

**RESOLUTION NO. 2009- 330**

**A RESOLUTION BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, ADOPTING THE BY-LAWS OF THE ST. JOHNS COUNTY INSURANCE COMMITTEE; PROVIDING AN EFFECTIVE DATE**

**RECITALS**

**WHEREAS**, the mission of the St. Johns County Insurance Committee is to provide access to high quality, high value benefit plans and services to persons employed by St. Johns County, Florida (County), as well as their dependents of those persons, and the persons and dependents employed by participating St. Johns County Constitutional Officers; and

**WHEREAS**, the St. Johns County Clerk of Courts, the St. Johns County Property Appraiser, the St. Johns County Sheriff's Office, the St. Johns County, Supervisor of Elections, and the St. Johns County Tax Collector constitute the participating St. Johns County Constitutional Officers; and

**WHEREAS**, the St. Johns County Insurance Committee represents the interests of the St. Johns County Board of County Commissioners and participating Constitutional Officers on matters of health, dental, life, and all insurance-related benefits for the employees of the above agencies; and

**WHEREAS**, the St. Johns County Insurance Committee (Committee) has drafted By-Laws (attached and incorporated herein), which set forth a series of administrative policies and procedures for the Committee to follow, observe, and execute; and

**WHEREAS**, the Board of County Commissioners of St. Johns County, Florida (Board) has reviewed the Committee's By-Laws; and

**WHEREAS**, the Board has determined that the Committee's By-Laws are in the interest of the County.

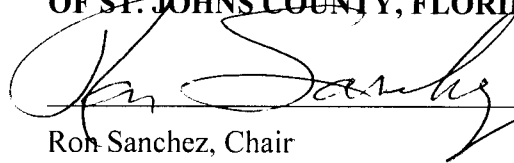
**NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA as follows:**

1. The above Recitals are incorporated by reference into the body of this Resolution, and such Recitals are adopted as Findings of Fact.
2. The St. Johns County Board of County Commissioners hereby approves and adopts the attached and incorporated St. Johns County Insurance Committee By-Laws.
3. To the extent that there are typographical or administrative errors that do not change the tone, tenor, or concept of this Resolution, then this Resolution may be revised without subsequent approval of the Board of County Commissioners.

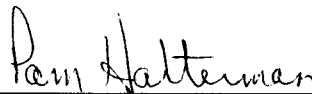
4. This Resolution shall be effective upon adoption by the Board of County Commissioners.

**PASSED AND ADOPTED** by the Board of County Commissioners of St. Johns County, Florida, this 17<sup>th</sup> day of November, 2009.

**BOARD OF COUNTY COMMISSIONERS  
OF ST. JOHNS COUNTY, FLORIDA**

  
Ron Sanchez, Chair

**ATTEST: Cheryl Strickland, Clerk**

  
Deputy Clerk

**RENDITION DATE** 11/19/09



**BYLAWS OF THE  
ST. JOHNS COUNTY INSURANCE COMMITTEE  
REVISED 11-2-09**

**ARTICLE I: NAME**

The name shall be the St. Johns County Insurance Committee, hereinafter referred to as the "Committee."

Definitions:

- A. Benefits Plan hereinafter referred to as the "Plan" include but are not limited to:
  - a. Self-Funded Medical, Prescription, Dental and Visions
  - b. Fully-Insured Group Life and AD&D
  - c. Fully-Insured Group Long Term Disability
  - d. Voluntary Group Life
  - e. Misc. Voluntary Products such as short-term disability, cancer, accident, long-term care, etc.
  - f. Section 125 Medical and Dependent Daycare Flexible Spending Accounts
- B. Participating Constitutional Officers hereinafter referred to as Constitutional Officers":
  - a. Clerk of Courts
  - b. Property Appraiser
  - c. Sheriff's Office
  - d. Supervisor of Elections
  - e. Tax Collector
- C. Members that can participate in the Plan are:
  - a. Eligible Active Employees
  - b. Eligible Retirees
  - c. Eligible Spouses and Dependents

**ARTICLE II: MISSION**

To provide access to high-quality, high-value benefit plans and services for our employees and their dependents while maintaining costs to St Johns County and the employees.

**ARTICLE III: PURPOSE**

The Committee shall be empowered to:

- A. Represent the St. Johns County Board of County Commissioners and Constitutional Officers on matters of health, dental, life and all insurance related benefits for the employees of the above agencies.
- B. Participate in the planning process for the provision of benefits for the employees of the Board of County Commissioners and any participating Constitutional Officers by serving as advisors to the Board of County Commissioners, County Administration and Constitutional Officers.

- C. Monitor and track the ongoing costs, progress and success of the Plan and make recommendations accordingly.
- D. Perform its functions and duties without regard or condition as to the race, religion, gender or national origin of any affected person.

#### **ARTICLE IV: DUTIES & RESPONSIBILITIES**

The St. Johns County Insurance Committee is an advisory body for the St. Johns County Board of County Commissioners, County Administration and participating Constitutional Officers.

Duties and responsibilities of the Committee are to:

- A. Participate in the planning process for employee benefit provisions.
- B. Review and evaluate the benefit needs, programs, services, and special issues for employees.
- C. Oversee the Plan, communicate and make recommendations to the Constitutional Officers and to the Board of County Commissioners. In accordance with Policies and Procedures, ultimate decision making authority for contracts and budget related business falls with the Board of County Commissioners after review of the Committee's recommendations. Ultimate signing authority falls to the County administrator or its designated representative. The committee members shall have no legal liability for their participation in the process.
- D. Make reports and recommendations to participating Constitutional Officers and the Board of County Commissioners and such other bodies as are appropriate.
- E. Promote a comprehensive and integrated approach to providing and monitoring benefits provided by the County to employees of the Board of County Commissioners and participating Constitutional Officers.
- F. Assess and make recommendations for benefit-related programs, services and issues as needed.
- G. Establish an ongoing program of education and dissemination of information to its own members.
- H. Participate in the County's Request For Proposal process through the Personnel Services Director.
- I. Adhere to normal Board of County Commissioners' Policies and Procedures.

#### **ARTICLE V: MEETINGS**

Committee shall hold meetings:

- A. Once a month, unless a holiday, or canceled for a particular reason. Special meetings may be held from time to time, with members notified in a proper manner. Notice of meetings will be publicly posted. Meetings shall be held at an accessible location and may rotate between participating members' offices.
- B. Membership shall consist of up to six voting members, appointed by the Board of County Commissioners and participating Constitutional Officers or their designees with voting powers. Members should represent by experience, interest and knowledge, the areas that are the concern of the Committee. The number of voting members may fluctuate based on the number of Constitutional Officers. Composition of the Committee shall be:

- a. One voting member from the Board of County Commissioners.
  - i. In the absence of the representative County Commissioner, voting responsibility will lie with the County Administrator or designee.
  
- b. One voting member from each of the participating Constitutional Officers as follows:
  - i. Clerk of Courts
  - ii. Property Appraiser
  - iii. Sheriff's Office
  - iv. Supervisor of Elections
  - i. Tax Collector
- c. One non-voting member as follows:
  - i. County Administrator or designee
  - ii. Personnel Services Director or designee
- C. Additional non-voting staff members of the Constitutional Officers listed above may be assigned to attend at any time.
- D. A quorum shall consist of a majority of 4 current voting members and shall be required to pass any business that requires a vote.
- E. Term of appointment of Committee Chair shall be effective at the November Insurance Committee Meeting and shall be for one (1) year.
- F. Any voting member vacancy on the Committee shall be filled for the unexpired term in the same manner as provided for in the initial appointment to the Committee. A member may serve consecutive years with no limit if approved by the Director of the participating office listed above.
- G. Attendance at meetings is required. Absent members are encouraged to send an alternate office representative so that all Constitutional Officers are represented in a voting capacity. Third party provider staff shall maintain a record of absences.
- H. The participating Constitutional Officers are encouraged to attend a minimum of 4 meetings per year to promote communication and ensure awareness of the Plan.
- I. Resignations are to be submitted in writing and addressed to the Chair of the Board of County Commissioners and sent to the Committee Chair, with copies to the Personnel Services Director for appropriate routing and filing.
- J. Agenda for Committee meetings shall be established by The Bailey Group with input from all Committee members and constitutional officers.
- K. The Committee meets the third Thursday of the month. Agenda items should be submitted to a Bailey Group staff representative and shall be included in the agenda. The Bailey Group staff will supply the agenda, draft minutes and any pertinent summaries or documents to members seven (7) days prior to the next meeting.
- L. The name, address and daytime telephone number of the custodian of written Committee records shall be filed with the County Administrator's office. Should the place of records change, the County Administrator's office is to be notified immediately. Minutes shall be prepared by The Bailey Group staff and include date, time, location, present and absent members, visitors, staff and participating agency directors and reflect the substance of issues discussed, proposed, moved and voted upon. Once approved, minutes will be furnished to all members of the Board of

County Commissioners, the County Administrator, the Constitutional Officers, and all committee members and serve as the official report of the meeting. Any member of the Committee may keep minutes for their own use.

- M. Should a Constitutional Officer choose to withdraw from the benefits Plan at any time, notice should be submitted 3 months prior to the termination in writing and addressed to the Chair of the Board of County Commissioners and sent to the Committee Chair, with copies to the Personnel Services Director for appropriate routing and filing. See Article VIII: Plan Administration.
- N. Should it be determined by the Office of Management and Budget that a change is needed to the Board or Employee contributions that have been approved by the Committee, a representative from the Office of Management and Budget would be required to attend the next meeting and submit the change(s) to the Committee for approval.

#### **ARTICLE VI: OFFICERS**

- A. Elections shall be held annually, during the first meeting of the year, through open nominations and vote. Chair shall be elected by a majority and shall rotate between representatives of constitutional officers.
- B. Duties of the Chair shall be to convene Committee meetings, assign tasks to members, co-prepare the agenda, supervise correspondence and reports, and attend meetings with the Board of County Commissioners, County Administrator, and Constitutional Officers as designated spokesperson.
- C. Officers serve for one (1) year, commencing from the election, and may serve consecutive terms with a unanimous vote.

#### **ARTICLE VII: COMMITTEES**

To enable the work of the Committee to be carried out and the tasks and responsibilities to be fulfilled, work groups, task teams, and/or ad hoc committees may be created from time to time, composed of members appointed by Chair. Specific expectations, duties and limitations imposed by the time frame, will be established for such groups. Whenever feasible and appropriate, community participation will be invited.

#### **ARTICLE VIII: PLAN ADMINISTRATION**

- A. The Plan allows for significant savings through consolidating employees from multiple constitutional officers resulting in group discounts and other cost reduction benefits.
- B. Should a Constitutional Officer choose to withdraw from the Plan at any time, the following apply:
  - a. Notification to the Committee Chair 3 months prior to termination
  - b. Responsible for paying on-going run-out costs for their participating offices' employees as of the date of withdraw from the Plan. On-going costs include but are not limited to:
    - i. Blue Cross Blue Shield Florida Fees – 15% of run-out claims paid
    - ii. Florida Combined Life Fees – 19% of run-out claims paid
    - iii. Medical, Prescription, Vision and Dental Claims

- c. Run-out period can last as long as 2 years but is not limited to this timeframe.

#### **ARTICLE IX: STAFF AND LEGAL ASSISTANCE**

A County Staff member will be assigned by the County Administrator to work with the Committee and to serve as liaison and promote communication. Use of County equipment and services (i.e., postage, copies, research, and minutes) by Committee members is allowed as needed and approved by County staff. Legal advice will be provided by the County Attorney's Office as approved by the Board of County Commissioners. If outside insurance legal counsel is required, any fees attributable to the outside legal counsel are to be paid by the Plan. Fees would have to be presented and approved by the Committee prior to engagement.

#### **ARTICLE X: PRIVACY**

St. Johns County Self-Funded Medical, Prescription, Vision and Dental Plans are required by the HIPAA Privacy laws, to protect the privacy of member's Personal Health Information (PHI). Representatives of the Committee (voting and nonvoting) undergo HIPAA training. Accordingly Committee representatives must agree not to disclose a member's personal health information in any manner other than stated on the Plan's privacy notice.

#### **ARTICLE XI: AMENDMENT OF BYLAWS**

Bylaws may be reviewed or amended by a majority vote of the Committee, provided notice of intent to revise or amend be given to Committee at a preceding meeting and by mail 30 days before the meeting at which the revision or amendment is to be considered. Amended bylaws, upon adoption by Committee, shall take effect immediately. Bylaws and any amendments thereto shall be sent to the County Administrator, Board of County Commissioners, and Constitutional Officers via the Personnel Services Director, to be filed with the Committee's files.

#### **ARTICLE XII: LIABILITIES**

No member or officer shall be liable for the actions or failures to act, of any other member or officer of the Committee.

#### **ARTICLE XIII: CONFLICT OF INTEREST**

If any member suspects a possible conflict of interest regarding any matters before the Committee, it should be brought to the attention of *County Administrator*, along with corroborating evidence, if any. The *County Administrator* may rule on the conflict, or elect to have the matter presented to the Committee for a vote and/or determine that legal advice be obtained and then presented to the Committee.

Committee members with fiduciary interests in issues coming before the Committee shall not vote, discuss, or otherwise influence the vote or discussion of such issues. Fiduciary interest is defined herein to include a financial interest held by the member, member's spouse, or dependent children, which is:

- A. an ownership interest in a business, or in real or personal property;
- B. a creditor interest in an insolvent business;
- C. employment, or prospective employment/negotiations have begun;
- D. a loan or other debtor interest;
- E. directorship or officership in a business.

**APPROVED AND ADOPTED  
THIS \_\_\_ DAY OF NOVEMBER 2009  
ST. JOHNS COUNTY INSURANCE COMMITTEE**

**BY:**

**Participating Constitutional Officers:**

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**Board of County Commissioners:**