



THINKING ABOUT A BOARD NOMINATION?

What You Need to Know

The Common Ground Healthcare Cooperative (CGHC) Board of Directors consists of nine voting members that are elected by the CGHC membership to serve three year terms. In order to run or vote in the election, members must be age 18 or older and have their accounts paid up and in good standing.

The selection process for individuals interested in serving on the Board starts with a self-nomination or a nomination by another member of CGHC. Once the nomination is made, the CGHC Nominations Committee, which has been appointed by the Board, begins its review process to determine which nominees should stand for a contested election (meaning there will be more candidates than there are open seats).

Once elected, the board has a number of responsibilities as the true governing body of CGHC. Some of the most important responsibilities include:

- Approving the cooperative's mission, vision and strategic direction and ensuring member control of the organization;
- Approving major actions, such as the execution of major contracts and capital expenditures;
- Monitoring the cooperative's finances and determine if resources are adequate to meet needs;
- Reviewing and enforcing policies to ensure the cooperative meets the highest standard of legal and ethical integrity so that the best interests of the cooperative and its members as a whole should govern all board-level decisions;
- Avoiding conflicts of interests through diligent adherence to board disclosure protocols, policies and procedures;
- Selecting the CEO and making sure he or she is supported with the tools, resources and leeway necessary to effectively manage the day to day operations of the cooperative as well as holding him or her accountable for the cooperative's performance;
- Acting as a facilitator of the cooperative, to publicly and privately support efforts toward fulfilling the CO-OP's mission and working to enhance the cooperative's public image where possible.

CRITERIA FOR SELECTION

A well-functioning Board includes Directors with diverse backgrounds and experience. The CGHC Nominations Committee takes this into account as it looks for nominees that exhibit one or more of the following:

1. A high level of integrity
2. A consumer-oriented mindset and/or enthusiasm for the mission
3. Experience or expertise needed (board/non-profit experience or background in business, marketing, health/insurance, financial, legal or other)
4. Strong ties to the community
5. A willingness to set aside personal interests to act solely in the best interest of the organization

6. The ability to offer honest, respectful feedback and participate in an independent and thoughtful manner
7. Ability to serve a three-year term and the commitment to devote the time, energy and support needed to be an active and effective member of the Board of Directors

TIME COMMITMENT, EXPECTATIONS AND BOARD COMPENSATION

The Board typically meets once a month at the CGHC office in Brookfield and the Directors will determine the best day and time for the meeting. Currently, the board meets on the third Tuesday of each month from 1:30 to 3:30. The time commitment is estimated to be two hours per month to attend Board meetings plus time spent reviewing materials and traveling to board meetings. When necessary, Directors may attend Board meetings via conference call. Directors are also needed to participate in committees which meet on an as-needed basis – typically quarterly. Committees include the following: Audit and Finance, Compliance and Integrity, Nominations and Governance, Member Advisory and Strategic Planning. To fulfill their responsibilities, Directors receive support and information from the CGHC executive team and staff.

Out of consideration for time devoted to board service, Directors may elect to receive a monthly stipend equal to the average board member premium for the lowest cost bronze plan, plus mileage for attendance at Board and Committee meetings.

Board members are expected to commit the time needed to accomplish the following with the help of CGHC staff:

1. Develop a strong understanding of CGHC, its history and mission.
2. Develop a basic understanding of CGHC's requirements under federal and state law as a Consumer Operated and Oriented Plan (CO-OP) and an insurance carrier.
3. Commit time, energy and dependability to CGHC. Attend Board of Directors and Committee meetings. Review the agenda and materials and come to meetings prepared to contribute.
4. Ask questions. Give weight to recommendations of cooperative staff but maintain Board independence and accountability.
5. Understand cooperative governance concepts and responsibilities as a Board Director. Participate in Board training and development programs.
6. Share knowledge and use facts to express ideas. Do not dominate or allow others to dominate the discussion.
7. Exercise duties with skill, care and integrity.
8. Keep confidential and sensitive information confidential.

**If have any questions as you consider a nomination for yourself or another,
please call us at 877.514.2442
or send an email to Nominations@CommonGroundHealthcare.org.**