



Mass Strategic Health Group (MSHG) Board Meeting

Tuesday, August 29th, 2023 at 1:00 PM
Town of Medway Town Hall and by Virtual Participation
Meeting Minutes

Board and Alternate Board Members in Attendance:

Rick LaFond, Board Chair	Town of Webster
Matthew Wojcik	Town of Douglas
Rich Mathieu	Dudley Charlton Regional School District
Jamie Hellen	Town of Franklin
Michael Boynton	Town of Medway
Adam Gaudette	Town of Northbridge
Lindsay Grasso	Town of Abington
Daniel Haynes	Tri-County Regional School District
Jamie Kelley	Town of Acushnet
James Ryan	Town of Salisbury
Arthur Scott	Collaborative for Education Services

Guests in Attendance:

Jessica Sinclair	Town of Medway
Alison Poter	Town of Medway
MaryEllen Cerbone	Dudley Charlton Regional School District
Karen Bratt	Town of Franklin
Courtney Friedland	Town of Webster
Tim Bell	Town of Webster
Ken Lombardi	NFP
Kevin Paicos	NFP
Anthony Lively	Arthur J. Gallagher
Chris Nunnally	Arthur J. Gallagher
Emmilie Roach	Arthur J. Gallagher

The meeting was called to order at 1:06 p.m.

Delegate / Alternate Delegate Attendance

There was a roll call of attendees participating in person and via Microsoft Teams.



Meeting Minutes – August 1, 2023 – Votes Possible

Mr. Boynton made a motion to approve the meeting minutes from August 1, 2023. Mr. Wojcik seconded the motion. There was a roll call vote. The motion passed unanimously.

Motion

Treasurer’s Report

Mr. LaFond said in Mr. Beinvenue’s absence he would like to defer the treasurer report until the next meeting. Mr. Wojcik noted it is incumbent upon every member to stay current with their working rates every month.

Discussion and possible vote to approve annual audit services by Roselli, Clark & Associates for the years ending June 30, 2022; June 30, 2023, and June 30, 2023

Mr. LaFond explained we have been using Roselli, Clark & Associates for our annual audit but there has not been a vote to approve the engagement letter. Mr. Wojcik said he received the representation letter in January about their future engagement and ongoing engagement but it was not signed because not all the data had been received from Gallagher.

Mr. Boynton made a motion to approve the three-year engagement letter with Roselli, Clark, and Associates. Mr. Ryan seconded the motion.

Motion

The board discussed. Mr. Wojcik said he would not vote on a three-year engagement letter without laying out the process in the Joint Purchase Group Agreement (JPG) for selecting an auditor and having all members participate in selecting an auditor. Mr. Wojcik said some work has been done for fiscal year 2022 but not for three years.

Mr. Boynton amended his motion to approve a one-year engagement letter for fiscal year 2022 with Roselli, Clark, and Associates and then compete for ongoing business. Mr. Wojcik seconded the motion. There was a roll call vote. The motion passed unanimously.

Motion

Participation Agreement Discussion – Votes Possible

Mr. LaFond said this body has approved and authorized a subcommittee to select an attorney ultimately for the board's approval to make the Joint Purchase Group agreement. Mr. Lafond said the board did engage legal counsel with Mr. Leo Peloquin who has represented many Joint Purchase Groups over the years.

Mr. Lafond presented a high-level overview of the changes made to the agreement, particularly about the governance section. Mr. LaFond spoke to some highlights and notes from each of the updated sections. Mr. LaFond said in the very beginning of Massachusetts Strategic Health Group (MSHG) it was a fairly standard Joint Purchase Agreement that has become obsolete. Mr. LaFond said the language is transferring language from a standard JPG to meet our needs, with the growth of the group it organizes some of the articles into more of an appropriate flow with the updated document. Mr. LaFond said the document refines participants versus limited participants in the rights of each, the government structure, including the constitution and the authority of the members and duties of the board. Mr. LaFond said it maintains local control over the contributions and benefits but it does not take away any of the authority currently within each community, It refinds the procedures for adding membership and clarifies members leaving the group both voluntarily and involuntarily and how those

assets are determined. Mr. LaFond said there is a strengthening of the liability section in the indemnification of the members in MSHG. The board discussed the Medicare-only members and how payments are made. It was decided to hold a future meeting to discuss a policy when we bring in retirees only that we establish how they will pay because there needs to be more transparency.

The board decided to amend article 9C to say “ a participant’s certified trust fund surplus shall be the participant’s allocated fund balance (equity) as reported on full accrual basis reported by the group’s treasurer as of the termination date less subsequent claims paid exceeding participant’s IBNR as of termination date”.

Mr. Wojcik made a motion to accept the JPG agreement with the amendment to Article 9C and an amendment to Article 1 changing the language from related to rated. Mr. Matheui seconded the motion.

Motion

Mr. Wojcik brought it to the board’s attention that Article 12 can’t have an amendment to this agreement. Mr. Wojcik explained the article states no vote shall be taken at a meeting on a proposed amendment unless the proposed amendment has been presented to the board in writing at a prior meeting of the board at least 30 calendar days have passed since the board meeting at which the proposed amendment was put.

Mr. Scott brought it to the board’s attention the agreement states a full member is defined as a municipal entity that is offering insurance under the provision of Chapter 32B but Collaborative for Educational Services (CES) has not adopted Chapter 32B. Mr. Nunnally said he was advised by our last attorney it’s not the board’s purview to decide whether a group applies to 32B. Mr. Peloquin said he would look into whether CES needs to adopt Chapter 32B and follow up with the board.

Mr. Wojcik amended his motion to adopt the JPG agreement with the amendment to Article 12A following the suggestion of legal counsel to delay further adoption of this document until the board has a 14 day review period, after the 14 day review period the agreement will be subject to final approval. Mr. Mathieu seconded the motion. There was a roll call vote. Mr. Scott upstained. The motion passed.

Motion

The board discussed and agreed to take back the agreement to their governing bodies.

MSHG Meeting Posting Requirements

Mr. LaFond said Ms. Roach posts the meeting requirements to the MSHG website but it is also the responsibility of each member to post the meeting requirements to their member community websites.

The board discussed the next meeting following the 14-day review period of the JPG agreement.

Mr. Boynton made a motion to hold the next MSHG meeting to finalize the agreement on September 13th at 1 PM as a virtual-only meeting, following a regularly scheduled in-person meeting on October 17th. Mr. Wojcik seconded the motion. There was a roll call vote the motion passed unanimously.

Motion

Open Session for Topics Not Reasonably Anticipated 48 Hours In Advance Of the Meeting

There were no topics not reasonably anticipated 48 hours in advance of the meeting.

Mr. Boynton made a motion to adjourn the meeting at 2:48 PM. Mr. Wojcik seconded the motion.

Motion



Gallagher

Insurance | Risk Management | Consulting

Next Meeting

The next meetings were scheduled for September 13th at 1 PM and October 17th at 1 PM.

*Submitted by,
Emmilie Roach
Gallagher Benefit Services*