

BY-LAWS
THE UNIVERSITY OF TEXAS SYSTEM
SYSTEM-WIDE INSURANCE ADVISORY COMMITTEE

1. GENERAL

- 1.1 The University of Texas System-Wide Insurance Advisory Committee (SWIAC) is created pursuant to Chapter 1601, *Texas Insurance Code*. It is advisory in nature.
- 1.2 The duties of SWIAC are to cooperate and work with the Board of Regents through Employee Group Insurance (EGI) to coordinate and correlate the administration of the group insurance programs among the various institutions; act as advisors in development, implementation, coordination, and administration of the group insurance programs among the various institutions; and to provide a channel for open communication of ideas and suggestions regarding the coverage, eligibility, claims, procedures, bidding, administration and all other aspects of employee insurance benefits provided by the uniform group benefit program.
- 1.3 EGI shall assign staff to assist SWIAC as needed to perform its duties and to provide assistance at SWIAC and subcommittee meetings.

2. MEMBERSHIP

- 2.1 One SWIAC member shall be elected from each of the U. T. institutions as a voting member.
- 2.2 A second SWIAC member shall be appointed by the chief executive officer of each U. T. institution as a non-voting member. Appointed members may attend meetings and participate in discussions, but are not voting members.
- 2.3 All SWIAC members, whether elected or appointed, must be benefits eligible employees. Members should demonstrate mature judgment, special abilities in the benefits area, and sincere interest in employee insurance programs and be able to represent the needs of all employees of the U. T. institution represented with regard to SWIAC actions. A member may not have an interest in any of the plans offered through the uniform benefit program other than as a benefits eligible employee.
- 2.4 Selection of new members shall be completed no later than July 31 of even-numbered years. Members serve for a period of two years, subject to re-election or re-appointment. Membership terms begin September 1 of each even year and expire August 31 of the next even-numbered year.
- 2.5 Any member who misses two consecutive regularly scheduled SWIAC meetings will be contacted by the Executive Committee to discuss the member's willingness to continue to serve on SWIAC. Additional absences shall be reported to the chief executive officer responsible for appointing SWIAC members at the U. T. institution.

- 2.6 Vacancies that occur for any reason shall be filled by an employee of the same U. T. institution from which the vacancy occurred by the chief executive officer of that U. T. institution for the balance of the vacated term.
- 2.7 Each member's SWIAC duties are in addition to the members' regular duties as an employee.
- 2.8 The duties of a SWIAC member are:
 - 2.8.1 To attend all meetings;
 - 2.8.2 If the member is a voting member; to vote on all motions made at meetings;
 - 2.8.3 If unable to attend, to timely appoint and provide written notice of a designated proxy as required by Section 3.5 of these By-Laws;
 - 2.8.4 To communicate the concerns of benefits eligible subscribers of the members' employing U. T. institution about the uniform group benefit program; and
 - 2.8.5 To communicate the recommendations made during the SWIAC meetings at the member's employing institutions through appropriate means.

3. MEETINGS

- 3.1 SWIAC meets in regular session three times each year (usually in October, January, and May), usually on two consecutive weekdays (Thursday and Friday), in a location (usually Austin or via teleconference) chosen by the Chair with approval of the Executive Committee and the U. T. System Administration.
- 3.2 Notice of regular meetings should be sent to SWIAC members in writing (which may include e-mail) at least 30 days before each meeting. The notice shall state the time, place and location of and the agenda for the meeting. A quorum must be present for a meeting of the SWIAC to convene and conduct business.
- 3.3 A quorum is defined as a simple majority of SWIAC voting members.
- 3.4 If a voting member of SWIAC is unable to attend a meeting, the member may designate a proxy from the member's employing U. T. institution to attend and vote for the member. Designation of a proxy must be made in writing and received by EGI on or before the day of the meeting at which the designated proxy is to attend on behalf of the voting member. The written statement may be provided to EGI via e-mail. For purposes of these By-Laws, a reference to "voting members" includes all designated proxy attending a meeting in place of a voting member.
- 3.5 The chair may call special meetings of SWIAC, as needed to address issues related to development, implementation, coordination and administration of the group insurance programs. Special meetings may be called pursuant to a resolution adopted by a majority of the members of the Executive Committee. Any such call must specify the matter(s) to be acted on at the special meeting and only such matter(s) may be acted on at the special meeting.

- 3.6 SWIAC meetings are open to visitors unless a two-thirds (2/3) majority of the voting members present vote to close the meeting or a portion of the meeting. EGI staff in attendance at meetings are not considered to be visitors.
- 3.7 Each voting SWIAC member is permitted to cast one vote on each motion, amendment, ballot, or other questions presented by the Chair, except that the Chair shall vote only in the case of a tie vote among voting members.
- 3.8 Robert's Rules of Order shall serve as the standard of conduct of SWIAC meetings on matters not covered by these By-Laws.

4. EXECUTIVE COMMITTEE

- 4.1 The Executive Committee is composed of the Chair, Vice-chair, Secretary and other officers as may be elected. The Executive Committee may invite the subcommittee chairs and other guests as needed.
- 4.2 SWIAC members elect the Executive Committee at the first committee meeting that occurs after September 1 of each year. Nominations for the Executive Committee may be made from the floor. Each member of the Executive Committee shall serve until his or her successor is elected.
- 4.3 Executive Committee members are permitted to serve their full terms of office, as long as they remain benefit eligible employees of their respective U. T. institutions.
- 4.4 If a member of the Executive Committee becomes ineligible for SWIAC membership or resigns the office, SWIAC, at its next scheduled meeting, elects a new officer, who serves until the next election.
- 4.5 The Executive Committee sets the agenda for meetings, recommends changes in procedures as needed, establishes rapport and coordination with external agencies or individuals to facilitate the work of SWIAC, calls special meetings as required, and provides overall and general guidance and direction for SWIAC.
- 4.6 Meeting agendas must be sent 10 working days prior to any meeting of SWIAC.
- 4.7 The duties of the Chair include convening and conducting SWIAC meetings and meetings of SWIAC Executive Committee; enforcing these By-Laws; establishing operational procedures; and, generally representing SWIAC to outside parties.
- 4.8 The duties of the Vice-chair are to conduct meetings in the absence of the chair, and to assist the chair in conducting the business of the committee.
- 4.9 The Secretary takes, prepares, and distributes minutes of SWIAC meetings and Executive Committee meetings.

5. SUBCOMMITTEES

- 5.1 Standing Subcommittees. The following standing subcommittees have been appointed to help SWIAC with its work:
 - 5.1.1 An Administrative and Communications Subcommittee, which facilitates employee understanding of the benefits offered by and the operation of the uniform group benefit program and which facilitates internal administration of SWIAC members;

- 5.1.2 A Plan Design Subcommittee, which provides recommendations concerning the plans offered by the uniform group benefit program; and
- 5.1.3 A Retiree Subcommittee, which provides recommendations on issues of particular interest to retired benefits eligible employees.
- 5.2 Other subcommittees may be appointed to help SWIAC with its work. Subcommittee organization and constituency should be determined by the nature of the task.
- 5.3 Subcommittees report to the general membership of SWIAC.
- 5.4 Each member shall serve on a standing subcommittee, but no member may serve on more than one subcommittee. Appointed members may participate as voting members of the subcommittees. SWIAC Executive Committee members may, but are not required to serve on a subcommittee. Such participation shall be as a member only. Only one SWIAC Executive Committee member may serve on each subcommittee.
- 5.5 The Chair makes appointments to subcommittee, with approval of the Executive Committee. Subcommittee appointments are made following notification to members (elected and appointed) requesting each member's subcommittee preference.
- 5.6 Each subcommittee selects a chair to lead the subcommittee for a one-year term.
- 5.7 Non-subcommittee members and non-SWIAC members may be invited to attend a subcommittee meeting as needed to aid the subcommittee in its consideration of issues being discussed.
- 5.8 Expenditures to support the activities of a subcommittee must be approved by the U. T. System Administration.
- 5.9 Ad Hoc subcommittees may be appointed by the Chair to assist SWIAC. Ad hoc subcommittee organization and constituency should be determined by the nature of the task.

6. AMENDMENTS

A proposed amendment(s) to these By-Laws may be adopted as follows:

- 6.1 A proposed amendment must be provided to the membership in writing (including e-mail) at least thirty (30) days before the meeting at which it is to be voted on. The amendment must be adopted by at least a two-thirds (2/3) majority vote.
- 6.2 A proposed amendment may be adopted, with less than thirty (30) days advance notice given to the membership, by a three-fourths (3/4) majority vote.