: Urgent: eVote Requested: Foundation Business
Attachments: Dan Webb.vcf

My votes recorded below.



President
California Association of Health Underwriters
2010-2011

From: Susan Carleson [mailto:info@cahu.org]
Sent: Tuesday, January 04, 2011 2:14 PM
To: Juan.R.Lopez@kp.org; Dede Kennedy Simington; dan@thewebb.biz; Bob Herzog
Cc: Linda Rose Koehler
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Importance: High

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Your immediate reply is respectfully requested.

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Motions Listed.

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- 2) CAHU Foundation Policies & Procedures amendment
- 3) CAHU Foundation Policies & Procedures revision
- 4) CAHU Foundation Bylaws revision
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Please reply to this email indicating your vote on each motion:

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Motion to approve the 2011-2012 renewal payment of \$640.00 for the CAHU Charitable Community
Foundation Directors & Officers insurance policy.**

Yes, I approve the renewal payment*
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***Dede recommends renewing this year, and tabling bidding the D&O to next year, for a number of reasons:**

- The Foundation has a number of transitional items that need attention, and replacing acceptable in-force coverage may not be as high a priority as a smooth transition.
- There is a premium credit of \$192 that may be lost if policy is not renewed this year.
- The renewal premium does not strike her as out of line – it is \$640 for the year, after the \$192 premium credit. (Rate started at \$832.) She has no basis for evaluating cost and needs/is very open to input.
- Having appropriate and consistent D&O is a high priority; there are 18 or so business days to renew
- To take it to bid she will develop bid specifications, and request bids from a variety of agent sources (minimum of 3), in addition to getting referrals of agents from the CAHU Board. It will be a rushed process.

2. CAHU Foundation Policies & Procedures (current version attached)

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NOTE: Donations must be transmitted to the CAHU Foundation within 60 days of receipt. The Foundation will not process donations that are more than 60 days old.

I approve this amendment
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~~Donations collected by the CAHU CCF cannot be distributed back to local chapters or individual members for purposes of reimbursing expenses. All funds collected by the CAHU CCF must remain with CAHU CCF or be distributed to an eligible charity and related vendors as directed by the local AHU chapter.~~

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I approve this revision.

I do not approve this revision

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I approve this amendment

I do not approve this amendment

Best regards,
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California Association of Health Underwriters

Susan Carleson

From: Juan.R.Lopez@kp.org
Sent: Tuesday, January 04, 2011 4:00 PM
To: info@cahu.org
Cc: Bob.Herzog@herzogins.com; dan@thewebb.biz; dede@polenzanibenefits.com; lindarose49@msn.com
Subject: Re: CAHU: Urgent: eVote Requested: Foundation Business
Attachments: CAHU Foundation policies 3.14.08.pdf; Foundation-Bylaws-Revised-2006-04-06.pdf; cahu found do policy_20110103135522.pdf

1. Approve
2. Approve
3. Approve
4. Approve
5. Approve

See my official ballet below...

Juan R Lopez
Area Director
Kaiser Foundation Health Plan, Inc
Orange County Sales & Account Management

1851 E. First St., Suite 1100, Santa Ana, CA 92705
T. (714)796-2618
C. (714)357-0600
juan.r.lopez@kp.org
CA License 0B59886

"Susan Carleson" <info@cahu.org>

01/04/2011 02:14 PM

To: Juan R Lopez/CA/KAIPERM@KAIPERM, "Dede Kennedy Simington" <dede@polenzanibenefits.com>, <dan@thewebb.biz>, "Bob Herzog" <Bob.Herzog@herzogins.com>
cc: "Linda Rose Koehler" <lindarose49@msn.com>
Subject: CAHU: Urgent: eVote Requested: Foundation Business

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From: Robert C. Herzog [Bob.Herzog@herzogins.com]
Sent: Tuesday, January 04, 2011 2:22 PM
To: Susan Carleson; Juan.R.Lopez@kp.org; Dede Kennedy Simington; dan@thewebb.biz
Cc: Linda Rose Koehler
Subject: RE: CAHU: Urgent: eVote Requested: Foundation Business

Approved on all.

Bob Herzog

Bob Herzog
235 Main St.
Pleasanton, CA 94566
Cell 925-200-9272
925-734-0530
Fax 925-892-7969
www.herzogins.com

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