

Dawn M. Drobnich
Executive Secretary

Board of Managers

University of Michigan
Kathleen M. Rychlinski
Chair

Kelly Services, Inc.
Sandra DiCicco
1st Vice Chair

Ford Motor Company
Kathryn Mason
2nd Vice Chair

Ilitch Holdings, Inc.
Michael J. Niehaus
Treasurer

AT & T Michigan
Lisa M. Bruno-Herline

City of Grand Rapids
Craig Coulson

Consumers Energy Company
Doug Wright

DTE Energy
Jerome Hooper

General Motors LLC
Shannon Gedert

Marathon Petroleum Company LP
Kimberly Benson

Meijer
Theresa Hileman

Spectrum Health
Lorraine Climer

Trinity Health
Ellyse Sites

Wayne County Airport Authority
Heather Day

Wayne State University
Pamela Galloway

MINUTES OF BOARD OF MANAGERS' MEETING

October 15, 2019

LIVONIA, MICHIGAN

Reminder: Minutes are now only available via e-mail on the website. If you wish to receive the Minutes via e-mail, please provide your name, company name, and e-mail address to Keeli Baker via e-mail.

Present:

BENSON, K, Marathon Petroleum
CLIMER, L., Spectrum Health
COULSON, C., City of Grand Rapids
DAY, H. Wayne County Airport Authority
DICICCO, S., Kelly Services
GALLOWAY, P., Wayne State University
HILEMAN, T., Meijer
HOOPER, J., DTE Energy
MASON, K., Ford Motor Company
NIEHAUS, M., Ilitch Holdings, Inc.
RYCHLINSKI, K., University of Michigan
SITES, E., Trinity Health
WRIGHT, D., Consumers Energy

Chairperson's Council:

PENZ, M., HSA WCF (representing the Group Funds)
SUSSER, D., Charfoos, Reiter Herbert PC

Not Present:

BLOCK, W., Michigan Chamber of Commerce
BRUNO-HERLINE, L., AT&T Michigan
GEDERT, S., General Motors
McKINLEY, D., Michigan Manufacturers' Association
WHITE, D., FCA US LLC

The Chairperson, Ms. Rychlinski, called the meeting to order at 3:10 p.m. to address the following Agenda:

Presiding: Kate Rychlinski, Chairperson

1. Minutes of Board of Managers' prior Board Meeting
2. Old Business
 - a. Board meetings/date/location
 - b. Retreat Agenda
3. New Business
 - a. Workers' Disability Compensation and Appeals Commission
 - b. Election for 2019-2020 slate of officers
 - c. MSIA Board Attendance 2018-2019
 - d. Dates for 2019 Board Meetings
4. Treasurer's Report
 - a. Financial Reports September 2019
5. Legislative Committee Report
6. 2019 Fall Conference Committee Report
 - a. October 15-16, 2019, Livonia, MI
7. 2020 Spring Conference
 - a. June 10-11, 2020, Grand Rapids, MI
8. Technology Committee Report
9. Membership Committee Report
10. a. Dues
11. Nominating Committee Report
 - a. Vacancies on the Board
12. *Amicus Curiae* Committee Report
 - a. *Iesha Fisher v Kalamazoo Regional Psychiatric Hospital*
 - b. *William Mark Reidenbach v City of Kalamazoo*
13. Health Care Committee Report
14. Funds Trustee Report

The **Minutes** were approved upon motion by Ms. Sites and seconded by Mr. Hooper.

Under **Old Business**, there was continued discussion regarding the locations for the 2020 Board Meetings. The Board decided that three meetings will be held at Trinity Health in Livonia, two meetings in Lansing, and two teleconference meetings. The other two meetings of the year will be the Spring and Fall Conferences. Additional details will follow regarding dates and location.

In other Old Business, Ms. Rychlinski discussed the Retreat Agenda from September 13, 2019. Essentially, she indicated that there were four categories the Board decided needed to be addressed. Those topics to look into further include:

1. Networking;
2. Best practices;
3. Integration of the different laws such as Workers' Compensation; FMLA and ADA; and
4. Legislation and the Lansing connection.

To advance this mission, Board decided to review all the vendor contracts, work on a website upgrade, and to determine further ways to make MSIA more relevant in 2020. Accomplishing these missions with existing resources would make the organization more robust, and attractive to new potential members. Areas to review would include analyzing the current membership fee structure, and a continued discussion of two vs. one Conferences, as well as additional networking opportunities. Finally, the question was posed as to changing the current committee structure.

Ms. Rychlinski reminded the Board there was a variety of expertise amongst the members sitting on the Board and this should be utilized. She indicated that MSIA should survey the general membership to determine what they want from this organization as well as to create focus groups.

Accordingly, the question to the Board is how do we move forward? Mr. Niehaus remarked that we needed separate tracks to tackle this issue. Ms. Rychlinski indicated it could be boiled down to four categories:

1. Operational
2. Educational
3. Financial
4. Legislative

Mr. Hooper injected that every Board member represents a company that is the actual member on the Board. He indicated that many of the companies who sit on the Board have marketing departments and webmasters, and their talents should be utilized. Mr. Hooper indicated the focus should be at looking more what individual organizations can do as opposed to individual Board members.

Mr. Wright advised the Board regarding MSIA's history and the way vendors have been utilized previously. Gold sponsors were sometimes brought before the Board and goals and objectives were discussed with the Board. Traditionally, he stated the gold sponsors were most involved. However, all vendors should be surveyed to determine their ideal goals for MSIA.

Ms. Day commented upon the fact that most businesses and Board members have companies that utilize standard operating procedures. The same should be expected from all MSIA vendors. Mr. Hooper injected that performance standards and quality should be more clearly identified and enunciated.

Accordingly, Ms. Rychlinski summarized that there will be three sub-committees that will look at various aspects of the organization and how to improve same. The groups would identify what tasks, services, and responsibilities are needed. The discussion will include standard operating procedures and what performance guarantees should be expected.

There will be a Vendor Services sub-committee. This group will be chaired by Ms. Rychlinski and include Ms. Penz, Ms. Sites, Mr. Niehaus, and Ms. Droblich.

The next sub-committee will look at membership fees and dues structure. That group will be chaired by Ms. DiCicco, and include Ms. Day, Ms. Susser, and Ms. Mason.

The final sub-committee will look at the conference structure. That group will be chaired by Ms. Mason and will include the Conference Committee members of: Sandy DiCicco, Kate Rychlinski, Craig Coulson, Danielle Susser, Kim Benson, Ellyse Sites, Jerome Hooper, Shannon Gedert, and Theresa Hileman.

It was noted that Phase II of the development of MSIA, per Mr. Hooper's recommendation, will focus upon communication vs. different avenues of social media to be utilized in newsletters and updates.

Under **New Business**, the slate of officers for the 2019-2020 MSIA Board was introduced. Upon motion of Mr. Hooper and seconded by Mr. Wright, the new slate of officers was approved to be recommended to the General Membership for ratification at the Fall Conference.

In other **New Business**, Mr. Wright advised that he would be retiring as the Consumers Power representative on the MSIA Board. Mr. Wright has served on the Board for over 14 years and has been the Conference Chair for over five Conferences, as well as Chairperson of the MSIA Board for three years. Mr. Wright was thanked for all of his hard work and dedication to the Board. His presence will be greatly missed.

The **Treasurer's Report** was submitted by Mr. Niehaus. He indicated that the financial reports from September 2019 showed that all was in order. There had been a positive cash flow due to increases in income resulting from annual membership dues, as well as Conference registration fees. He indicated that most of the other expenses were routine.

The **Audit Committee Report** was submitted by Mr. Hooper. He indicated the Committee had met and reviewed all of MSIA's books and agreed that all was in order to be presented to the general membership at the annual Fall meeting.

The **Legislative Committee Report** was deferred in the absence of Ms. McKinley and Ms. Block. Ms. Droblich did advise she would be providing a full legislative report and outline of Senate Bill 368 at tomorrow's Fall Conference.

The **Fall 2019 Conference Committee** report was submitted by Ms. Mason. She indicated that the speakers have been set and everything is ready for the Conference at the Laurel Manor to begin on October 16, 2019. She stated there were 168 registered attendees with six gold sponsors and 24 general sponsors. The theme is "Navigating Changes".

Ms. Rychlinski noted that the first annual MSIA Chairperson's award will be presented at the Conference to Donald Ducey of Conklin Benham. As the theme of the Conference is "Navigating Changes", Mr. Ducey was asked to speak about navigating all of the changes he had seen over the last 60 years he has been a member of MSIA. Ms. Rychlinski indicated that the qualifications that were analyzed were to be given to a member or colleague advancing the mission of MSIA. Mr. Ducey was congratulated on all his accomplishments.

The **Spring 2019 Conference Committee** report was submitted by Ms. Mason. After completion of the Fall Conference, the preparation for the June 10-11, 2020 Conference in Grand Rapids, Michigan will begin.

The **Technology Committee** report was submitted by Mr. Hooper. He indicated the Committee had not yet met, but that a meeting was being scheduled, and he would report back at the next meeting.

The **Membership Committee Report** was submitted by Ms. DiCicco. She stated there were three new businesses which had applied for membership: Independent Investigations; Shadow Investigations; and Safety National. Upon motion by Mr. Coulson and seconded by Ms. Benson, all three were approved as associate members of MSIA and welcomed to the organization.

The **Nominating Committee Report** was submitted by Ms. Rychlinski. She indicated there still continues to be two vacancies on the Board after resignations of previous Board members. Ms. Droblich indicated she would make an announcement during her remarks at the Fall Conference for any interested self-insured employer with interest to be on the Board to see a Board member with respect to same. Mr. Wright also noted that although he is retiring from the Board. Consumers would like to retain its seat on the Board, and a new representative will begin in November.

The **Amicus Curiae Report** was submitted by Ms. Droblich. She discussed the *Iesha Fischer v State of Michigan* case. She advised that Mr. Critchell had reported, that as advocated in the *amicus curiae* brief of MSIA, the Michigan Court of Appeals had overruled the decision in *Morley v JC Penney, Inc.* that “voluntary leave payments in the absence of any fraudulent behavior, should remain undisturbed”. The unanimous decision by the Court is authoritative, having been released for publication.

In the next case of *Reidenbach v City of Kalamazoo*, there is no action necessary to be taken by MSIA. There was a request for reconsideration filed at the Michigan Supreme Court by the *City of Kalamazoo* to un-publish the opinion of the Court of Appeals. It may prove that the Court will be receptive to the idea of un-publishing an opinion when all parties in their *amicus curiae* agree to that position. Mr. Critchell will keep all advised as to the decision.

The **Health Care Committee Report** was submitted by Ms. Mason. She indicated that the Committee will meet on October 30, 2019 and she will keep the Board closely advised.

The **Funds Trustees Report** was submitted by Mr. Hooper. Mr. Hooper indicated the next Board meeting is December 12, 2019. He will attend same and will report the results at the January MSIA meeting.

Finally, Ms. Rychlinski was thanked by the entire Board for her past year as Chairperson of the Board. She has brought innovative ideas, combined with hard work and dedication, making 2019 a very successful year for MSIA.

MICHIGAN SELF-INSURERS' ASSOCIATION

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October 25, 2019

Upon motion by Mr. Coulson and seconded by Ms. Climer, the meeting was adjourned at 6:03 pm.

Respectfully submitted,

Dawn M. Droblich
Executive Secretary