

BYLAWS OF THE

STANDING ADVISORY COMMITTEE
OF THE MARYLAND HEALTH BENEFIT EXCHANGE

Adopted July 9, 2014

Amended December 19, 2014

The Bylaws of the Standing Advisory Committee, hereinafter referred to as "SAC," are subject to the provisions of law by which SAC was created and as may hereinafter be amended. Unless otherwise stated, all references are to the Annotated Code of Maryland.

ARTICLE I

Policy

Section 1. SAC is a body created by the Board of Trustees (the Board) of the Maryland Health Benefit Exchange (MHBE) pursuant to § 31-106(g)(2) of the Insurance Article.

Section 2. The SAC will consider issues and topics determined by:

- 1) the Board; and
- 2) The Board Liaison, in consultation with the Standing Advisory Committee Co-chairs and Members.

The SAC may provide comments to the Board and MHBE staff on the issues and topics considered by the SAC.

ARTICLE II

Committee Members

Section 1. All SAC members serve without compensation.

Section 2. Board Liaison. The Liaison to the Board is a member of the Board and is appointed by the chair of the Board for a term not to exceed 3 years.

Section 3. General Qualifications. SAC members shall be residents of the State of Maryland or affiliated with an organization/corporation with substantial contacts with the State, and shall be chosen from among those persons over 18 years of age who have evidenced, by their previous experience and/or occupation, that they possess experience or expertise of value

to SAC and MHBE and represent a diverse cross-section of stakeholders pursuant to § 31-106(g)(1)(ii) of the Insurance Article.

Section 4. Gender, Race, Ethnic, and Geographic Diversity. To the extent possible, SAC shall strive to obtain a composition which reflects the gender, racial, ethnic, and geographic diversity of the State.

Section 5. Term. SAC Members shall be appointed by the Board in consultation with MHBE staff for a term of no more than 3 years, and in a manner that provides continuity and rotation.

Section 6. Vacancy. A vacancy shall exist upon the death, removal, or resignation of a Member. Any Member who has failed to attend (a) any three successive meetings, or (b) one-half of the regularly called meetings held in any one year, dating from the commencement of the term (or remainder of unexpired term) for which appointed, may be removed by the Board. Any Member may be removed for good cause by the Board.

ARTICLE III

Meetings

Section 1. Time and Place. Meetings of SAC, not less than two in each calendar year, shall be held at such time and place as shall be determined by MHBE staff in consultation with the Board Liaison and SAC Co-chairs. All meetings shall be general meetings and open to the transaction of any and all public business.

Section 2. Notice. Reasonable notice of all meetings, stating the time and place, shall be given to each Member by mail or electronic mail. Reasonable notice of all meetings shall be provided to the public by posting on the MHBE website.

Section 3. Order of Business. The order of business at meetings of SAC shall ordinarily be, but is not required to be, as follows:

- (a) Calling meeting to order
- (b) Consideration and approval of minutes of previous meeting
- (c) Reports of Working Groups or Members
- (d) Consideration of questions presented by the Board
- (e) Consideration of questions raised by SAC
- (f) Consideration of reports or comments to be offered by SAC
- (g) Other business

(h) Public comments, if determined appropriate by SAC

(i) Adjournment.

Section 4. Quorum. Except where otherwise provided in these Bylaws, a simple majority of the Members shall constitute a quorum at any meeting for the conduct of the business of SAC.

Section 5. Participation in Meetings. A Member may participate in a meeting via electronic media, including teleconferencing and videoconferencing, as long as his or her comments are audible to all in attendance, and provided that the Member's participation in this manner is noted in the minutes. Members participating by such means shall count for quorum purposes, and their votes shall be counted when determining the actions of the SAC.

Section 6. Voting. Each Member shall be entitled to one vote. There shall be no voting by proxy. A quorum being present, a majority vote shall rule, except for votes on amendments to these Bylaws, which per Article VII require a minimum of two thirds of Members then in office. Voting by mail or electronically is permitted, provided that the action to be voted upon and the results of the vote shall be fully set forth at a meeting and reflected in the minutes when required by the Open Meetings Act.

ARTICLE IV

Co-chairs

Section 1. Election of Co-chairs. The Members shall elect from their membership two Co-chairs.

Section 2. Term. Co-chairs so elected shall serve a term of no more than one year, or until their own term of service on SAC has expired, whichever comes first. If a Co-chair is elected to fill the unexpired officership of a predecessor, such service shall not count against the limitation on tenure set forth above.

Section 3. Duties. The Co-chairs of SAC shall, in addition to presiding at meetings, have such other duties as may from time to time be assigned by the MHBE Board or otherwise prescribed by these Bylaws.

ARTICLE V

Working Groups

Section 1. Establishment of Working Groups. SAC, in consultation with the Board Liaison and MHBE staff, may appoint working groups from time to time, to address specific questions or issues presented by the MHBE Board.

Section 2. Membership of Working Groups. Working groups may consist of Members, MHBE staff, and non-members with relevant expertise to ensure a diverse cross section of stakeholders. Working group members shall be appointed, in consultation with the Board Liaison and MHBE staff, either by 1) the SAC or 2) a SAC Co-chair.

.ARTICLE VI

Anti-Discrimination Policy

SAC is committed to providing an environment that is free from discrimination on the basis of age, ancestry, color, creed, gender identity or expression, genetic information, marital status, mental or physical disability, national origin, religious affiliation, belief or opinion, race, sex, or sexual orientation.

ARTICLE VII

Amendment of Bylaws

The Members of SAC, in consultation with the Board Liaison and MHBE staff, may amend these Bylaws at any meeting, by an affirmative vote of a minimum of two thirds of Members.