

Governance Committee Agenda

Wednesday, June 15, 2011

William Green Building

Level 2, Room 3

8:00 AM – 8:15 AM

Call to Order

Committee Chair

Roll Call

Jill Whitworth, Scribe

Approve Minutes of May 26, 2011 meeting

Committee Chair

Review and Approve Agenda

Committee Chair

New Business/ Action Items

1. Make recommendations to Board Chair for Committee assignments
Committee Chair

Discussion Items

1. Committee Calendar

Adjourn

Committee Chair

Next Meeting: Wednesday, June 15, 2011 4:00 pm

*Not all agenda items have material.

** Agenda Subject to change

6/7/2011 8:01 AM

BOARD OF DIRECTORS COMMITTEE MEMBERSHIP

ACTUARIAL
Lehecka, Steve (Chair)
Matesich, James (Vice Chair)
Caldwell, David
Johnson, Dave
Griffith, Peggy

AUDIT
Haffey, Kenneth (Chair)
Smith, Robert (Vice Chair)
Lehecka, Steve
Zuk, Nick
Stokes, Dewey

GOVERNANCE
Palmer (Chair)
Cochran (Vice Chair)
Haffey, Kenneth
Zuk, Nick
Griffith, Peggy

INVESTMENT
Smith, Robert (Chair)
Palmer (Vice Chair)
Caldwell, David
Haffey, Kenneth
Cochran, Chan

MS & S
Matesich, Jim (Chair)
Griffith, Peggy (Vice Chair)
Stokes, Dewey
Palmer, Mark
Johnson, Dave

If not specified as a Committee member, the Board Chair is an ex-officio member of all committees with voting privileges unless the Chair's vote would create a tie.

12-Month Governance Committee Calendar

Date	June 2011	NOTES
6/15/2011	1. Finalize Board and Committee Self-assessment and action steps	
	2. Committee membership recommendations	
	3. Develop FY 2012 Education Plan	
Date	July 2011	
7/28/2011		
Date	August 2011	
8/25/2011		
Date	September 2011	
9/29/2011	1. Governance Guidelines (1 st read)	
	2. Committee Charters (1 st read)	
Date	October 2011	
10/27/2011		
Date	November 2011	
11/17/2011	1. Governance Guidelines (2 nd read)	
	2. Committee Charters (2 nd read)	
Date	December 2011	
12/14/2011	1. Board Self-assessment and Action Items to date	
Date	January 2012	
TBD		
Date	February 2012	
TBD		
Date	March 2012	
TBD		
Date	April 2012	
TBD		
Date	May 2012	
TBD	1. Launch Board and Committee Self-assessment	

Governance Committee Agenda

Wednesday, June 15, 2011

William Green Building

Level 2, Room 3

3:00 PM – 4:00 PM

Call to Order

Committee Chair

Roll Call

Jill Whitworth, Scribe

Approve Minutes of June 15, 2011 morning meeting

Committee Chair

Review and Approve Agenda

Committee Chair

New Business/ Action Items

1. Develop FY 12 Education Plan
2. Review Self-Assessment (Executive Session)

Discussion Items

1. Committee Calendar

Adjourn

Committee Chair

Next Meeting: Wednesday, September 29, 2011

*Not all agenda items have material.

** Agenda Subject to change

6/7/2011 8:11 AM

FY 2011 Education Plan Report
BWC Board of Directors
June 15, 2011

ORC 4121.12 states: [The board of directors shall]

(F)(16) Develop and participate in a bureau of workers' compensation board of directors education program that consists of all of the following:

- (a) An orientation component for newly appointed members;
- (b) A continuing education component for board members who have served for at least one year;
- (c) A curriculum that includes education about each of the following topics:
 - (i) Board member duties and responsibilities;
 - (ii) Compensation and benefits paid pursuant to this chapter and Chapters 4123., 4127., and 4131. of the Revised Code;
 - (iii) Ethics;
 - (iv) Governance processes and procedures;
 - (v) Actuarial soundness;
 - (vi) Investments;
 - (vii) Any other subject matter the board believes is reasonably related to the duties of a board member.

The following table indicates the meetings in which these continuing education requirements were fulfilled.

FY 2011 Calendar of Education topics

Date	Activity	Topic and citation
July, 2010	Reserve Audit update and actuarial soundness	Actuarial soundness 4121.12(F)(16)(c)(v)
	Financial Projections	Actuarial soundness 4121.12(F)(16)(c)(v)
	MWBE Investment Managers and manager selection approaches	Investments 4121.12(F)(16)(c)(vi)
	Medical Service and Provider Fee Schedule	Compensation and Benefits 4121.12(F)(16)(c)(ii)
August 26/27, 2010	Ethics training (David Freel)	Ethics 4121.12(F)(16)(c)(iii)
	BWC Code of Ethics	Ethics 4121.12(F)(16)(c)(iii)
	Fiduciary Responsibilities (Fiduciary Counsel)	Board members duties and responsibilities 4121.12(F)(16)(c)(i)
	Final Reserve Audit as of June 30, 2010, and Updated Estimate for FY Ending June 30, 2011	Actuarial soundness 4121.12(F)(16)(c)(v)
	Real Estate as an asset class (first discussion)	Investments 4121.12(F)(16)(c)(vi)
September 23/24, 2010	Review Governance Guidelines and Committee Charters	Governance processes and procedure 4121.12(F)(16)(c)(iv)
	Real Estate as an asset class (second discussion)	Investments 4121.12(F)(16)(c)(vi)
October 21/22, 2010	Consideration of CIO Investment Strategy Priorities proposed for Calendar Years 2011 and 2012	Investments 4121.12(F)(16)(c)(vi)
	Real Estate as an asset class (second discussion)	Investments 4121.12(F)(16)(c)(vi)
	OSU/BWC Report re: Opioids Use	Additional subject matter 4121.12(F)(16)(c)(vii)

Date	Activity	Topic and citation
November 18/19, 2010	<p>Review Governance Guidelines and Committee Charters</p> <p>Experience Rating education (Part 1)</p> <p>Education sessions: DWRF, TTD and Employer compliance</p> <p>Brokerage Activity Summary Report</p> <p>Long Credit Active vs. Passive Management, first discussion</p>	<p>Governance processes and procedure 4121.12(F)(16)(c)(iv)</p> <p>Actuarial soundness 4121.12(F)(16)(c)(v)</p> <p>Compensation and Benefits 4121.12(F)(16)(c)(ii) and Additional subject matter 4121.12(F)(16)(c)(vii)</p> <p>Investments 4121.12(F)(16)(c)(vi)</p> <p>Investments 4121.12(F)(16)(c)(vi)</p>
December 16/17, 2010	<p>FY 2012 – 2013 Budget Process Education Session</p> <p>Mercer Portfolio Sensitivity Analysis Presentation</p> <p>Mercer Presentation on Long Credit Active vs. Passive Management, second discussion</p>	<p>Additional subject matter 4121.12(F)(16)(c)(vii)</p> <p>Investments 4121.12(F)(16)(c)(vi)</p> <p>Investments 4121.12(F)(16)(c)(vi)</p>
February 23/24, 2011	<p>Base Rate Stability Analysis</p> <p>Annual Internal Audit Risk Assessment Process</p> <p>“Ten To-do’s for Audit Committees in 2011”</p> <p>Long Duration Credit Active Management Investment Policy Recommendation, first discussion</p> <p>Rehabilitation Services Commission Review</p>	<p>Actuarial soundness 4121.12(F)(16)(c)(v)</p> <p>Additional subject matter 4121.12(F)(16)(c)(vii)</p> <p>Additional subject matter 4121.12(F)(16)(c)(vii)</p> <p>Investments 4121.12(F)(16)(c)(vi)</p> <p>Additional subject matter 4121.12(F)(16)(c)(vii)</p>
March 24/25, 2011	Discount rate and Financial Metrics	Additional subject matter 4121.12(F)(16)(c)(vii)

Date	Activity	Topic and citation
	Quarterly Reserve Analysis PEO Education Session Introduction to Active/Passive Management Overview of Pain Management	Additional subject matter 4121.12(F)(16)(c)(vii) Additional subject matter 4121.12(F)(16)(c)(vii) and Actuarial soundness 4121.12(F)(16)(c)(v) Investments 4121.12(F)(16)(c)(vi) Additional subject matter 4121.12(F)(16)(c)(vii)
April 28/29, 2011	Real Estate Asset Class Strategy	Investments 4121.12(F)(16)(c)(vi)
May 27/28, 2011	Risk of inflation on the DWRF Funds Real Estate as an Asset Class, Second Discussion	Actuarial soundness 4121.12(F)(16)(c)(v) Investments 4121.12(F)(16)(c)(vi)
June 16/17, 2011	Actuarial Reserve Estimate FY 2012 Internal Audit Plan Real Estate as an Asset Class, Third Discussion	Actuarial soundness 4121.12(F)(16)(c)(v) Additional subject matter 4121.12(F)(16)(c)(vii) Investments 4121.12(F)(16)(c)(vi)

FY 2012 Proposed Education Plan

Following the statutory requirements listed above, staff recommends the following for the FY 2012 education plan:

- (a) An orientation component for newly appointed members
Since seven directors were appointed this fiscal year, there will be an orientation component.
- (b) A continuing education component for board members who have served for at least one year
The presentations during the year will satisfy this requirement
- (c) A curriculum that includes education about each of the following topics:
 - (i) Board member duties and responsibilities
The August, 2011 meeting will include a presentation by fiduciary counsel
 - (ii) Compensation and benefits paid pursuant to this chapter and Chapters 4123., 4127., and 4131. of the Revised Code
The Medical Services and Safety Committee will undertake initiatives concerning reducing injury severity, improving return to work metrics and drug utilization. All these initiatives will involve education
 - (iii) Ethics
Paul Nick will conduct a two hour ethics training session (tentatively August 2011)
 - (iv) Governance processes and procedures;
The Board will satisfy this as part of their annual review of the Governance Guidelines and Committee charters during the fall of 2011
 - (v) Actuarial soundness;
Deloitte will present at least 4 briefings during the year on their reserve estimates Actuarial soundness is also a major topic during the annual rate discussions
 - (vi) Investments;
There will be a number of presentations by RV Kuhns and BWC Investment Division staff concerning different approaches to MWBE, active management and additional asset classes
 - (vii) Any other subject matter the board believes is reasonably related to the duties of a board member.

**BWC BOARD OF DIRECTORS
BOARD SELF-ASSESSMENT**

SUMMARY OF DIRECTOR RESPONSES

Dated: June __, 2011

Rank the following questions on a scale from 1 – 5

Key: 1=Unacceptable, 2=Needs Improvement, 3=Acceptable, 4=Excellent, 5=Superior

The Governance Committee of the Board of Directors of the Ohio Bureau of Workers' Compensation (BWC) hereby submits, for consideration by the BWC Board of Directors, a summary of director responses to the self-assessment process voluntarily undertaken by the Board [and related action steps]. The self-assessment process included the use of a numerical rating system and input was solicited from all Board members. The summary reflects an overall numerical assessment rating for FY 2011 of 4.45 on a rating scale in which 5.0 = "Superior" and 4.0 = "Excellent." The overall rating for FY 2010 was 4.50. The objective of the self-assessment process was for the Board to take time to be introspective and then use the individual director responses to be proactive in recommending action steps in an effort to continuously improve the Board's processes and effectiveness.

1. I believe I am well informed about the BWC's:

	Rating
Mission and strategic plans	4.1
Insurance business	4.4
Actuarial soundness	4.5
Investment policy	4.7
Financial performance	4.6
Litigation status	4.3
Risk management	3.9
Cumulative rating	4.4

The directors generally believe that the Administrator and senior staff do a very good job of keeping them up to date on the various aspects of the BWC's business and that they are committed to transparency and providing critical information to the Board. Some new Board members commented that they had been brought up to speed very quickly, while acknowledging that the process of becoming fully informed will take more time and will require more guidance, especially as respects Committee responsibilities. One director noted that most of the risk management information tends to come through the Audit Committee and relates to specific issues, and that an approach towards a more enterprise-related view of risk by the Administrator and senior staff would be desirable.

2. I believe the pre-meeting reading materials I am sent for Board and Committee meetings are:

	Rating
Timely	4.4
Complete	4.4
Understandable	4.5
Cumulative rating	4.4

The directors generally believe that the materials provided by the Administrator and staff in advance of the meetings are helpful and appreciate the time and effort that goes into preparing those materials. Some directors commented that timeliness can be an issue, particularly when materials are not provided in advance but are distributed at the meeting. At least one new director believes that more explanation and detailed information would assist in acquiring a grasp of the Committee information in the material provided.

3. I believe management’s regular presentations on various aspects of the BWC’s business are:

	Rating
Clear and understandable	4.1
Helpful in providing an accurate picture of the BWC’s performance	4.5
Cumulative rating	4.3

The directors generally believe that management’s presentations on various aspects of the BWC’s business are helpful in providing an accurate picture of the BWC’s performance. One director noted that the enterprise report and the staff comments regarding the rules proposed for adoption by the Board are particularly helpful. A new director cautioned that the staff should be aware that the newer directors are not at the same level of understanding as the other directors, with the implication being that staff presentations should be prepared and delivered with this in mind. While one director noted the obvious commitment of staff to clear and concise presentations, another director suggested that some presenters should be requested to provide an executive summary with salient points rather than recite their entire presentation.

4. I believe I receive information of sufficient clarity and quality to enable me to understand BWC’s business and financial risks.

Rating	4.0
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This topic did not elicit many director comments. The numerical score on this topic corresponds with the numerical rating on risk management under topic 1, above. It would appear from the numerical ratings on this topic, viewed in conjunction with the ratings and comments on the prior topics, that newer directors are continuing to making progress on the learning curve while longer-

tenured directors have developed a level of confidence in their understanding of the BWC's business and financial risks.

5. I believe the Board's Committees are meeting the objectives as described in their respective charters. (See attached Addendum for a statement of the purposes of each Committee.)

	Rating
Actuarial	4.8
Audit	4.8
Governance	4.7
Investment	4.8
Medical Services and Safety	4.5
Cumulative rating	4.7

The directors are generally pleased with the leadership, presentations and operations of the Committees. The usefulness of the Committee structure for open questioning and responses was noted in the comments. Several directors also commented on the importance of all directors attending the Committee meetings, with one director noting that this practice helps the Board function more efficiently and allows all Board members to know what each Committee is doing.

6. I believe the rationale for proposed Board and Committee actions is adequately explained prior to action being taken.

Rating	4.4
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The numerical ratings reflect that the directors generally believe that the rationale for proposed Board and Committee actions is adequately explained prior to action being taken. One director commented that the commitment by the staff and culture of the Board with respect to this matter provides the foundation for this continuing. Another director commented that discussions of rationale at the Committee level extend to the entire Board which tends to lead to more comprehensive Board discussions regarding those matters. A new Board member indicated his strong reliance on Committee recommendations and explanations as a basis for the actions taken and the building of a consensus among the entire Board. The willingness of staff and the Committees to delay action or provide additional explanation prior to action being taken was commended. At least one new director believes that staff may need to provide more detail and clarity in response to questions asked by directors.

7. Overall, I believe I am provided the resources and tools I need to effectively exercise my fiduciary and oversight responsibilities.

Rating	4.5
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The directors generally believe they are provided the resources and tools needed to effectively exercise their fiduciary duties as directors of the BWC. One new director expressed the belief that his understanding and use the resources available to him in preparation for monthly meetings will develop over time. Another director noted that it is problematic to receive materials the day of the meeting and to review them while the presenters are making their presentations, echoing a timeliness concern previously expressed regarding other topics.

8. Overall, I believe the Board makes the appropriate use of the skills and experience of its members.

Rating	4.8
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This item received the highest numerical rating. The directors are unanimous in their belief that the Board makes the appropriate use of the skills and experience of its members and that its members are committed to the mission of the BWC. The leadership of the Board and Committees was commended. Subject matter experts on the Board, such as investment and accounting, were specifically recognized as making important contributions. The openness and dialogue among Board members was commended.

9. Overall, I believe the Directors engage in full and candid discussions of the issues before the Board and I personally feel comfortable expressing my views at Committee and Board meetings.

Rating	4.6
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The directors were again unanimous in the belief that they engage in full and candid discussions of the issues before them and that they personally feel comfortable expressing their views at Board and Committee meetings. It was noted that there exists a culture of trust and professionalism that provide for candid dialogue and that this culture is a strength of the Board.

10. I would rate the overall performance of the Board as follows (see memorandum referencing the Board's duties):

Rating	4.4
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The directors generally appeared to be satisfied with the overall performance of the Board of its stated duties and provided this topic with a rating of "excellent plus." One director observed an evident and genuine commitment by management and the Board to deliver on their mission to assist both injured workers and employers. Another director commented that continued education is a must in order for the Board to effectively discharge its multi-faceted responsibilities. The willingness of the Board to challenge staff presentations prior to making decisions was noted. It was also observed that one challenge in maintaining the consistent performance of the Board will be the continuing transition of Board membership.

**BWC BOARD OF DIRECTORS
BOARD SELF-ASSESSMENT**

COMPILATION OF DIRECTOR RESPONSES

Dated: June __, 2011

Rank the following questions on a scale from 1 – 5

Key: 1= Unacceptable, 2= Needs Improvement, 3= Acceptable, 4=Excellent, 5=Superior

1. I believe I am well informed about the BWC's:

	None	1	2	3	4	5	Score
Mission and strategic plans				xxxx	xx	xxxxxx	4.1
Insurance business				x	xxxxx	xxxxxx	4.4
Actuarial soundness				x	xxx	xxxxxxx	4.5
Investment policy				x	x	xxxxxxxxxx	4.7
Financial performance				x	xx	xxxxxxxxxx	4.6
Litigation status				x	xxxxxx	xxxx	4.3
Risk management				xxx	xxxxxx	xx	3.9
Cumulative rating							4.4

Individual Director Comments:

--The Administrator & his Senior Team do a very good job of keeping us up to date on BWC business/happenings. They are a very committed group of people.

--The management has consistently demonstrated a strong commitment to transparency and providing critical information.

--In the short time that I have been with the Board, I think that I have been brought up to speed pretty quickly. I would commend Don Berno for his communication style in bringing the new Board members up to date.

--In my first 4 months information provided helps but some of the information and responsibility as a Board member will take time and more guidance in certain aspects of the committee we are assigned to so we can grow and participate in aspects of the committees.

--Most of the risk management information tends to come through the audit committee and tends to be around specific issues. I would expect a trend towards a more enterprise view of risk with ownership with the administrator and his senior staff.

2. I believe the pre-meeting reading materials I am sent for Board and Committee meetings are:

	None	1	2	3	4	5	Score
Timely				x	xxxxx	xxxxx	4.4
Complete				xx	xxx	xxxxxxx	4.4
Understandable				x	xxx	xxxxxxx	4.5
Cumulative rating							4.4

Individual Director Comments:

--There are times as a new Board member more explanation and detailed information would assist in acquiring a grasp of the committee information in the material provided.

--When the materials are given out ahead of the meeting, by one week, that is plenty of time and they are understandable. When they are distributed at the meeting it can be difficult to follow and get caught up to date.

--The Board package is complete and very comprehensive. The staff spends a great deal of time preparing the Board book.

--Timeliness has slipped a bit, but acceptable.

3. I believe management's regular presentations on various aspects of the BWC's business are:

	None	1	2	3	4	5	Score
Clear and understandable				xxx	xxxx	xxxx	4.1
Helpful in providing an accurate picture of the BWC's performance				xx	xx	xxxxxxx	4.5
Cumulative rating							4.3

Individual Director Comments:

--It appears the majority believe every member is totally familiar with all aspects of BWC business. I believe several Board members are certainly more familiar and knowledgeable about BWC process and responsibilities.

--I think that staff does an excellent job. The enterprise report is particularly helpful, and the comments regarding the rules that we are adopting are helpful as well.

--Management has maintained an obvious commitment to clear and concise presentations.

--Some presentations are better than others. We need to “coach” the staff to deliver the salient areas of their presentations rather than read the entire presentation.

4. I believe I receive information of sufficient clarity and quality to enable me to understand BWC’s business and financial risks.

Rating	None	1	2	3	3.5	4	5	Score
Tally				xxx	x	xxxx	xxx	4.0

Individual Director Comments:

--Well said.

--As time goes on I will improve in understanding BWC business as I grow with basic knowledge of the working of the BWC and the assistance of the staff.

5. I believe the Board’s Committees are meeting the objectives as described in their respective charters. (See attached Addendum for a statement of the purposes of each Committee.)

	None	1	2	3	4	5	Score
Actuarial					xx	xxxxxxxxxx	4.8
Audit					xx	xxxxxxxxxx	4.8
Governance					xxx	xxxxxxxxxx	4.7
Investment					xx	xxxxxxxxxx	4.8
Medical Services and Safety				x	xxxx	xxxxxx	4.5
Cumulative rating							4.7

Individual Director Comments:

--The committee leadership (chairman) of the current committees, in my judgment at this time have performed very well and provide for some open questions and response that I find is very helpful.

--Committee meetings and presentations improve every year.

- I am very impressed with how the committees operate. One of the most important items is that all of the Board Members attend the committee meetings and participate. This really helps the Board function efficiently and allows all Board members to know what each committee is doing
- Committee leadership has been strong and reflect good evidence of appropriate preparation by the committee chairs and staff leadership.
- The practice of the entire Board sitting through the committees adds to the overall effectiveness.
- I believe recently (past 6 months) the “Safety” purpose of the Medical Services and Safety Committee has not been highlighted enough as well as the business practices of the Safety and Hygiene division of not been shared with the committee as much as previously.

6. I believe the rationale for proposed Board and Committee actions is adequately explained prior to action being taken.

Rating	None	1	2	3	4	5	Score
Tally				x	xxxxx	xxxxx	4.4

Individual Director Comments:

- As a new Board member I have strongly relied on each committee recommendation and their explanations for the action and building of a consensus among the entire Board and their willingness to delay or explain their recommendation before a vote is taken. This is an area where staff may need to provide more detail or answer questions of the Board in very clear detailed explanation.
- Committee discussion may extend beyond the Committee to the whole Board which tends to lead to comprehensive venting.
- Commitment by staff and culture of the board provide foundation for this continuing.
- Concerned that this may become an issue moving forward.
- This is the case most of the time.
- Whenever it has not been clear initially, additional time and/or information has been requested and always provided.

7. Overall, I believe I am provided the resources and tools I need to effectively exercise my fiduciary and oversight responsibilities.

Rating	None	1	2	3	4	4.5	5	Score
Tally				x	xxx	x	xxxxxx	4.5

Individual Director Comments:

--The only problem that I have here is receiving materials the day of the meeting and while the presenters are making their presentation. If it is a subject with which I am not familiar, it makes it difficult to comprehend.

--I believe as I become more familiar with staff and I understand all of what is available to me thru the staff, I will be more at ease to contact them, ask questions and reduce my research time as I prepare for monthly meeting.

--Yes, between our contact with the Senior Team between meetings and the information in the Board Package, I am very comfortable performing my duties.

--Appropriate information has consistently been provided.

8. Overall, I believe the Board makes the appropriate use of the skills and experience of its members.

Rating	None	1	2	3	4	5	Score
Tally					xx	xxxxxxxxx	4.8

Individual Director Comments:

--The expertise of the current Board members has been well placed and throughout, with my limited time, background and knowledge of BWC, I feel very comfortable with the Board chairs and CEO leadership. I observed openness and dialogue among the Board.

--It is clearly visible that subject matter experts on the Board are being leveraged.

--We have a very talented and committed Board who are interested in the mission of the BWC.

--The skills and experience of all board members are evident and genuinely appreciated.

--The use of Investment expertise and CPA expertise is outstanding.

--Currently yes, but I see the BOD becoming less effective and more of a tool.

9. Overall, I believe the Directors engage in full and candid discussions of the issues before the Board and personally feel comfortable expressing my views at Committee and Board meetings.

Rating	None	1	2	3	4	5	Score
Tally					xxxx	xxxxxxxxx	4.6

Individual Director Comments:

- A culture of trust and professionalism is evident that provide for candid dialogue.
- We continue to have candid conversation at the Board & Committee meetings.
- I appreciate the openness and inclusion in the Board meetings and the fact that all Board members are in attendance at all committee meetings. In my opinion, the openness and dialogue among the Board is excellent.
- I think this is the Board’s biggest strength I’d like to give it a 5+

10. I would rate the overall performance of the Board as follows (see memorandum referencing the Board’s duties):

Rating	None	1	2	3	4	5	Score
Tally					xxxxxx	xxxx	4.4

Individual Director Comments:

- A genuine commitment to delivering on the mission for both injured workers and employers has been evident by management and the board. The willingness of the staff to present thorough information and the willingness of the board to challenge before being asked to make decisions are the foundation for strong governance
- The challenge may be in the near future as the Board membership continues to transition. We may need to work harder at maintaining the overall performance as new members come on.
- It appears to me that the Board is well balanced and informed on the issues that we are asked to deal with from both the staff and clients of BWC. There must be continued education as this is a very multi-faceted responsibility we have all accepted.

11. If there is one change I would make, it is . . .

Individual Director Comments:

- Still somewhat overwhelmed with the amount of paper. I know alternatives are being explored. For some of us, using pdf files would be of great benefit.
- Make sure we properly orient the new members to the Board and keep an open mind to new ideas.
- There have been a couple of instances when information on a few important matters was held up to the “last minute” as management coordinated their recommendations before presenting them to the board for approval or concurrence.
- Assist and give direction to new Board members where and whom to get additional information and direction on those important issues that come before the Board for both discussion and vote.

--The change I would recommend is no change. Allow the BOD to remain an independent board, void of undue or inappropriate influence.

--I can't think of a single suggestion, but I suppose there is always room for improvement.

--how board members are replaced. In the time I have served on the board, it is apparent that not only is it important to bring a strong skill set as a board member, but the learning curve to become knowledgeable of the inter-workings of Board committees and their respective responsibilities is significant. Unfortunately, the legislature had little substantive history to draw from when they drafted the legislation that created the Board. In retrospect, had I had the opportunity, I would have suggested that no more than 10% of the Board, or more than 50% of eligible Board positions be replaced with new members in any one particular year. This would allow for a continuity of knowledge to supersede any particular political agenda that may occur as a result of a new administration taking control.

--The Board has already made changes to move the Board activities along more smoothly by eliminating roll call votes on everything. I would try to get all Board materials a minimum of one week ahead of time, but I realize that it is not always possible. The other thing that I would like to see is the Board getting out and meeting with all stakeholders individually to get more input from them on the system and how it is operating. In my time on the Board, I have had the opportunity to listen to a couple of associations and TPA'S regarding their concerns. I would like to meet with other stakeholders as well like claimant's attorneys, claimants and other associations.

12-Month Governance Committee Calendar

Date	June 2011	NOTES
6/15/2011	1. Finalize Board and Committee Self-assessment and action steps	
	2. Committee membership recommendations	
	3. Develop FY 2012 Education Plan	
Date	July 2011	
7/28/2011		
Date	August 2011	
8/25/2011		
Date	September 2011	
9/29/2011	1. Governance Guidelines (1 st read)	
	2. Committee Charters (1 st read)	
Date	October 2011	
10/27/2011		
Date	November 2011	
11/17/2011	1. Governance Guidelines (2 nd read)	
	2. Committee Charters (2 nd read)	
Date	December 2011	
12/14/2011	1. Board Self-assessment and Action Items to date	
Date	January 2012	
TBD		
Date	February 2012	
TBD		
Date	March 2012	
TBD		
Date	April 2012	
TBD		
Date	May 2012	
TBD	1. Launch Board and Committee Self-assessment	