

KAIROS HEALTH ARIZONA, INC.

**Minutes of the Meeting of the Board of Directors
January 12, 2021**

A meeting of the board of directors of Kairos Health Arizona, Inc., was held on January 12, 2021.

Members present: Lana Berry
Sandy Cooper
Shannon Crosier
Chris Knutsen
Rudy Rodriguez
David Tharp
Dr. Michael L. Wright

All members appeared telephonically.

Members absent: None

Staff present: John Ashton: Ashton Tiffany, LLC
Mike Tiffany: Ashton Tiffany, LLC
Jennifer Darnall: Ashton Tiffany, LLC
Tanya Edwards: Ashton Tiffany, LLC
Jennifer Gabriel: Ashton Tiffany, LLC
Lori Jundt: Ashton Tiffany, LLC
Jeremy Larson: Ashton Tiffany, LLC
Tara Zika: Ashton Tiffany, LLC
Hannah Olson: Ashton Tiffany, LLC
Divi Matuszewski: Ashton Tiffany, LLC
Angie Stoudemire: Ashton Tiffany, LLC
Denise Walsh: Ashton Tiffany, LLC
Peter Gregory: Ashton Tiffany, LLC
Klaudia Gyder: Ashton Tiffany, LLC
Rich Heuer: Ashton Tiffany, LLC
Jenna Arico: Ashton Tiffany, LLC
Chris Marler: Ashton Tiffany, LLC
Stephanie Yingling: Ashton Tiffany, LLC
Tom Marreel: MSI
Chris Welker: Wright Welker & Pauole

A. Opening of the Meeting

1. Call to order

Rudy Rodriguez called the meeting to order at 12:04 p.m.

KAIROS HEALTH ARIZONA, INC.

**Minutes of the Meeting of the Board of Directors
January 12, 2021**

2. Welcome visitors

Dee Ostrowicki: Chandler Unified School District
Sean Shepard: Meritain Health/ASBAIT
Stephanie Martin: UMR
Keith Filonge: UMR
Brandon Carpenter: UMR

B. General Business

1. A motion was made to approve the agenda for January 12, 2021.

David Tharp, moved
Lana Berry, seconded
Motion passed unanimously

C. Executive Session

1. A motion was made to enter executive session at 12:06 p.m.

Sandy Cooper, moved
Lana Berry, seconded
Motion passed unanimously

2. A motion was made to exit executive session at 12:26 p.m.

Lana Berry, moved
Shannon Crosier, seconded
Motion passed unanimously

D. Open Session

1. A motion was made to approve the minutes of the August 26, 2020 executive session.

Sandy Cooper, moved
David Tharp, seconded
Motion passed unanimously

KAIROS HEALTH ARIZONA, INC.

Minutes of the Meeting of the Board of Directors January 12, 2021

B. General Business, continued

2. A motion was made to approve the minutes from the November 12, 2020 annual meeting of the membership.

Michael Wright, moved
David Tharp, seconded
Motion passed unanimously

3. A motion was made to approve the minutes from the November 12, 2020 annual meeting of the board.

Sandy Cooper, moved
David Tharp, seconded
Motion passed unanimously

4. Management report

The following items were discussed in the management report:

- member visits;
- Vimly enrollment system update;
- UMR implementation;
- Maxor audit;
- COVID-19 report; and
- future meeting schedule.

5. Financial report

Jeremy Larson distributed and then presented the management dashboard for the period ending November 30, 2020. Year-to-date net operating revenues were \$47,705,111, and total operating expenses were \$41,926,411. Total net income for the self-insured members and the shared risk pool was \$2,485,317 and \$3,472,297, respectively.

E. New Business

1. Discussion and ratification of Maestro letter of understanding

KAIROS HEALTH ARIZONA, INC.

Minutes of the Meeting of the Board of Directors January 12, 2021

Through the BCBSAZ partnership, Kairos members had access to the benefit administration system, Benefit Starter, provided by Maestro Health, Inc. (Maestro), through December 31, 2020.

Tanya Edwards signed a letter of understanding with Maestro to extend support with Benefit Starter through January 31, 2021, so that members are not left without access to a system until Vimly goes live February 1, 2021.

A motion was made to ratify the Maestro letter of understanding.

Michael Wright, moved
Chris Knutsen, seconded
Motion passed unanimously

2. Discussion and approval of management underwriting authority

John Ashton presented information on management underwriting authority—approved at a previous board meeting for the 2020/2021 plan year—which allowed management to establish higher or lower rate increases for members, depending on the member’s loss experience. Mr. Ashton requested underwriting authority for the following parameters:

- Self-funded members will continue to retain the authority to establish their own rates, as the risk remains with those self-funded members.
- Prospects will continue to be underwritten based on their specific demographics, loss experience, and other underwriting factors.
- Variable rating will only apply to members with at least two full years’ loss experience.
- Management will be granted underwriting authority of +/- 7% from the “pooled rate adjustment” established by the board at the upcoming February board meeting. Adjustments will be based on loss experience.

A motion was made to approve the management underwriting authority.

Michael Wright, moved
Chris Knutsen, seconded
Motion passed unanimously

KAIROS HEALTH ARIZONA, INC.

**Minutes of the Meeting of the Board of Directors
January 12, 2021**

3. Discussion and approval of 2021/2022 program and plan design options

Tanya Edwards presented the 2021/2022 program options for consideration by the board. The board discussed the various options and requested that staff move forward with implementing the following changes:

- Item E: 2021 HSA contribution limit increase;
- Item F: elimination of cost share for telehealth services on all 5 medical plans (subject to CARES Act);
- Item I: exclusion of 90-retail prescription option, in favor of mail order;
- Item J, Option B: increase in member cost share for prescriptions;
- Item K, Option B: modification of preventive medication list;
- Item L: implementation of a new EAP vendor, ComPsych;
- Item M: direct contract with HealthEquity for health savings accounts;
- Item N: implementation of a new biometrics vendor, eHealthScreenings;
- Item R: limitation of maximum ambulance (ground and air) reimbursement to \$25,000; and,
- Item S: extension of preventive coverage for osteoporosis, CHF, hypertension, diabetes, asthma, liver, heart, and CAD.

The board deferred decisions on the following items until the subsequent board meeting and requested that staff include information on their potential impact:

- Item O: coverage for part-time employees working 15–19 hours; and,
- Item P: coverage for firefighters working 24-hour shifts.

A motion was made to approve the above-listed 2021/2022 program and plan design options.


Michael Wright, moved
Lana Berry, seconded
Motion passed unanimously

KAIROS HEALTH ARIZONA, INC.

**Minutes of the Meeting of the Board of Directors
January 12, 2021**

F. Adjournment

Rudy Rodriguez adjourned the meeting at 2:43 p.m.



Received and approved by Rudy Rodriguez
Board President
Kairos Health Arizona, Inc.