

**CONSENT AGENDA REQUEST**  
**for**  
**PARTNERSHIP HEALTHPLAN OF CALIFORNIA**

**Board Meeting Date:**  
August 23, 2023

**Agenda Item Number:**  
4.3

**Resolution Sponsor:**  
Sonja Bjork, CEO, Partnership HealthPlan of CA

**Recommendation by:**  
Governance / Compliance Committee and Partnership Staff

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**Topic Description:**

Partnership Bylaws serve as internal guidelines for running the HealthPlan. The current bylaws require changes due to the anticipated 2024 geographic expansion. The bylaws have also been modified to align with the DHCS 2024 contract and NCQA standards.

The Governance / Compliance Committee recommended the following changes to the Partnership Bylaws:

- 1) Modify the Commission representation formula using the following equation: 0-45,000 Medi-Cal Partnership members = 1 seat; 45,000-60,000 =2 seats; 60,001+ = 3 seats
- 2) Allow for seats lost due to the implementation of the updated representation formula to be depleted using the process of attrition, which allows a lost seat to be vacated one year after the adoption of the updated formula or on the seat's natural expiration date, whichever occurs first.
- 3) Add language stating the provider types that Partnership encourages representation from, to align with the DHCS 2024 contract.
- 4) Add language stating special efforts will be made to select candidates who reflect the diversity of the community and regions that Partnership serves (including, but not limited to: race, age ethnicity, language, disability status, sexual orientation, etc.).
- 5) Add an Immediate Past Chairperson Board position.

**Reason for Resolution:**

To obtain Board approval to make the recommended changes to the Partnership's Bylaws.

**Financial Impact:**

There is no financial impact to the HealthPlan.

**Requested Action of the Board:**

Based on the recommendation of Partnership staff, the Board is asked to approve the recommended changes to the Bylaws.

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23-2174

**IN THE MATTER OF: TO APPROVE CHANGES TO PARTNERSHIP BYLAWS**

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**Recital: Whereas,**

A. The Board has ultimate responsibility for approving changes to the Bylaws.

**Now, Therefore, It Is Hereby Resolved As Follows:**

1. To approve the recommended changes to Partnership's Bylaws.

**PASSED, APPROVED, AND ADOPTED** by the Partnership HealthPlan of California this 23<sup>rd</sup> day of August 2023 by motion of Commissioner, seconded by Commissioner, and by the following votes:

**AYES:** Commissioners: Andrus, Broschard, Cohen, Coleman, Couch, Germano, Hamilton, Hardy, Hempling, Huber, LeClair, Longwell, Marshall, McLarin, Portney, Powell, Rivera, Sphar, Starr, Sullivan, Starck, Tangermann, Yasumoto

**NOES:** Commissioners

**ABSTAINED:** Commissioners:

**ABSENT:** Commissioners:

**EXCUSED:** Commissioners: Andrews, Antle, Bravo, Brown, Jones, O'Rourke, Lujan

*Alicia Hardy*

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Alicia Hardy, Chair  
**Date Adopted: 08/23/2023**

**ATTEST:**

**BY:**

*Ashlyn Scott*

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Ashlyn Scott, Clerk