

**RESOLUTION OF THE MARYLAND HEALTH BENEFIT EXCHANGE
BOARD OF TRUSTEES APPROVING COMMUNICATION POLICY**

WHEREAS, the Board of Trustees (the “Board” or “Trustees”) of the Maryland Health Benefit Exchange (“MHBE”) strongly supports the need to encourage and facilitate open and effective communication among the Trustees and between the Trustees and management, committees, staff, and external parties.

WHEREAS, it is the expectation that the Board receives accurate and pertinent information in a consistent and uniform manner; that Trustees have equal access to appropriate information; that Board communication is efficient and timely; and that communication with management and other parties is accurate, consistent, and reflects the views or positions of the Board as a whole.

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby adopts the Maryland Health Benefit Exchange Board of Trustees’ Communication Policy, attached hereto as Exhibit A.

I HEREBY CERTIFY that the foregoing Resolution was adopted on this sixteenth day of October 2023, by the Board of Trustees of the Maryland Health Benefit Exchange.



Laura Herrera Scott, MD, MPH
Chair, Maryland Health Benefit Exchange Board of Trustees

Maryland Health Benefit Exchange Board of Trustees Communication Policy

Purpose

The purpose of the Maryland Health Benefit Exchange Board of Trustees Communication Policy (“Policy”) is to encourage and facilitate open and effective communication among MHBE Board of Trustees (the “Board” or “Trustees”) and between the Board and management, Board committees, staff, and external parties.

Objectives

- Trustees receive accurate and pertinent information in a consistent and uniform manner.
- Trustees have equal access to appropriate information.
- Communication is efficient and timely.
- Communication with management and other parties is accurate, consistent, and reflects the views or positions of the Board as a whole.

Assumptions & Principles

As an independent State agency, the MHBE generates public interest and therefore periodically receives inquiries from the media and other interested parties.

When communicating on behalf of MHBE, Trustees recognize their fiduciary duty to represent the best interests of MHBE, which includes the dissemination of accurate, appropriate, non-confidential, non-protected information to the public and media.

Inappropriate or erroneous communication from Trustees may represent a significant risk to MHBE, the Board, and individual Trustees.

This Policy must balance the need to mitigate communications risk with the need for open and efficient communication.

This Policy is applicable to the Board’s advisory committee members.

Nothing in this Policy prevents ex officio Trustees, in their capacity as state officials, from communicating about issues that may impact or involve MHBE. In these instances, to the extent practicable, an ex officio Trustee should indicate that they are not speaking in their capacity as MHBE Trustee.

Policy Guidelines

Communication Among Trustees

The Board and its Committees (when applicable) shall carry out their activities in the spirit of open governance, including the provisions of the Maryland Open Meetings Act (OMA) which include, but are not limited to:

- Properly noticing and posting an agenda for Board and Committee meetings;
- Properly describing all items to be considered in closed session in the notice or agenda for the meeting;
- Not conducting or participating in a series of communications one at a time or in a group that in total constitutes a quorum of the Board either directly or through intermediaries or electronic devices, for the purpose of developing a concurrence as to action to be taken;
- Not taking any action, subject to the OMA, whether preliminary or final, by secret ballot;
- Allowing appropriate public comment on agenda items under consideration by the Board; and
- Ensuring Board meeting agenda materials are properly made available to members of the public, upon request, without delay.
- Trustees should promptly communicate all information that is relevant to the business of the Board to the Board Chair, the appropriate Committee Chair and/or the Executive Director, if it appears that such communication would be of value to MHBE.
- During meetings of the Board and Committees, Trustees shall communicate in an open, frank, and constructive manner.

Communication with Maryland Health Connection (MHC) Consumers

Trustees shall mitigate the risk of miscommunication with MHC consumers and third parties by not giving explicit advice, counsel, or education with respect to the technicalities of insurance affordability programs, insurance plans purchased through the Maryland Health Connection, and MHBE policies or processes. When receiving questions from a consumer or potential consumer Trustees shall:

- Refer the individual to the main telephone number of MHC or the MHC website; or
- Refer the individual question directly to the appropriate MHBE senior manager for handling and a response.

Communication with MHBE Management and Staff

- Trustees will direct concerns or questions concerning any aspect of MHBE operations to the attention of the Executive Director or other appropriate member of senior management.
- Any request for information by a Trustee that requires significant expenditure of staff time or external resources shall be directed to the Executive Director who will determine whether to take the request to the full Board for consideration at a meeting.
- Trustees should share information in their possession pertinent to the affairs of MHBE with the Executive Director in a timely manner if it appears that such information would be of value to the Executive Director.

Communication with External Parties

- The purpose of any communication by Trustees regarding MHBE shall be consistent with their sole and exclusive fiduciary duty to represent the interests of MHBE.
- Trustees and senior management are expected to respect the decisions and policies of MHBE in external communications even if they may have opposed them or disagreed with them during Board deliberations.
- In external communication, Trustees are expected to disclose when they are not representing an approved MHBE position.
- Trustees shall not disclose confidential communication received orally or in writing during closed session meetings of the Board or Committees or from internal or external legal counsel and identified as confidential.
- When an organization seeks the Board's input on an issue (by formal vote or otherwise), a Trustee may provide input to that organization on behalf of the Board only if the Board has authorized that Trustee to provide such input. The Board may delegate to a Trustee authority to provide input to an organization on specified issues or on an ongoing basis with respect to a particular organization (subject to the Board's right to revoke that authorization). The Board may grant or revoke such delegated authority only at an open meeting of the Board.

Communication with the Media

In addition to the guidelines for communication with external parties, when Trustees communicate with the media the following guidelines shall apply:

- When interviewed or otherwise approached by the media for information concerning MHBE, Trustees shall not make any unilateral commitments on behalf of the Board.
- In situations that call for a spokesperson from the Board and it is not practical for the

Board to develop a formal position at a Board meeting, the Chair or his or her designate shall act as spokesperson for the Board, in consultation with the Executive Director. The spokesperson generally should request that the reporter put questions in writing, and attempt to review for accuracy any resulting materials before their publication.

- Written press releases concerning the business of the Board shall be prepared by staff and shall be approved by the Executive Director in consultation with the Board Chair.
- Trustees are free to write articles for publication that pertain to official MHBE business. To help ensure the accuracy of such articles and that MHBE is not inadvertently placed at risk by such articles, all such articles shall be reviewed by the Executive Director and legal counsel before being submitted for publication. The Trustee must state at the beginning of the article that the article does not represent the Board's official position (unless the Board has authorized the article as its official position).
- Requests from the news media will be given high priority and responded to quickly and efficiently.
- Trustees will not provide false, confidential or privileged information to the media.

Protected Information

Protected information shall not be disclosed by Trustees.

Protected information includes, but is not limited to the following:

- Consumer records or similar records contain private confidential information that is protected by the Affordable Care Act, 45 CFR § 155.260 or other laws.
- Personnel records, including performance evaluations, disciplinary actions, personal contact information, medical information. Such records are exempt from disclosure under the Maryland Public Information Act.

Policy Review

The Board shall review this policy at least every three (3) years to ensure that it remains relevant and appropriate.

Policy History

The Board adopted this policy on October 16, 2023.