

NATIONAL COUNCIL OF INSURANCE LEGISLATORS
ARTICLES OF ORGANIZATION & BYLAWS REVISION COMMITTEE
SCOTTSDALE, ARIZONA
NOVEMBER 19, 2021
DRAFT MINUTES

The National Council of Insurance Legislators (NCOIL) Articles of Organization & Bylaws Revision Committee met at The Westin Kierland Hotel on Friday, November 19, 2021 at 4:15 p.m.

Indiana Representative Matt Lehman, NCOIL President, presided.

Other members of the Committee present were:

Sen. Travis Holdman (IN)
Rep. Tom Oliverson, M.D. (TX)

Other legislators present were:

Rep. Deborah Ferguson (AR)	Rep. Edmond Jordan (LA)
Rep. Jonathan Carroll (IL)	Sen. Paul Utke (MN)
Sen. Beverly Gossage (KS)	

Also in attendance were:

Commissioner Tom Considine, NCOIL CEO
Will Melofchik, NCOIL General Counsel

QUORUM

Upon a Motion made by Sen. Travis Holdman (IN), NCOIL Immediate Past President, and seconded by Rep. Tom Oliverson, M.D. (TX), the Committee voted without objection by way of a voice vote to waive the quorum requirement.

MINUTES

Upon a Motion made by Sen. Holdman and seconded by Rep. Oliverson, the Committee voted without objection by way of a voice vote to adopt the minutes of the Committee's October 8, 2021 interim Zoom meeting.

CONTINUED DISCUSSION AND CONSIDERATION OF PROPOSED AMENDMENTS TO NCOIL ARTICLES OF ORGANIZATION & BYLAWS

Rep. Lehman stated that the purpose of this meeting is to consider amendments to the NCOIL Articles of Organization & Bylaws. This Committee held an interim meeting on October 8th to discuss the amendments which are fairly minor and are being proposed to both continue the organization on a path of improvement, and formally recognize current practices within the organization. Rep. Lehman noted that the amendments are in the binders on page 223 and that he will turn things over to Will Melofchik, NCOIL General Counsel, to briefly go through them.

Mr. Melofchik stated that the first proposed amendment is in Section 3(B) of the Articles of Organization at the end of page 223. The second sentence of that section is proposed to be deleted. The reasoning behind this is to address the situation of a state that hasn't paid dues in let's say five years, but then decides to renew its status as a Contributing State. Under a strict reading of this section, that state would be required to pay all of the previously billed dues in order to be in good standing, as opposed to just paying the one year's worth of dues to re-join as a Contributing State. That makes it virtually impractical to recruit lapsed Contributing States to return and, is not the way the organization currently operates. Hearing no questions or comments, Mr. Melofchik proceeded.

The next proposed amendment is in Section 3(B)(10) of the bylaws on page 228. The language "if she or he has an opponent for the position" is proposed to be added to the end of the last sentence in that section. The reasoning behind this is to ensure that recusals from Nominating Committee deliberations are required only when appropriate. For example, when the Nominating Committee met yesterday, technically the existing officers seeking to advance in their service through the active chairs were candidates for an officer position, in addition to the legislators seeking to start their service as an officer. Under the current language of this section, certain Nominating Committee members would therefore have to decide whether to recuse themselves even though they are only advancing in their officer service with no opponents. Mr. Melofchik noted that in conversations with Rep. Lehman, he and NCOIL staff agreed that adding the proposed language makes sense to avoid any unnecessary recusals while maintaining the spirit and intent of this section. Hearing no questions or comments, Mr. Melofchik proceeded.

The next proposed amendment appears on the same page – Section(3)(B)(11) is proposed to be deleted which sets out the makeup and purpose of a Business Planning Committee. The reasoning behind this is that since Sen. Holdman was NCOIL President in 2016, which also coincided with Commissioner Considine's arrival as NCOIL CEO, all of the functions of the Business Planning Committee as set out in the bylaws have been carried out by the Executive Committee, which has worked well. The Business Planning Committee has actually never met by itself and conducted any business since 2016. The Committee is always just merged with the meeting of the Executive Committee at the conclusion of the national conferences which is really just a matter of following past practices - it's really the Executive Committee that is conducting the official business during those meetings. Hearing no questions or comments, Mr. Melofchik proceeded.

The next proposed amendment also appears on the same page – Section (3)(C) is proposed to be amended by adding the language "however, beginning in 2022, no legislator shall serve as Chair of any one committee for more than three (3) consecutive years." The reasoning behind this is to simply facilitate a wider range of legislators Chairing a committee and to avoid having a legislator feel that they "own" a committee due to their extensive consecutive years of service as Chair. Hearing no questions or comments, Mr. Melofchik turned it back over to Rep. Lehman.

Hearing no questions or comments on any of the proposed amendments, upon a Motion made by Sen. Holdman and seconded by Rep. Oliverson, the Committee voted without objection by way of a voice vote to adopt the amendments.

ADJOURNMENT

Hearing no further business, upon a motion made by Sen. Holdman and seconded by Rep. Oliverson, the Committee adjourned at 4:45 p.m.