



# Member Services Standard Operating Procedures

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## **Introduction**

In every conversation we have, every initiative we explore, and every action we take, we must hold them up against the EIA's Mission, Vision and Core Values. Together, the Mission, Vision and Core Values are our strategic framework and clarify why the EIA exists and what we aim to be. As you review this document, please keep these in mind:

### **Mission:**

The CSAC Excess Insurance Authority is a member-directed risk sharing pool of public agencies committed to providing risk coverage programs and risk management services, which drive member stability, efficiency, and best practices.

### **Vision:**

The CSAC Excess Insurance Authority (EIA) will continue to be internationally recognized as a leading risk sharing pool for its member-directed operating philosophy and commitment to member fiscal sustainability. The EIA will continue to influence and shape the future of the risk management profession.

### **Core Values:**

CSAC EIA is dedicated to preserving a member-directed culture, defining standards for quality and performance throughout the industry, and ensuring programs and services are:

- **C**ompetitive in scope and price over the long term
- **A**daptable and customized to meet member needs, based on high-quality standards
- **R**esolute in delivering timely solutions that address present and emerging risks
- **E**quitable in allocating costs and services between various members in a fair and consistent manner
- **S**table in supporting cost-effective, fiscally prudent operations *and* long-term solvency, and in building long-term relationships with members and program/service partners.

## **Composition**

The Committee consists of nine (9) members, of which seven (7) are voting members and 2 (two) are alternates who are eligible to vote at any meeting where a voting member is absent. Four (4) members serve a 2 year term, and three (3) members serve a 1 year term. Each of the alternate members serve a one year term. Individuals serving on the Member Services Committee ideally have varied expertise, such as risk managers, financial, human resource, loss prevention, and other skill sets.

Reference: [Committee Composition](#)

## **Roles**

### **Committee**

The Member Services Committee is responsible for providing guidance to staff on the creation and implementation of new programs and services for the membership. The Committee shall serve in an advisory capacity to the Executive Committee and Board, and recommend policies, procedures and practices to be implemented regarding various member related matters of the Authority.

The Committee is responsible for the following:

- Providing guidance to staff on the creation and implementation of new programs and services
- Possesses authority to vet and approve contractors for various programs

Reference: [Authority Bylaws, Article VI, Section 2](#)

### **Chair**

- Call/authorize meeting to be scheduled
- Staff will contact Chair to arrange date, time, location (in-person or WebEx)
- Once authorized, staff will notify the Committee members via e-mail
- Call the meeting to order
- Orchestrate agenda items
- Recognize members to facilitate orderly debate
- Preside over voting
- Enforce rules of the group
- Expedite the business of the group
- Declare meeting adjournment
- Attend the Authority's Annual Strategic Planning Retreat
- Conduct meetings according to Robert's Rules of Order and the Brown Act

### **Vice Chair**

- Assume the responsibilities of the Chair in his/her absence

## **Staff**

- Assist Chair in facilitating meeting, preparing agendas, taking minutes, and summarizing meetings for those not in attendance
- Advisory to the Committee
- Will make recommendations to assist Committee
- Execute Committee's directions

## **Consultants**

The EIA utilizes consultants for various services, including but not limited to actuarial, legal advice, third party claims administration, and underwriting. Their role is:

- Advisory to the Committee
- May make recommendations to assist Committee

## **Responsibilities**

- Gather insight from loss data, surveys, and member requests when considering the continuation of existing services, and/or the development of new services/resources
- Review ideas and evaluate model programs presented by staff to determine expected utilization and whether they are viable cost saving opportunities
- Recommend service providers and assist EIA staff in vendor selection
- Make recommendations to other Committees regarding issues that may have an impact on EIA members. For example, the Committee would make recommendations to:
  - The Legislative Committee regarding related legislative issues
  - The Executive Committee regarding policy changes

The Member Services Committee has oversight of the following contracts:

- ERC agreements
- Certificate of Insurance Management Services
- Strategic Planning Facilitation Services

Reference: [Policy Statement Regarding Service Provider Contract Review](#)

Reference: [6/1/12 Board of Directors Minute Order](#)

Reference: [Joint Powers Agreement, Article 15](#)

Reference: [Governance Organizational Chart](#)

## **Meetings**

### **Code of Conduct/Ethics Policy**

The Board has adopted a Code of Conduct, which is applicable to all members, staff, committees and the Board.

Reference: [Code of Conduct](#)

## **Scheduling**

The Member Services Committee generally meets 3 times annually at the Authority office, unless the Committee chooses a different location, or via WebEx. Additional Committee meetings may be called by the Chair. The Chair will attempt to schedule meetings with two months notice. The general schedule of meetings is:

- **January:**
  - The Committee reviews utilization reports from the prior year, reviews work-in-progress projects, and discusses possible future needs of the membership.
- **May:**
  - The Committee continues to review various work-in-progress projects, and makes necessary recommendations.
- **September:**
  - In addition to regular review of services and progress of projects, the Committee reviews the overall scope of services, considers avenues for feedback from the membership, and makes any recommendations necessary.

## **Quorum**

Pursuant to the Bylaws, a quorum consisting of a majority of the Committee is necessary to start and conduct a meeting (at least 4 members).

Reference: [Authority Bylaws](#)

## **Voting**

### Voting Requirements

Pursuant to the Bylaws, the voting requirement is a majority of the Committee (at least 4 members) for all actions of the Member Services Committee.

### Conflicts

Pertinent EIA Code of Conduct Provisions:

1. We are committed to the concepts of democratic, effective and efficient governance by responsible, knowledgeable members of the Board of Directors and Committees, with an understanding that official decisions made, and actions taken by the Authority, are always made in the best interests of the Authority's membership, as opposed to the interests of the Authority's staff, service providers, or other outside interests.
2. We are committed to the principle that conflicts of interest (defined as situations in which a person has a financial or other interest or the appearance of

a conflicting interest that would call into question the person's ability to act in an impartial manner, with respect to a matter affecting the Authority) should be avoided and where present shall be fully disclosed. This includes situations when a member of the Board, a committee, staff, or vendor has personal interests (including those of his/her family) that are contrary to his/her loyalty to the Authority.

#### Vote on behalf of the EIA or the Entity I Represent?

Attorney General Opinion No. 00-708 dated 12/8/00, concluded that a member of the governing board (in this case the Member Services Committee) of a joint powers agency, may cast a valid vote on a matter before the agency that is inconsistent with the position by the legislative body which appointed the member.

Reference: [Attorney General Opinion No. 00-708](#)

#### Voting When Conflict Arises

According to FPPC:

- Disqualification
  - For financial interest (exception when action required)
- Abstention
  - Conflicting loyalties
  - Perception you can't be fair
  - Ethical dilemmas (exception for necessity to take action)

According to Roberts Rules of Order:

- Duty to vote if you have an opinion
- Right to abstain
- Personal interest - must abstain except:
  - Vote for self in an election
  - Vote if other's interests are included in the motion

#### **Closed Session**

Closed sessions may be held in accordance with the provisions of state law and the Brown Act. Information discussed in closed session is confidential. In addition to the Member Service Committee and Legal Counsel, only individuals necessary for the discussion will be present. The Executive Committee has appointed the EIA's General Counsel, the Claims Review Committee's Legal Counsel, and the Claims Review Committee's Alternate Legal Counsel to serve as legal counsel to the EIA's Board of Directors and all EIA Committees for purposes of obtaining legal advice during closed sessions in accordance with the Brown Act (2/2/12 Executive Committee Meeting, Item 5.B.).

Reference: [2/2/12 Executive Committee Minute Order](#)

## **Glossary of Terms**

**Contractor(s):** a person or company that undertakes a contract to provide materials or labor to perform a service or do a job.