

NATIONAL COUNCIL OF INSURANCE LEGISLATORS
ARTICLES OF ORGANIZATION & BYLAWS REVISION COMMITTEE
2023 NCOIL SUMMER MEETING – MINNEAPOLIS, MN
JULY 21, 2023
DRAFT MINUTES

The National Council of Insurance Legislators (NCOIL) Articles of Organization & Bylaws Revision Committee met at the Minneapolis Marriott City Center Hotel in Minneapolis, MN on Friday, July 21, 2023 at 4:15 PM.

Senator Walter Michel, (MS), Chair of the Committee, presided.

Other members of the Committee present:

Sen. Vickie Sawyer (NC)
Sen. Jerry Klein (ND)

Rep. Carl Anderson (SC)

Other legislators present were:

Rep. Rod Furniss (ID)
Rep. Matt Lehman (IN)
Sen. Beverly Gossage (KS)
Rep. Michael Sarge Pollock (KY)
Sen. Arthur Ellis (MD)

Sen. Paul Utke (MN)
Sen. George Lang (OH)
Rep. Bob Peterson (OH)
Rep. Tom Oliverson, M.D. (TX)

Also in attendance were:

Commissioner Tom Considine, NCOIL CEO
Will Melofchik, NCOIL General Counsel
Pat Gilbert, Director, Administration & Member Services, NCOIL Support Services, LLC

MINUTES

Upon a Motion made by Sen. Vickie Sawyer (NC) and seconded by Sen. Jerry Klein (ND), the Committee voted without objection by way of a voice vote to adopt the minutes of the Committee's November 17, 2022 meeting in New Orleans, LA.

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

Sen. Michel stated that the Committee is meeting today to discuss and consider some proposed amendments to the NCOIL Articles of Organization & Bylaws. Those amendments can be found on the conference app and on the website and they also appear in your binders starting on page 279. I'll turn things over to Will Melofchik, NCOIL General Counsel, who can go through the amendments.

Mr. Melofchik stated that the first proposed amendment is to Section 4(C) of the Articles of Organization on page 279 in your binders. The language is straightforward in that the goal is to limit the number of legislators from any one State that can vote on any matter before any one Committee. The reason is to prevent one state from dominating a vote on a matter before a Committee as the optics aren't great if a Committee had, to use an extreme example, 10

legislators from one state all vote the same way on a Model Law or Resolution, especially one that is controversial. Importantly, this doesn't limit the number of legislators from a state that can be a member of a Committee, it just limits the number of legislators that can vote.

If there are more than four legislators from a state on a Committee, a process will have to be developed that determines which legislators are able to vote. Based on preliminary discussions, the thought is that the Chairs and Vice Chairs of state insurance committees would take preference and then perhaps there could be a designation process in advance of each conference that sets forth which legislators from a state can vote. Also, it's important to note that there is a somewhat similar mechanism already in place for the Executive Committee. On the same page in your binders, in Section 5(B), it says that "not more than four (4) representatives of each Contributing State of NCOIL" can be on the Executive Committee.

Sen. Klein stated that a formal designation process should be developed for determining which legislators can vote in scenarios where there are more than four legislators from a state on a Committee, and it might be a good idea for the designation process to be set forth in the Articles of Organization.

Sen. Klein then made a Motion for language to be added that describes the designation process, specifically that the state would designate the four voting members of an NCOIL committee. Rep. Carl Anderson (SC) seconded the Motion. The Committee then voted without objection by way of a voice to adopt the amendment with the additional language presented by Sen. Klein.

Mr. Melofchik stated that the next proposed amendment is a late addition and was not included in the 30 day materials. In Section 5(B) of the Articles of Organization on page 279, in the fourth sentence that starts with "A state committee chair from a Contributing State...." Language is proposed to be added at the end of that sentence: "...unless, upon good cause shown, such attendance is deemed by the President to be unreasonable." This deals with the requirement that state Committee Chairs must be physically present at their first Executive Committee meeting in order to be recognized as a new member.

Recently, we were presented with a scenario where a member who is Chair of their state's insurance committee and attending their first NCOIL conference couldn't attend the Executive Committee on Saturday due to religious reasons. Accordingly, we think this language is reasonable to accommodate those types of situations. Hearing no questions or comments, Mr. Melofchik proceeded to the next amendment.

Mr. Melofchik stated that the next proposed amendment is to Section 3(E)(2) and (3) of the Bylaws which is on page 284 of your binders. This amendment is straightforward and just delineates another method that legislators can use to sign up for Committees. And it also describes how legislators that serve on their state's insurance committee and are attending their first NCOIL meeting are able to sign up for Committees in advance of the conference, which is currently allowed under NCOIL Bylaws.

Currently, such legislators can send an e-mail or letter to NCOIL staff requesting to join certain Committees and then that is presented to either the Committee Chair or President for approval. So this proposed amendment would just add a standing committee registration form to what the legislator can send to staff requesting to join certain committees. Cmsr. Tom Considine, NCOIL CEO, stated that this amendment would bring the Bylaws into consistency with actual practice.

Hearing no questions or comments, upon a Motion made by Rep. Anderson and seconded by Sen. Klein the Committee voted without objection by way of a voice vote to adopt the amendments. Sen. Michel stated that amendments will now be presented to the Executive Committee for final ratification tomorrow¹.

ADJOURNMENT

Hearing no further business, upon a motion made by Sen. Klein and seconded by Rep. Anderson, the Committee adjourned at 4:45 PM.

¹ During the Executive Committee's meeting the following day, the amendments were removed from said Committee's consent calendar in order for this Committee to continue working on the amendments. This Committee will meet in November to discuss and consider the amendments again with additional language provided.