

## **DELEGATION OF AUTHORITY & AUTHORITY LIMITS**

#### 1) BACKGROUND AND INTRODUCTION

MNsure is a state board established by the Minnesota Insurance Marketplace Act (the "Act.") The Board of Directors of MNsure is responsible for providing diligent oversight to ensure that the organization's financial condition is sound, that it has sufficient resources to accomplish its Purpose, and that it can effectively carry out its responsibilities as defined in the Act, and in its Charter and Bylaws. The Board is committed to ensuring effective delegation within the organization to foster consistent good business practices and governance. The principal objectives of this policy are to establish:

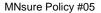
- A. Authorities reserved to the Board of Directors; and
- B. Authority limits appropriate to empower the Executive Director and organization staff to act effectively and make key decisions in relation to the organization's activities.

#### 2) APPLICATION

This policy applies to all members of the MNsure Board, the Executive Director, and those members of the organization's staff who have been delegated authorities by the Executive Director. It establishes the authority of each of these groups to make decisions and commitments on behalf of the organization.

#### 3) POLICY

- A. The Board of Directors reserves to itself authority over significant matters of policy and finance affecting MNsure, including those matters requiring Board approval as described in Appendix A.
- B. The Board of Directors delegates day-to-day management of the organization to the Executive Director, subject to its reserved authorities as outlined in Appendix A. The Board may, by resolution, modify or remove the Executive Director's authority limits to address specific situations on a case-





by-case basis.

C. All staff members are expected to be familiar with their authorization limits, as well as those of their direct reports, to operate within them, and to exercise care with respect to decisions made and commitments entered into on behalf of the organization. All delegations by the Executive Director to subordinate staff members must be made in writing and must include start and end dates. Documentation must be maintained for all delegations.

## 4) PROCEDURE

- A. Definitions. Terms used in this Policy and Procedure are defined as follows:
  - i. **Approving Authority** means the individual or body designated in Appendix A to approve a decision or transaction.
  - Premium withhold means a portion of premiums for plans sold through MNsure that is retained to fund the operations of the organization.

#### B. General

- iii. Combining Transactions. Dividing a commitment or transaction into two or more parts or payments to evade a limit of authority under this Policy is not permitted. Any two or more series of reasonably related transactions which, in the sole opinion of the approving authority, are related, will be considered as a single transaction for the purpose of determining approval and authority levels required by this Policy.
- iv. Compliance Documentation. Individuals executing contracts and approving transactions on behalf of MNsure must ensure that all approvals and reviews required by this Policy, and other MNsure policies and procedures, have been followed, and are responsible for obtaining and maintaining appropriate documentation of such approvals.
- v. Nature of Delegation. Unless otherwise specified, powers are delegated to a position, not to a person, and the authority delegated extends to any person acting in the position.
- vi. Further Delegation. Except as to authorities specifically delegated in



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Appendix A, the Executive Director is permitted to delegate authority to his/her direct reports. For all authorities delegated in Appendix A, when the individual with authority is temporarily unavailable due to vacation, illness, travel, or unforeseen event, their authority must be delegated to ensure the continuation of business.

- vii. Approval Process. Electronic (e-mail) sign-off is an acceptable form of approval.
- C. Travel and Business Expense Reports.
  - viii. MNsure will not reimburse employees for travel and business expenses without the prior written approval of the Executive Director.
  - ix. The Executive Director's travel and expense report must be approved by the Board Chair or, if the Board Chair chooses to delegate, by the CFO.
- D. Specific Authorities. The attached Appendix A defines authorities reserved to the Board, those delegated to the Executive Director, and those the Executive Director may delegate to other staff. Appendix A also establishes the types and maximum amounts of obligations that may be approved by individuals.



## **DELEGATION OF AUTHORITY & AUTHORITY LIMITS**

### Appendix A

#### **Matters Requiring Board Approval or Notification** Approval Notification, Approval Delegated to Executive Director Strategic Establishment and, if necessary, modification Χ **Planning** of the organization's mission and vision statements in service to its statutory Purpose Adopting long-term objectives and strategies, Χ including strategic plan Material expansion or contraction of the Χ organization's business Governance Changes to the governance structure, including by-laws and the establishment or disbanding of Χ Committees Selection of Board leadership, including election of the Chair and Vice-Chair and Х appointment of Committee Chairs Advisory committee member compensation Χ Removal of Board Member (with Governor) Χ Appointment, evaluation, compensation and termination, if necessary, of the Executive Χ Director Χ Board policies Organization's compensation plan Χ Hiring, discharging, and changes related to all Χ managerial positions within the organization Financial and Approval of annual operating budget and expenditure plan (see fiscal policy) and any **Budgets** Χ subsequent changes above Delegated **Authority Limits**

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Amended: 4/16/2014



## **Matters Requiring Board Approval or Notification**

		Approval	Notification, Approval Delegated to Executive Director
	Approval of changes to budget and expenditure plan (see fiscal policy) within Delegated Authority Limits		х
	Establishment of premium withhold levels for organizational funding	Х	
	Incurrence of debt through short or long term loans	Х	
	Leases above Delegated Authority Limits	Χ	
	Leases within Delegated Authority Limits		X
	Grant applications above Delegated Authority Limits	Х	
	Grant applications within Delegated Authority Limits		Х
	Acceptance of material gifts and donations	Х	
	Contracts and Purchases not categorized in annual budget plan above Delegated Authority Limits	Х	
	Contracts and Purchases not categorized in annual budget plan within Delegated Authority Limits		Х
Operations	Process for selection of health plans to be offered by organization	Х	
	Strategic plan for navigator, in-person assister, and insurance producer programs	Х	
	Decertification of health plans	Х	
	Strategic plan for appeals process	Х	
	Strategic plan for marketing and outreach	Х	



#### **Matters Requiring Board Approval or Notification** Notification, Approval Approval Delegated to Executive Director X, Delegation Agreements Interagency agreements not categorized in annual budget plan within Delegated Authority limited to Limits Executive Director and **CFO** Interagency agreements not categorized in Χ annual budget plan above Delegated Authority X, Delegation Federal agreements and attestations limited to Executive Director and **CFO** Other Agreements not categorized in annual See budget plan, within Delegated Authority Limits Procurement Policy Other Agreements not categorized in annual Χ budget plan, above Delegated Authority Limits Reports Reports to be submitted to the legislature pursuant to the Act Χ Litigation Legal action instituted by the organization Χ Legal action instituted against the organization, including updates and outcomes Χ Settlement of litigation within Delegated Χ **Authority Limits** Settlement of litigation above Delegated Χ

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**Authority Limits** 



#### **Matters Requiring Board Approval or Notification** Notification, Approval Approval Delegated to Executive Director Annual legislative plan, including significant Legislative Χ legislative initiatives Long-term Consulting Agreements/Contract Employment Related employees not categorized in annual budget Χ plan above Delegated Authority Limits Long-term Consulting Agreements/Contract employees not categorized in annual budget Χ plan within Delegated Authority Limits Compensation consultant Χ Engagement of Recruitment firm (managerial Χ positions) State and Federal information-sharing Χ

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Data

**Practices** 

agreements

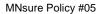
access not public data

Role-based authorization to enter, update, or

Revocation of access to not public data

Χ

X





# **Delegated Authority Limits**

(NOTE: refers to maximum aggregate potential expenditure, without regard to costsharing with other agencies, e.g., DHS)

Item	Executive	Comments
	Director	
Changes to Budget and	\$500,000	
Expenditure Plan		
Leases	\$500,000	
Grant Applications	\$1,000,000	
Contracts and Purchases not	\$500,000	
categorized within Budget		
and Expenditure Plan (see		
fiscal policy)		
Settlement of Litigation	\$50,000	
Debt Forgiveness	\$10,000	
Long-term Consulting	\$500,000	
Agreements/Contract		
Employees not categorized		
in within Budget and		
Expenditure Plan		
Interagency agreements not	\$500,000	
categorized within Budget		
and Expenditure Plan		
Other agreements not	\$500,000	
categorized within Budget		
and Expenditure Plan		

Board Chair Approval				
Date	Signature			