



## Blue Ridge Academy

955 Stanislaus Street, Maricopa, CA 93252  
Ph (661) 525-1178 | Fax (661) 465-4544

### Regular Scheduled Board Meeting

**May 10, 2021 – 6:00 pm**  
**625 West Covina Blvd.**  
**San Dimas, CA 91773**

#### Through Teleconference

<https://zoom.us/j/8698887379>

#### Call-In Information

**669-900-6833**

**Meeting ID: 869 888 7379**

### AGENDA

1. Call to Order
2. Approval of the Agenda
3. Public Comments
4. Executive Director's Report
5. Consent Agenda – Consideration for Action
  - a) Board Meeting Minutes – April 26, 2021
6. Discussion and Potential Action on Employee Benefits
7. Discussion and Potential Action on Board of Directors Self Evaluation
8. Discussion and Potential Action on the Board Bylaws and Terms
9. Board of Directors' Requests
10. Announcement of Next Regular Scheduled Board Meeting
11. Adjournment

All matters listed under Consent Agenda are considered to be routine or sufficiently supported by prior or accompanying reference materials and information as to not require additional discussion. A motion as referenced below will enact all items. There will be no separate discussion of these items prior to the time the Board of Education votes on the motion unless members of the Board, staff or public request specific items to be removed from the Consent Agenda for separate consideration for action.

Public comment rules: Members of the public may address the Board on agenda or non-agenda items through the teleconference platform, zoom. Zoom does not require the members of the public to have an account or login. Please either utilize the chat option to communicate with the administrative team your desire to address the board or simply communicate orally your desire to address the board when the board asks for public comments. Speakers may be called in the order that requests are received. We ask that comments are limited to 2 minutes each, with no more than 15 minutes



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per single topic so that as many people as possible may be heard. If a member of the public utilizes a translator to address the board, those individuals are allotted 4 minutes each. If the board utilizes simultaneous translation equipment in a manner that allows the board to hear the translated public testimony simultaneously, those individuals are allotted 2 minutes each. Members of the public may also email their comments to the Board at [Board@theblueridgeacademy.com](mailto:Board@theblueridgeacademy.com) no later than 1 business day before a Board meeting. Emailed comments will be read during the public comments portion of the meeting after the spoken comments, as time allows. By law, the Board is allowed to take action only on items on the agenda. The Board may, at its discretion, refer a matter to school staff or calendar the issue for future discussion.

Note: Blue Ridge Academy Governing Board encourages those with disabilities to participate fully in the public meeting process. If you need a disability-related modification or accommodation, including auxiliary aids or services, to participate in the public meeting, please contact the Governing Board Office at 657-600-0976 at least 48 hours before the scheduled board meeting so that we may make every reasonable effort to accommodate you. (Government Code § 54954.2; Americans with Disabilities Act of 1990, § 202 (42 U.S.C. § 12132)).



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Regular Scheduled Board Meeting  
April 26, 2021 – 6:00 pm  
625 West Covina Blvd., San Dimas, CA 91773

Attendance: Jessie Maron, Arlene Nelson, May Hampton, Nikki Sanchez  
Absent: Nicole Zolfo  
Also Present: Samantha Haynes, Dr. Loretta Burns, Tyler Myers  
All via Teleconference

### 1. Call to Order

Arlene Nelson called the meeting to order at 6:11 pm.

### 2. Approval of the Agenda

The Board motioned to approve the agenda.

Motion: Nikki Sanchez

Second: May Hampton

Ayes: 3 Nays: 0 Absent: Jessie Maron, Nicole Zolfo

### 3. Public Comments

None

Jessie Maron arrived at 6:14 pm.

### 4. Executive Director's Report:

The Executive Director provided a report on:

- a) Enrichment
- b) Testing
- c) Enrollment
- d) SPED/Pupil Services
- e) Community Connections
- f) Ceremonies

### 5. Consent Agenda – Consideration for Action

The Board motioned to approve the Consent Agenda – Consideration for Action of the following items:

- a) 21-22 Calendar
- b) Board Meeting Minutes – March 22, 2021
- c) Board Meeting Minutes – April 12, 2021

Motion: Jessie Maron

Second: Arlene Nelson

Ayes: 4 Nays: 0 Absent: Nicole Zolfo



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### **6. Discussion and Potential Action on the March Financials:**

The Board motioned to approve the March Financials.

Motion: Arlene Nelson

Second: May Hampton

Ayes: 4    Nays: 0    Absent: Nicole Zolfo

### **7. Discussion and Potential Action on the Resolutions for the Sale of Additional Receivables to Charter School Capital:**

Upon motion duly made, seconded and unanimously approved, the resolutions attached to these minutes and incorporated herein by this reference are hereby adopted.

Motion: Arlene Nelson

Second: May Hampton

Ayes: 4    Nays: 0    Absent: Nicole Zolfo

### **8. Discussion and Potential Action on the 2020-2021 Audit Report:**

The Board motioned to approve the 2020-2021 Audit Report.

Motion: Arlene Nelson

Second: May Hampton

Ayes: 4    Nays: 0    Absent: Nicole Zolfo

### **9. Discussion and Potential Action on the Employee Handbook:**

The Board motioned to approve the Employee Handbook with the deletion of the Core Purpose on page 7.

Motion: Jessie Maron

Second: Arlene Nelson

Ayes: 4    Nays: 0    Absent: Nicole Zolfo

### **10. Discussion and Potential Action on the Vendor Contract:**

The Board motioned to approve the Vendor Contract.

Motion: Arlene Nelson

Second: May Hampton

Ayes: 4    Nays: 0    Absent: Nicole Zolfo

### **11. Discussion and Potential Action on the Work Sample Policy:**

The Board motioned to approve the Work Sample Policy.

Motion: Arlene Nelson

Second: May Hampton

Ayes: 4    Nays: 0    Absent: Nicole Zolfo



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### **12. Discussion and Potential Action on the 21-22 Service Agreements:**

The Board motioned to approve the Service Agreements:

- a) Renaissance
- b) School Pathways
- c) Procurify

Motion: Jessie Maron

Second: Nikki Sanchez

Ayes: 4    Nays: 0    Absent: Nicole Zolfo

### **13. Discussion and Potential Action to Delegate Authority to Board President to Negotiate Employment Agreements with Executive Director/Principal:**

The Board motioned to Delegate Authority to Board President to Negotiate Employment Agreements with Executive Director/Principal

Motion: Nikki Sanchez

Second: May Hampton

Ayes: 4    Nays: 0    Absent: Nicole Zolfo

### **14. Discussion and Potential Action on the Executive Director and Vice Principal / Special Education Director Salary Schedule:**

The Board motioned to approve the Executive Director and Vice Principal / Special Education Director Salary Schedule:

Motion: Jessie Maron

Second: Arlene Nelson

Ayes: 4    Nays: 0    Absent: Nicole Zolfo

### **15. Board of Director's Requests:**

Jessie Maron – requested the following:

- Highlighting at a future Board Meeting some HSTs to recognize them for all their hard work.
- Staff to bring back information on the vendor onboarding process. She requested possibly do a presentation from the vendor onboarding team on how they are working to bring on new vendors and grow the vendor onboarding team.

### **16. Announcement of Next Regular Scheduled Board Meeting**

May 10, 2021 at 6:00 pm.

### **17. Adjournment**

The Board motioned to adjourn the meeting at 7:44 pm.

Motion: Jessie Maron

Second: May Hampton

Ayes: 4    Nays: 0    Absent: Nicole Zolfo



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Prepared by:  
Samantha Haynes

Noted by:

Board Secretary



# Employee Benefits Insurance Renewal Meeting

April 14, 2021



**Gallagher**

Insurance | Risk Management | Consulting



**Gallagher**

Insurance | Risk Management | Consulting

# Agenda

- Marketing Summary
- Executive Summary
- Benefits Review
  - Medical
  - Dental
  - Vision
  - Life/Disability
  - Voluntary Worksite
- Renewal Timeline and Next Steps



# Marketing Summary

Medical	Carrier	Response	Comment
	Kaiser	Incumbent	Presented
	Blue Shield	Incumbent	Presented
	Cigna	Declined	Not competitive
	United Health Care	Quoted	Not competitive

Dental	Carrier	Response	Comment
	Cigna	Incumbent	Presented
	Guardian	Quoted	Presented
	Metlife	Quoted	Presented

Voluntary Vision	Carrier	Response	Comment
	EyeMed	Incumbent	Presented
	Cigna	Quoted	Presented
	VSP	Quoted	Not competitive

LADD	Carrier	Response	Comment
	The Hartford	Incumbent	Presented
	Guardian	Quoted	Presented
	Mutual of Omaha	Quoted	Presented

Voluntary STD	Carrier	Response	Comment
	The Hartford	Incumbent	Presented
	Guardian	Quoted	Presented
	Mutual of Omaha	Quoted	Presented

LTD	Carrier	Response	Comment
	The Hartford	Quoted	Presented
	Guardian	Quoted	Presented
	Mutual of Omaha	Quoted	Presented

Voluntary Life/AD&D	Carrier	Response	Comment
	The Hartford	Incumbent	Presented
	Guardian	Quoted	Presented
	Mutual of Omaha	Quoted	Presented

Voluntary Worksite	Carrier	Response	Comment
	The Hartford	Incumbent	Presented
	Guardian	Quoted	Presented
	Transamerica	Quoted	Presented

FML Administration	Carrier	Response	Comment
	The Hartford	Quoted	Presented
	Mutual of Omaha	Quoted	Presented



# Executive Summary

Current/Renewal	EE Count	Current Annual Premiums	Initial Annual Renewal Premiums	Final Renewal Annual Premiums	Option 1	Alternative Renewal Annual Premiums	Option 2	Alternative Renewal Annual Premiums	Option 3	Alternative Renewal Annual Premiums
<b>Medical</b>					<b>Medical</b>		<b>Medical</b>		<b>Medical</b>	
Kaiser Traditional HMO 20/500	109	\$1,613,237	\$1,684,853	\$1,684,853	Kaiser Traditional HMO 20/500	\$1,684,853	Kaiser Traditional HMO	\$1,684,853	Kaiser Traditional HMO 20/500	\$1,684,853
Blue Shield Save Net HMO 20/500	54	\$720,043	\$812,929	\$784,845	Blue Shield Save Net HMO 20/500	\$784,845	Anthem Select Network HMO 20/40	\$716,859	Anthem Select Network HMO 20/40	\$716,859
Blue Shield Access+ HMO 20/500	7	\$61,202	\$69,097	\$66,709	Blue Shield Access+ HMO 20/500	\$66,709	Anthem Traditional HMO 20/40	\$60,701	Anthem Traditional HMO 20/40	\$60,701
Blue Shield PPO H.S.A 2800	33	\$420,751	\$475,029	\$458,616	Blue Shield PPO H.S.A 2800	\$458,616	Anthem PPO H.S.A 2800	\$410,172	Anthem PPO H.S.A 2800	\$410,172
Blue Shield Full PPO 35/500	58	\$1,045,972	\$1,180,915	\$1,140,116	Blue Shield Full PPO 35/500	\$1,140,116	Anthem Classic PPO 500/30	\$1,070,792	Anthem Classic PPO 500/30	\$1,070,792
Premium Holiday	261			\$51,048		\$51,048		N/A		N/A
<b>Total Annual Premium</b>		<b>\$3,861,207</b>	<b>\$4,222,824</b>	<b>\$4,084,093</b>	<b>Total Annual Premium</b>	<b>\$4,084,093</b>	<b>Total Annual Premium</b>	<b>\$3,943,377</b>	<b>Total Annual Premium</b>	<b>\$3,943,377</b>
<b>\$ Difference vs. Current</b>			<b>\$361,617</b>	<b>\$222,886</b>	<b>\$ Difference vs. Current</b>	<b>\$222,886</b>	<b>\$ Difference vs. Current</b>	<b>\$82,170</b>	<b>\$ Difference vs. Current</b>	<b>\$82,170</b>
<b>% Difference vs. Current</b>			<b>9.37%</b>	<b>5.77%</b>	<b>% Difference vs. Current</b>	<b>5.77%</b>	<b>% Difference vs. Current</b>	<b>2.13%</b>	<b>% Difference vs. Current</b>	<b>2.13%</b>
<b>Dental</b>					<b>Dental</b>		<b>Dental</b>		<b>Dental</b>	
Cigna Dental HMO	86	\$26,799	\$27,871	\$27,871	Guardian Dental HMO	\$23,856	Guardian Dental HMO	\$23,856	Guardian Dental HMO	\$23,856
Cigna Dental PPO Low	80	\$63,861	\$67,056	\$66,416	Guardian Dental PPO Low	\$57,452	Guardian Dental PPO Low	\$57,452	Guardian Dental PPO Low	\$57,452
Cigna Dental PPO High	102	\$112,217	\$117,826	\$116,709	Guardian Dental PPO High	\$98,195	Guardian Dental PPO High	\$98,195	Guardian Dental PPO High	\$98,195
<b>Total Annual Premium</b>	<b>268</b>	<b>\$202,877</b>	<b>\$212,753</b>	<b>\$210,995</b>	<b>Total Annual Premium</b>	<b>\$179,503</b>	<b>Total Annual Premium</b>	<b>\$179,503</b>	<b>Total Annual Premium</b>	<b>\$179,503</b>
<b>\$ Difference vs. Current</b>			<b>\$9,876</b>	<b>\$8,118</b>	<b>\$ Difference vs. Current</b>	<b>-\$23,374</b>	<b>\$ Difference vs. Current</b>	<b>-\$23,374</b>	<b>\$ Difference vs. Current</b>	<b>-\$23,374</b>
<b>% Difference vs. Current</b>			<b>4.87%</b>	<b>4.00%</b>	<b>% Difference vs. Current</b>	<b>-11.52%</b>	<b>% Difference vs. Current</b>	<b>-11.52%</b>	<b>% Difference vs. Current</b>	<b>-11.52%</b>
<b>LADD</b>					<b>LADD</b>		<b>LADD</b>		<b>LADD</b>	
The Hartford Life/AD&D	383	\$18,384	\$18,384	\$18,384	The Hartford Life/AD&D	\$18,384	Guardian Life/AD&D	\$18,384	Mutual of Omaha Life/AD&D	\$13,788
<b>Total Annual Premium</b>	<b>383</b>	<b>\$18,384</b>	<b>\$18,384</b>	<b>\$18,384</b>	<b>Total Annual Premium</b>	<b>\$18,384</b>	<b>Total Annual Premium</b>	<b>\$18,384</b>	<b>Total Annual Premium</b>	<b>\$13,788</b>
<b>\$ Difference vs. Current</b>			<b>\$0</b>	<b>\$0</b>	<b>\$ Difference vs. Current</b>	<b>\$0</b>	<b>\$ Difference vs. Current</b>	<b>\$0</b>	<b>\$ Difference vs. Current</b>	<b>-\$4,596</b>
<b>% Difference vs. Current</b>			<b>0.00%</b>	<b>0.00%</b>	<b>% Difference vs. Current</b>	<b>0.00%</b>	<b>% Difference vs. Current</b>	<b>0.00%</b>	<b>% Difference vs. Current</b>	<b>-25.00%</b>
<b>Benefits Annual Total</b>		<b>\$4,082,468</b>	<b>\$4,453,961</b>	<b>\$4,313,472</b>	<b>Benefits Annual Total</b>	<b>\$4,281,979</b>	<b>Benefits Annual Total</b>	<b>\$4,141,263</b>	<b>Benefits Annual Total</b>	<b>\$4,136,667</b>
<b>\$ Difference from Current</b>			<b>\$371,493</b>	<b>\$231,004</b>	<b>\$ Difference from Current</b>	<b>\$199,511</b>	<b>\$ Difference from Current</b>	<b>\$58,796</b>	<b>\$ Difference from Current</b>	<b>\$54,200</b>
<b>% Difference from Current</b>			<b>9.10%</b>	<b>5.66%</b>	<b>% Difference from Current</b>	<b>4.89%</b>	<b>% Difference from Current</b>	<b>1.44%</b>	<b>% Difference from Current</b>	<b>1.33%</b>

\*Please note that in addition to the premium holiday Blue Shield is also offering a \$10,000 Wellness Stipend.



# Medical Kaiser HMO

	# EE's	Current		Renewal		Alternative		Alternative	
		Kaiser		Kaiser		Kaiser		Kaiser	
		Traditional	HMO 20/500 day	Traditional	HMO 30/500 (9967)	Traditional	HMO 30/500 Day (9973)	Traditional	HMO 30/500 Day (9973)
Rates									
EE Only	33	\$534.75	\$558.49	\$551.16	\$547.04				
EE + Spouse	9	\$1,176.45	\$1,228.68	\$1,212.56	\$1,203.49				
EE + Child(ren)	7	\$962.55	\$1,005.28	\$992.09	\$984.67				
Family	60	\$1,657.73	\$1,731.32	\$1,708.61	\$1,687.64				
	<b>109</b>								
<b>Estimated Monthly Premium</b>		<b>\$134,436</b>	<b>\$140,404</b>	<b>\$138,563</b>	<b>\$137,035</b>				
<b>Estimated Annual Premium</b>		<b>\$1,613,237</b>	<b>\$1,684,853</b>	<b>\$1,662,751</b>	<b>\$1,644,418</b>				
<b>\$ Difference Vs. Current</b>			<b>\$71,616</b>	<b>\$49,513</b>	<b>\$31,180</b>				
<b>% Difference Vs. Current</b>			<b>4.44%</b>	<b>3.07%</b>	<b>1.93%</b>				

Benefit Summary	Current	Renewal	Alternative	Alternative
Calendar Year Deductible	None	None	None	None
Calendar Year Out-of-Pocket Maximum				
Individual	\$3,000	\$3,000	\$3,000	\$3,000
Family	\$6,000	\$6,000	\$6,000	\$6,000
Preventive Care	None	None	None	None
Office Visit - Primary/Specialist/Telemedicine	\$20/\$20/No Charge	<b>\$30/\$30/No Charge</b>	<b>\$30/\$30/No Charge</b>	<b>\$30/\$30/No Charge</b>
Chiropractic & Acupuncture	\$15/visit (up to 20 visits)	\$15/visit (up to 20 visits)	\$15/visit (up to 20 visits)	\$15/visit (up to 20 visits)
Diagnostic Lab & X-Ray	\$10	\$10	\$10	\$10
Advanced Imaging (CT, PET, MRI)	\$100	\$100	\$100	\$100
Hospitalization	\$500/day (3 day maximum)	\$500/day (3 day maximum)	\$500/day (3 day maximum)	\$500/day
Outpatient Surgery	\$250	\$250	\$250	\$250
Urgent Care (co-pay waived if admitted)	\$20	<b>\$30</b>	<b>\$30</b>	<b>\$30</b>
Emergency Room (co-pay waived if admitted)	\$150	\$150	\$150	\$150
Ambulance	\$150	\$150	\$150	\$150
Prescription Drugs				
Retail Pharmacy (30-day supply) (Generic/Brand/Specialty)	\$15/\$35/\$30% up to \$200	\$15/\$35/30% up to \$200	\$15/\$35/30% up to \$200	\$15/\$35/30% up to \$200
Mail Order (90-day supply) (Generic/Brand/Specialty)	\$30/\$70/Not Covered	\$30/\$70/Not Covered	\$30/\$70/Not Covered	\$30/\$70/Not Covered



# Medical Blue Shield SaveNet HMO

	# EE's	Current	Initial Renewal	Final Renewal	Alternative Blue Shield SaveNet HMO 15/20%	Alternative Blue Shield SaveNet HMO 25/750	Alternative Anthem Select Network HMO 20/40/500A
		Blue Shield SaveNet HMO 20/500					
Rates							
EE Only	17	\$555.08	\$626.70	\$605.05	\$602.35	\$595.64	\$529.12
EE + Spouse	5	\$1,276.66	\$1,441.33	\$1,391.53	\$1,385.33	\$1,369.89	\$1,164.07
EE + Child(ren)	11	\$943.64	\$1,065.38	\$1,028.57	\$1,023.99	\$1,012.57	\$952.43
Family	<u>21</u>	\$1,609.71	\$1,817.35	\$1,754.57	\$1,746.76	\$1,727.28	\$1,640.29
	<u>54</u>						
<b>Estimated Monthly Premium</b>		<b>\$60,004</b>	<b>\$67,744</b>	<b>\$65,404</b>	<b>\$65,112</b>	<b>\$64,386</b>	<b>\$59,738</b>
<b>Estimated Annual Premium</b>		<b>\$720,043</b>	<b>\$812,929</b>	<b>\$784,845</b>	<b>\$781,349</b>	<b>\$772,638</b>	<b>\$716,859</b>
<b>\$ Difference Vs. Current</b>			<b>\$92,886</b>	<b>\$64,802</b>	<b>\$61,306</b>	<b>\$52,594</b>	<b>-\$3,185</b>
<b>% Difference Vs. Current</b>			<b>12.90%</b>	<b>9.00%</b>	<b>8.51%</b>	<b>7.30%</b>	<b>-0.44%</b>

Benefit Summary	2020 Benefits	2021 Benefits			
Calendar Year Deductible	None	None	None	None	None
Calendar Year Out-of-Pocket Maximum					
Individual	\$2,500	\$2,500	\$2,000	\$2,500	\$2,500
Family	\$5,000	\$5,000	\$4,000	\$5,000	\$5,000
Preventive Care	None	None	None	None	None
Office Visit - Primary/Specialist/Access+ Specialist/Teladoc	\$20/\$20/\$30/\$5	\$20/\$20/\$30/\$0	\$15/\$15/\$30/\$0	\$25/\$25/\$40/\$0	\$20/\$40/\$10
Chiropractic & Acupuncture	\$10/visit (30 combined visits/year)	\$10/visit (30 combined visits/year)	\$10/visit (30 combined visits/year)	\$10/visit (30 combined visits/year)	\$10/visit (30 combined visits/year)
Diagnostic Lab & X-Ray	No Charge	No Charge	No Charge	No Charge	No Charge
Advanced Imaging (CT, PET, MRI)	No Charge	No Charge	No Charge	No Charge	\$100
Hospitalization	\$500/Admission	\$500/Admission	20%	\$750/Admission	\$500/Admission
Outpatient Surgery	Ambulatory Surgery Center: \$100 OP Hospital: \$300	Ambulatory Surgery Center: \$100 OP Hospital: \$300	Ambulatory Surgery Center: 10% OP Hospital: 25%	Ambulatory Surgery Center: \$100 OP Hospital: \$400	\$250
Urgent Care (co-pay waived if admitted)	\$20	\$20	\$15	\$25	\$20
Emergency Room (co-pay waived if admitted)	\$100	\$100	\$150	\$150	\$100
Ambulance	\$100	\$100	\$100	\$100	\$100
Prescription Drugs	None (Enhanced Rx)	None (Enhanced Rx)	None (Enhanced Rx)	None (Enhanced Rx)	None (Essential Rx)
Retail Pharmacy (30-day supply) (tier 1/tier 2/tier 3/tier 4)	\$15/\$30/\$45/20% up to \$200	\$15/\$30/\$45/20% up to \$250	\$15/\$30/\$45/20% up to \$250	\$15/\$30/\$45/20% up to \$250	\$5(1a)/\$15(1b)/\$30/\$50/30% up to \$250
Mail Order (90-day supply) (tier 1/tier 2/tier 3/tier 4)	\$30/\$60/\$90/20% up to \$400	\$30/\$60/\$90/20% up to \$500	\$30/\$60/\$90/20% up to \$500	\$30/\$60/\$90/20% up to \$500	\$12.50(1a)/\$37.50(1b)/\$90/\$150/30% up to \$250



# Medical Blue Shield Access+ HMO

	# EE's	Current	Initial Renewal	Final Renewal	Alternative	Alternative	Alternative
		Blue Shield Access+ HMO 20/500			Blue Shield Access+ HMO 15/20%	Blue Shield Access+ HMO 25/750	Anthem Traditional HMO 20/40/500A
Rates							
EE Only	7	\$728.60	\$822.58	\$794.16	\$786.60	\$782.03	\$722.63
EE + Spouse	0	\$1,675.80	\$1,891.94	\$1,826.57	\$1,809.19	\$1,798.66	\$1,589.78
EE + Child(ren)	0	\$1,238.62	\$1,398.38	\$1,350.07	\$1,337.22	\$1,329.44	\$1,300.73
Family	0	\$2,112.94	\$2,385.47	\$2,303.05	\$2,281.13	\$2,267.86	\$2,240.15
	7						
<b>Estimated Monthly Premium</b>		<b>\$5,100</b>	<b>\$5,758</b>	<b>\$5,559</b>	<b>\$5,506</b>	<b>\$5,474</b>	<b>\$5,058</b>
<b>Estimated Annual Premium</b>		<b>\$61,202</b>	<b>\$69,097</b>	<b>\$66,709</b>	<b>\$66,074</b>	<b>\$65,691</b>	<b>\$60,701</b>
<b>\$ Difference Vs. Current</b>			<b>\$7,894</b>	<b>\$5,507</b>	<b>\$4,872</b>	<b>\$4,488</b>	<b>-\$501</b>
<b>% Difference Vs. Current</b>			<b>12.90%</b>	<b>9.00%</b>	<b>7.96%</b>	<b>7.33%</b>	<b>-0.82%</b>

Benefit Summary	2020 Benefits	2021 Benefits			
Calendar Year Deductible	None	None	None	None	None
Calendar Year Out-of-Pocket Maximum					
Individual	\$2,500	\$2,500	\$2,000	\$2,500	\$2,500
Family	\$5,000	\$5,000	\$4,000	\$5,000	\$5,000
Preventive Care	None	None	None	None	None
Office Visit - Primary/Specialist/Access+ Specialist/Teladoc	\$20/\$20/\$30/\$5	\$20/\$20/\$30/\$0	\$15/\$15/\$30/\$0	\$25/\$25/\$40/\$0	\$20/\$40/Not offered/\$10
Chiropractic/Acupuncture	\$10/visit (30 combined visits/year)	\$10/visit (30 combined visits/year)	\$10/visit (30 combined visits/year)	\$10/visit (30 combined visits/year)	\$10/visit (30 combined visits/year)
Diagnostic Lab & X-Ray	No Charge	No Charge	No Charge	No Charge	No Charge
Advanced Imaging (CT, PET, MRI)	No Charge	No Charge	No Charge	No Charge	\$100
Hospitalization	\$500/Admission	\$500/Admission	20%	\$750/Admission	\$500/Admission
Outpatient Surgery	Ambulatory Surgery Center: \$100 OP Hospital: \$300	Ambulatory Surgery Center: \$100 OP Hospital: \$300	Ambulatory Surgery Center: 10% OP Hospital: 25%	Ambulatory Surgery Center: \$100 OP Hospital: \$400	\$250
Urgent Care (co-pay waived if admitted)	\$20	\$20	\$15	\$25	\$20
Emergency Room (co-pay waived if admitted)	\$100	\$100	\$150	\$150	\$100
Ambulance	\$100	\$100	\$100	\$100	\$100
Prescription Drugs					
Retail Pharmacy (30-day supply) (tier 1/tier 2/tier 3/tier 4)	None (Enhanced Rx) \$15/\$30/\$45/20% up to \$200	None (Enhanced Rx) \$15/\$30/\$45/20% up to \$250	None (Enhanced Rx) \$15/\$30/\$45/20% up to \$250	None (Enhanced Rx) \$15/\$30/\$45/20% up to \$250	None (Essential Rx) \$5(1a)/\$15(1b)/\$30/\$50/30% up to \$250
Mail Order (90-day supply) (tier 1/tier 2/tier 3/tier 4)	\$30/\$60/\$90/20% up to \$400	\$30/\$60/\$90/20% up to \$500	\$30/\$60/\$90/20% up to \$500	\$30/\$60/\$90/20% up to \$500	\$12.50(1a)/\$37.50(1b)/\$90/\$150/30% up to \$250



# Medical Blue Shield HSA PPO

		Current	Initial Renewal Blue Shield PPO H.S.A 2800	Final Renewal	Alternative Blue Shield PPO H.S.A 3000
Rates	# EE's				
EE Only	10	\$515.21	\$581.67	\$561.57	\$548.99
EE + Spouse	1	\$1,192.25	\$1,346.06	\$1,299.55	\$1,270.44
EE + Child(ren)	7	\$881.25	\$994.96	\$960.58	\$939.06
Family	<u>15</u>	\$1,503.30	\$1,697.22	\$1,638.58	\$1,601.86
	<b>33</b>				
<b>Estimated Monthly Premium</b>		<b>\$35,063</b>	<b>\$39,586</b>	<b>\$38,218</b>	<b>\$37,362</b>
<b>Estimated Annual Premium</b>		<b>\$420,751</b>	<b>\$475,029</b>	<b>\$458,616</b>	<b>\$448,340</b>
<b>\$ Difference Vs. Current</b>			<b>\$54,278</b>	<b>\$37,865</b>	<b>\$27,589</b>
<b>% Difference Vs. Current</b>			<b>12.90%</b>	<b>9.00%</b>	<b>6.56%</b>

Benefit Summary	2020 In-Network	2021 In-Network	2021 Out-of-Network	In-Network	Out-of-Network
Calendar Year Deductible (Individual/Family)	\$2,800/\$5,200		\$2,800/\$5,200	\$3,000/\$6,000	
Calendar Year Out-of-Pocket Maximum					
Individual	\$5,500	\$5,500	\$10,000	\$5,500	\$10,000
Family	\$11,000	\$11,000	\$20,000	\$11,000	\$20,000
Preventive Care	None	None	Not Covered	None	Not Covered
Office Visit - Primary/Specialist/Teladoc	20%*/20%*/\$5	20%*/\$20%*/\$0	40%*/40%*/Not Covered	20%*/20%*/\$0	40%*
Chiropractic/Acupuncture	20%*/visit (20 visits/year)	20%*/visit (20 visits/year)	40%*/visit (20 visits/year)	20%*/visit (20 combined visits/year)	40%*/visit (20 combined visits/year)
Diagnostic Lab & X-Ray	20%*	Radiology Center: 20%* OP Hospital: <b>30%*</b>	Radiology Center: 40%* OP Hospital: <b>40%* up to \$350</b>	Radiology Center: 20%* OP Hospital: <b>30%*</b>	Radiology Center: 40%* OP Hospital: <b>40%* up to \$350</b>
Advanced Imaging (CT, PET, MRI)	Radiology Center: 20%* OP Hospital: \$100 + 20%*	Radiology Center: 20%* OP Hospital: \$100 + 20%*	Radiology Center: 40%* OP Hospital: 40%* up to \$350	Radiology Center: 20%* OP Hospital: \$100 + 20%*	Radiology Center: 40%* OP Hospital: 40% up to \$350*
Hospitalization	20%*	20%*	40%* up to \$600/day	20%*	40%* up to \$600/day
Outpatient Surgery	Ambulatory Center: 10%* OP Hospital: 20%*	Ambulatory Center: 10%* OP Hospital: 20%*	40%* up to \$350/day	Ambulatory Center: 10%* OP Hospital: 20%*	40%* up to \$350/day
Urgent Care (co-pay waived if admitted)	20%*	20%*	40%*	20%*	40%*
Emergency Room (co-pay waived if admitted)	\$150 + 20%*	\$150 + 20%*	\$150 + 20%*	\$150 + 20%*	\$150 + 20%*
Ambulance	20%*	20%*	20%*	20%*	20%*
Prescription Drugs	Combined w/ Medical Ded.	Combined w/ Medical Ded.	Combined w/ Medical Ded.	Combined w/ Medical Ded.	Combined w/ Medical Ded.
Retail Pharmacy (30-day supply) (tier 1/tier 2/tier 3)	\$10/\$25/\$40/30% up to \$200*	\$10/\$25/\$40/30% up to <b>\$250*</b>	<b>In-Network Copay + 25%*</b>	\$10/\$25/\$40/30% up to <b>\$250*</b>	<b>In-Network Copay + 25%*</b>
Mail Order (90-day supply) (tier 1/tier 2/tier 3)	\$20/\$50/\$80/30% up to \$400*	\$20/\$50/\$80/30% up to <b>\$500*</b>	Not Covered	\$20/\$50/\$80/30% up to <b>\$500*</b>	Not Covered



# Medical Blue Shield HSA PPO Continued

		Current	Initial Renewal Blue Shield PPO H.S.A 2800	Final Renewal	Alternative Anthem PPO H.S.A 2800
Rates	# EE's				
EE Only	10	\$515.21	\$581.67	\$561.57	\$479.40
EE + Spouse	1	\$1,192.25	\$1,346.06	\$1,299.55	\$1,054.67
EE + Child(ren)	7	\$881.25	\$994.96	\$960.58	\$862.91
Family	<u>15</u> 33	\$1,503.30	\$1,697.22	\$1,638.58	\$1,486.13
<b>Estimated Monthly Premium</b>		<b>\$35,063</b>	<b>\$39,586</b>	<b>\$38,218</b>	<b>\$34,181</b>
<b>Estimated Annual Premium</b>		<b>\$420,751</b>	<b>\$475,029</b>	<b>\$458,616</b>	<b>\$410,172</b>
<b>\$ Difference Vs. Current</b>			<b>\$54,278</b>	<b>\$37,865</b>	<b>-\$10,579</b>
<b>% Difference Vs. Current</b>			<b>12.90%</b>	<b>9.00%</b>	<b>-2.51%</b>

Benefit Summary	2020 In-Network	2021 In-Network	2021 Out-of-Network	In-Network	Out-of-Network
Calendar Year Deductible (Individual/Family)	\$2,800/\$5,200	\$2,800/\$5,200		\$2,800/\$5,600	\$8,400/\$16,800
Calendar Year Out-of-Pocket Maximum					
Individual	\$5,500	\$5,500	\$10,000	\$5,000	\$15,000
Family	\$11,000	\$11,000	\$20,000	\$10,000	\$30,000
Preventive Care	None	None	Not Covered	None	50%*
Office Visit - Primary/Specialist/Teladoc	20%*/20%*/\$5	20%*/\$20%*/\$0	40%*/40%*/Not Covered	20%*/20%*/\$10*	50%*
Chiropractic/Acupuncture	20%*/visit (20 visits/year)	20%*/visit (20 visits/year)	40%*/visit (20 visits/year)	20%*/visit (20 Acupuncture visits only)	50%*/visit (20 Acupuncture visits only)
Diagnostic Lab & X-Ray	20%*	Radiology Center: 20%* OP Hospital: 30%*	Radiology Center: 40%* OP Hospital: 40%* up to \$350	20%*	50%*
Advanced Imaging (CT, PET, MRI)	Radiology Center: 20%* OP Hospital: \$100 + 20%*	Radiology Center: 20%* OP Hospital: \$100 + 20%*	Radiology Center: 40%* OP Hospital: 40%* up to \$350	20%*	50%*
Hospitalization	20%*	20%*	40%* up to \$600/day	20%*	50%*
Outpatient Surgery	Ambulatory Center: 10%* OP Hospital: 20%*	Ambulatory Center: 10%* OP Hospital: 20%*	40%* up to \$350/day	20%*	50%*
Urgent Care (co-pay waived if admitted)	20%*	20%*	40%*	20%*	50%*
Emergency Room (co-pay waived if admitted)	\$150 + 20%*	\$150 + 20%*	\$150 + 20%*	20%*	20%*
Ambulance	20%*	20%*	20%*	20%*	20%*
Prescription Drugs	Combined w/ Medical Ded.	Combined w/ Medical Ded.	Combined w/ Medical Ded.	Combined w/ Medical Ded. <b>Essential Rx</b>	
Retail Pharmacy (30-day supply) (tier 1/tier 2/tier 3)	\$10/\$25/\$40/30% up to \$200*	\$10/\$25/\$40/30% up to \$250*	<b>In-Network Copay + 25%*</b>	\$5(1a)/\$15(1b)/\$40/\$60/30% up to \$250	50% up to \$250
Mail Order (90-day supply) (tier 1/tier 2/tier 3)	\$20/\$50/\$80/30% up to \$400*	\$20/\$50/\$80/30% up to \$500*	Not Covered	\$12.50(1a)/\$37.50(1b)/\$120/\$180/30% up to \$250	Not Covered

\*Calendar Year Deductible Applies



# Medical Blue Shield Full PPO

	# EE's	Current	Initial Renewal	Final Renewal	Alternative
		Blue Shield			Blue Shield
		Full PPO Combined Deductible 35/500			Full PPO Combined Deductible 35/500/\$150 Rx
Rates					
EE Only	13	\$715.05	\$807.30	\$779.41	\$778.43
EE + Spouse	2	\$1,644.61	\$1,856.78	\$1,792.63	\$1,790.39
EE + Child(ren)	17	\$1,215.58	\$1,372.41	\$1,324.99	\$1,323.33
Family	<u>26</u>	\$2,073.64	\$2,341.16	\$2,260.28	\$2,257.46
	<b>58</b>				
<b>Estimated Monthly Premium</b>		<b>\$87,164</b>	<b>\$98,410</b>	<b>\$95,010</b>	<b>\$94,891</b>
<b>Estimated Annual Premium</b>		<b>\$1,045,972</b>	<b>\$1,180,915</b>	<b>\$1,140,116</b>	<b>\$1,138,691</b>
<b>\$ Difference Vs. Current</b>			<b>\$134,943</b>	<b>\$94,144</b>	<b>\$92,719</b>
<b>% Difference Vs. Current</b>			<b>12.90%</b>	<b>9.00%</b>	<b>8.86%</b>

Benefit Summary	2020 In-Network	2021 In-Network	2021 Out-of-Network	In-Network	Out-of-Network
Calendar Year Deductible (Individual/Family)	\$500/\$1,000	\$500/\$1,000		\$500/ <b>\$1,500</b>	
Calendar Year Out-of-Pocket Maximum					
Individual	\$4,000	\$4,000	\$10,500	\$4,000	\$10,500
Family	\$8,000	\$8,000	\$21,000	\$8,000	\$21,000
Preventive Care	None	None	Not Covered	None	Not Covered
Office Visit - Primary/Specialist/Teladoc	\$35/\$35/\$5	\$35/\$35/ <b>\$0</b>	40%*	\$35/\$35/ <b>\$0</b>	40%*
Chiropractic/Acupuncture	\$25/\$25* per visit (20 visits/year)	\$25/\$25* per visit (20 visits/year)	40%*	\$25/\$25* per visit (20 visits/year)	40%*
Diagnostic Lab & X-Ray	\$35*	Lab Center: \$35* Outpatient Hospital: <b>\$60*</b>	Lab Center: 40%* OP Hospital: 40% up to \$350*/day	Lab Center: \$35* Outpatient Hospital: <b>\$60*</b>	Lab Center: 40%* OP Hospital: 40% up to \$350*/day
Advanced Imaging (CT, PET, MRI)	20%*	20%*	Radiology Center: 40%* OP Hospital: 40% up to \$350*/day	20%*	Radiology Center: 40%* OP Hospital: 40% up to \$350*/day
Hospitalization	\$100 + 20%*	\$100 + 20%*	40% up to \$600/day*	\$100 + 20%*	40% up to \$600*/day
Outpatient Surgery	Ambulatory Center: 10%* OP Hospital: 25%*	Ambulatory Center: 10%* OP Hospital: 25%*	40% up to \$350/day*	Ambulatory Center: 10%* OP Hospital: 25%*	40% up to \$350*/day
Urgent Care (co-pay waived if admitted)	\$35	\$35	40%*	\$35	40%*
Emergency Room (co-pay waived if admitted)	\$100 + 20%	\$100 + 20%	\$100 + 20%	\$100 + 20%	\$100 + 20%
Ambulance	20%*	20%*	20%*	20%*	20%*
Prescription Drugs	None	None	None	<b>\$150 Deductible (Tiers 2-4)</b>	
Retail Pharmacy (30-day supply) (tier 1/tier 2/tier 3/tier 4)	\$15/\$30/\$45/30% up to \$200	\$15/\$30/\$45/30% up to <b>\$250</b>	In-Network copay + 25%	<b>\$10/\$20/\$35/30% up to \$250</b>	In-Network copay + 25%
Mail Order (90-day supply) (tier 1/tier 2/tier 3/tier 4)	\$30/\$60/\$90/30% up to \$400	\$30/\$60/\$90/30% up to <b>\$500</b>	Not Covered	<b>\$20/\$40/\$70/30% up to \$500</b>	Not Covered

\*Calendar Year Deductible Applies



# Medical Blue Shield Full PPO Continued

		Current	Initial Renewal Blue Shield Full PPO Combined Deductible 35/500	Final Renewal	Alternative Anthem Classic PPO 500/30/50
Rates	# EE's				
EE Only	13	\$715.05	\$807.30	\$779.41	\$693.88
EE + Spouse	2	\$1,644.61	\$1,856.78	\$1,792.63	\$1,526.53
EE + Child(ren)	17	\$1,215.58	\$1,372.41	\$1,324.99	\$1,248.98
Family	<u>26</u>	\$2,073.64	\$2,341.16	\$2,260.28	\$2,151.02
	<b>58</b>				
<b>Estimated Monthly Premium</b>		<b>\$87,164</b>	<b>\$98,410</b>	<b>\$95,010</b>	<b>\$89,233</b>
<b>Estimated Annual Premium</b>		<b>\$1,045,972</b>	<b>\$1,180,915</b>	<b>\$1,140,116</b>	<b>\$1,070,792</b>
<b>\$ Difference Vs. Current</b>			<b>\$134,943</b>	<b>\$94,144</b>	<b>\$24,820</b>
<b>% Difference Vs. Current</b>			<b>12.90%</b>	<b>9.00%</b>	<b>2.37%</b>

Benefit Summary	2020 In-Network	2021 In-Network	2021 Out-of-Network	In-Network	Out-of-Network
Calendar Year Deductible (Individual/Family)	\$500/\$1,000	\$500/\$1,000		\$500/\$1,500	\$1,500/\$4,500
Calendar Year Out-of-Pocket Maximum					
Individual	\$4,000	\$4,000	\$10,500	\$4,000	\$12,000
Family	\$8,000	\$8,000	\$21,000	\$8,000	\$24,000
Preventive Care	None	None	Not Covered	No Charge	40%*
Office Visit - Primary/Specialist/Teladoc	\$35/\$35/\$5	\$35/\$35/\$0	40%*	\$30/\$50/\$10	40%*
Chiropractic/Acupuncture	\$25/\$25* per visit (20 visits/year)	\$25/\$25* per visit (20 visits/year)	40%*	\$30 per visit (20 Acupuncture visits only)	40%*
Diagnostic Lab & X-Ray	\$35*	Lab Center: \$35* Outpatient Hospital: \$60*	Lab Center: 40%* OP Hospital: 40% up to \$350*/day	20%*	40%*
Advanced Imaging (CT, PET, MRI)	20%*	20%*	Radiology Center: 40%* OP Hospital: 40% up to \$350*/day	20%*	40%*
Hospitalization	\$100 + 20%*	\$100 + 20%*	40% up to \$600/day*	20%*	40%*
Outpatient Surgery	Ambulatory Center: 10%* OP Hospital: 25%*	Ambulatory Center: 10%* OP Hospital: 25%*	40% up to \$350/day*	20%*	40%*
Urgent Care (co-pay waived if admitted)	\$35	\$35	40%*	\$30	40%*
Emergency Room (co-pay waived if admitted)	\$100 + 20%	\$100 + 20%	\$100 + 20%	\$150 + 20%*	\$150 + 20%*
Ambulance	20%*	20%*	20%*	20%*	20%*
Prescription Drugs	None	None	None	None (Essential Rx)	None (Essential Rx)
Retail Pharmacy (30-day supply) (tier 1/tier 2/tier 3/tier 4)	\$15/\$30/\$45/30% up to \$200	\$15/\$30/\$45/30% up to \$250	In-Network copay + 25%	\$5(1a)/\$15(1b)/\$30/\$50/30% up to \$250	50% up to \$250
Mail Order (90-day supply) (tier 1/tier 2/tier 3/tier 4)	\$30/\$60/\$90/30% up to \$400	\$30/\$60/\$90/30% up to \$500	Not Covered	\$12.50(1a)/\$37.50(1b)/\$90/\$150/30% up to \$250	Not Covered

\*Calendar Year Deductible Applies



# Medical Plan Offers



## Alternative: Anthem

- **Provider Disruption:**
  - Select HMO: 93.21% match to SaveNet HMO network
  - Classic HMO: 98.77% match to Access+ HMO network
- **Additional Benefits**
  - \$10,000 Wellness Allowance
  - \$5,000 Technology Subsidy

Requirements to offer the plan:

- **Participation:** This proposal assumes an Active Open Enrollment for all employees. Minimum of 50% of employees must enroll in the Anthem plans.
  - Current Blue Shield participation: 60%



# Dental HMO

Rates	# EE's	Current	Renewal	Alternative Guardian Managed Dental Care DHMO	Alternative MetLife Dental HMO 100A
		Cigna Dental Care Access Plus			
Employee Only	41	\$15.44	\$16.06	\$11.70	\$15.61
Employee + Spouse	5	\$26.57	\$27.63	\$23.44	\$26.86
Employee + Child(ren)	9	\$30.29	\$31.50	\$24.30	\$30.63
Employee + Family	31	\$38.54	\$40.08	\$37.82	\$38.97
	<b>86</b>				
<b>Estimated Monthly Premium</b>		<b>\$2,233</b>	<b>\$2,323</b>	<b>\$1,988</b>	<b>\$2,258</b>
<b>Estimated Annual Premium</b>		<b>\$26,799</b>	<b>\$27,871</b>	<b>\$23,856</b>	<b>\$27,097</b>
<b>\$ Difference Vs. Current</b>			<b>\$1,072</b>	<b>-\$2,943</b>	<b>\$298</b>
<b>% Difference Vs. Current</b>			<b>4.00%</b>	<b>-10.98%</b>	<b>1.11%</b>
<b>Rate Guarantee</b>			<b>1 Year</b>	<b>1 Year</b>	<b>2 Years</b>

Benefit Summary			
<b>Calendar Year Deductible</b>		None	None
<b>Calendar Year Maximum Benefit</b>		None	None
<b>Office Visits (see schedule of benefits for additional costs)</b>		\$3	\$5
<b>Diagnostic &amp; Preventative Services (see schedule of benefits for additional costs)</b>			
D1110/D1120 Prophylaxis (cleaning) - adult/child (2 per year)		\$0	\$0
D0120 Periodic Oral Examination		\$0	\$0
D0210-D0330 Radiographs/Diagnostic Imaging (x-rays)		\$0	\$0
<b>Restorative Treatment (see schedule of benefits for additional costs)</b>			
D2391 White Filling (posterior)		\$45	\$15
<b>Endodontics (see schedule of benefits for additional costs)</b>			
D3330 Root Canal - Molar (excl. final restoration)		\$195	\$150
<b>Periodontics (see schedule of benefits for additional costs)</b>			
D4261 Periodontal Osseous Surgery (gum disease)		\$195	\$120
D4342 Periodontal Scaling & Root Planing (gum disease)		\$25	\$25
<b>Removable Prosthodontics (see schedule of benefits for additional costs)</b>			
D5110-D5120 Complete Denture - maxillary or mandibular		\$135	\$190
D5211-D5212 Partial Denture - maxillary or mandibular		\$135	\$155
<b>Crowns/Fixed Bridges - Per Unit (see schedule of benefits for additional costs)</b>			
D6240 Pontic - porcelain fused to a high noble metal		\$130	\$195
D6750 Crown - porcelain fused to high noble metal		\$130	\$190
<b>Oral Surgery (see schedule of benefits for additional costs)</b>			
D7220 Surgery to Remove Impacted Tooth (soft tissue)		\$40	\$50
<b>Orthodontics (see schedule of benefits for specifics)</b>			
Comprehensive orthodontic treatment of the adolescent dentition		\$1,614	\$1,895
Comprehensive orthodontic treatment of the adult dentition		\$2,118	\$2,195



# Dental PPO Low

	# EE's	Current	Initial Renewal	Final Renewal	Alternative Guardian	Alternative MetLife*
		Cigna Dental PPO Low			Dental PPO Low	Dental PPO Low
Rates						
Employee Only	28	\$28.57	\$30.00	\$29.71	\$26.35	\$33.67
Employee + Spouse	7	\$63.70	\$66.89	\$66.25	\$53.49	\$75.07
Employee + Child(ren)	16	\$70.05	\$73.55	\$72.85	\$60.77	\$82.56
Employee + Family	29	\$101.90	\$107.00	\$105.98	\$93.21	\$120.09
	80					
<b>Estimated Monthly Premium</b>		<b>\$5,322</b>	<b>\$5,588</b>	<b>\$5,535</b>	<b>\$4,788</b>	<b>\$6,272</b>
<b>Estimated Annual Premium</b>		<b>\$63,861</b>	<b>\$67,056</b>	<b>\$66,416</b>	<b>\$57,452</b>	<b>\$75,262</b>
<b>\$ Difference Vs. Current</b>			<b>\$3,195</b>	<b>\$2,555</b>	<b>-\$6,409</b>	<b>\$11,401</b>
<b>% Difference Vs. Current</b>			<b>5.00%</b>	<b>4.00%</b>	<b>-10.04%</b>	<b>17.85%</b>
<b>Rate Guarantee</b>			<b>1 Year</b>		<b>1 Year</b>	<b>1 Year*</b>

Benefit Summary	In-Network	Out-of-Network	In-Network	Out-of-Network	In-Network	Out-of-Network
Calendar Year Deductible (Waived for Preventive?)	Yes	Yes	Yes	Yes	Yes	Yes
Individual	\$50	\$100	\$50	\$50	\$50	\$100
Family	\$150	\$300	\$150	\$150	\$150	\$300
Calendar Year Maximum Per Person	\$1,500		\$1,500 + Maximum Rollover		\$1,500	
Diagnostic & Preventive	0%	0%	0%	0%	0%	0%
Exams						
Cleanings						
X-Rays						
Regular Restorative Services	20%	20%	20%	20%	20%	20%
Fillings, Simple Surgery						
Endodontics (Root Canals)						
Periodontics (Gum Disease)						
Major Services	50%	50%	50%	50%	50%	50%
Crowns						
Bridges and Dentures						
Implants	Not Covered	Not Covered	Not Covered	Not Covered	50%	50%
Orthodontics Lifetime Maximum	Not Applicable		Not Applicable		Not Applicable	
Orthodontics - Child/Adult (up to dependent age limit)	Not Covered	Not Covered	Not Covered	Not Covered	Not Covered	Not Covered
Reimbursement Schedule	Fee Schedule	MAC	Fee Schedule	MAC	Fee Schedule	MAC

\* MetLife 2nd and 3rd year 5% rate cap



# Dental PPO High

		Current	Initial Renewal	Final Renewal	Alternative	Alternative	
		Cigna Dental PPO High			Guardian Dental PPO High	MetLife* Dental PPO High	
Rates	# EE's						
	Employee Only	23	\$38.23	\$40.14	\$39.76	\$29.44	\$45.06
	Employee + Spouse	7	\$76.44	\$80.26	\$79.50	\$59.76	\$90.09
	Employee + Child(ren)	25	\$85.49	\$89.76	\$88.91	\$74.16	\$100.75
	Employee + Family	47	\$123.40	\$129.57	\$128.34	\$111.35	\$145.43
	<b>102</b>						
<b>Estimated Monthly Premium</b>			<b>\$9,351</b>	<b>\$9,819</b>	<b>\$9,726</b>	<b>\$8,183</b>	<b>\$11,021</b>
<b>Estimated Annual Premium</b>			<b>\$112,217</b>	<b>\$117,826</b>	<b>\$116,709</b>	<b>\$98,195</b>	<b>\$132,252</b>
<b>\$ Difference Vs. Current</b>				<b>\$5,609</b>	<b>\$4,491</b>	<b>-\$14,022</b>	<b>\$20,035</b>
<b>% Difference Vs. Current</b>				<b>5.00%</b>	<b>4.00%</b>	<b>-12.50%</b>	<b>17.85%</b>
<b>Rate Guarantee</b>			<b>1 Year</b>			<b>1 Year*</b>	

Benefit Summary	In-Network		Out-of-Network		In-Network		Out-of-Network		In-Network		Out-of-Network	
	Calendar Year Deductible (Waived for Preventive?)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Individual	None	\$100	None	\$100	<b>\$25</b>	<b>\$75</b>	None	\$100	None	\$100	\$300	
Family	None	\$300	None	\$300	<b>\$75</b>	<b>\$225</b>	None	\$300	None	\$300	\$300	
Calendar Year Maximum Per Person	\$2,000		\$2,000		<b>\$2,000 + Maximum Rollover</b>		\$2,000		\$2,000		\$2,000	
Diagnostic & Preventive	0%		0%		0%		0%		0%		0%	
Exams												
Cleanings												
X-Rays												
Regular Restorative Services	20%		20%		20%		20%		20%		20%	
Fillings, Simple Surgery												
Endodontics (Root Canals)												
Periodontics (Gum Disease)												
Major Services	50%		50%		50%		50%		50%		50%	
Crowns												
Bridges and Dentures												
Implants	Not Covered		Not Covered		Not Covered		Not Covered		<b>50%</b>		<b>50%</b>	
Orthodontics Lifetime Maximum	\$1,500		\$1,500		\$1,500		\$1,500		\$1,500		\$1,500	
Orthodontics - Child/Adult (up to dependent age limit)	50%		50%		50%		50%		50%		50%	
Reimbursement Schedule	Fee Schedule		MAC		Fee Schedule		MAC		Fee Schedule		MAC	

\* MetLife 2nd and 3rd year 5% rate cap



# Voluntary Vision

		Current	Renewal	Alternative
		EyeMed Voluntary Insight Plan		Cigna Voluntary Vision*
Rates	# EE's			
Employee Only	94	\$5.64	\$5.64	\$8.25
Employee + Spouse	21	\$10.72	\$10.72	\$15.68
Employee + Child(ren)	46	\$11.28	\$11.28	\$16.51
Employee + Family	100	\$16.58	\$16.58	\$24.27
	<b>261</b>			
<b>Estimated Monthly Premium</b>		<b>\$2,932</b>	<b>\$2,932</b>	<b>\$4,291</b>
<b>Estimated Annual Premium</b>		<b>\$35,186</b>	<b>\$35,186</b>	<b>\$51,495</b>
<b>\$ Difference Vs. Current</b>			<b>\$0</b>	<b>\$16,309</b>
<b>% Difference Vs. Current</b>			<b>0.00%</b>	<b>46.35%</b>
<b>Rate Guarantee</b>		<b>1 Year</b>		<b>2 Years</b>

Benefits Summary	In-Network	Out-of-Network	In-Network	Out-of-Network
Exams		Reimbursement up to:		Reimbursement up to:
Vision Exam	\$10	\$40	\$10	\$45
Lenses		Reimbursement up to:		Reimbursement up to:
Single Vision	\$25	\$30	\$25	\$40
Lined Bifocal	\$25	\$50	\$25	\$65
Lined Trifocal	\$25	\$70	\$25	\$75
Frames	\$150 allowance then 20% off amount over frame allowance	Reimbursement up to: \$105	\$150 Allowance	Reimbursement up to: \$83
Contact Lenses (in lieu of glasses)		Reimbursement up to:		Reimbursement up to:
Medically necessary	Covered in full	\$210	Covered in full	\$210
Elective	\$150 allowance then 15% off amount over conventional lens allowance	\$150	\$150 Allowance	\$120
Frequency - Exam/Lenses/Frames	12/12/12		12/12/12	

\*Cigna requires the greater of 15% or 57 employees



# Basic Life/AD&D

	Current	Renewal	Alternative	Alternative
	The Hartford		Guardian	Mutual of Omaha
Enrolled Employees	383	383	383	383
Current volume:	\$19,150,000	\$19,150,000	\$19,150,000	\$19,150,000
Life rate/1,000:	\$0.060	\$0.060	\$0.060	\$0.040
AD&D rate/1,000:	\$0.020	\$0.020	\$0.020	\$0.020
<b>Estimated Monthly Premium</b>	<b>\$1,532</b>	<b>\$1,532</b>	<b>\$1,532</b>	<b>\$1,149</b>
<b>Estimated Annual Premium</b>	<b>\$18,384</b>	<b>\$18,384</b>	<b>\$18,384</b>	<b>\$13,788</b>
<b>\$ Difference Vs. Current</b>		<b>\$0</b>	<b>\$0</b>	<b>-\$4,596</b>
<b>% Difference Vs. Current</b>		<b>0.00%</b>	<b>0.00%</b>	<b>-25.00%</b>
<b>Rate Guarantee</b>	<b>1 Year</b>		<b>2 Years</b>	<b>2 Years</b>

<b>Benefit Summary</b>				
Benefit Amount	\$50,000		\$50,000	\$50,000
Maximum	\$50,000		\$50,000	\$50,000
Guarantee Issue	\$50,000		\$50,000	\$50,000
Age Reduction	Reduce by 30% at age 70 Reduce by 60% at age 75		Reduce by 30% at age 70 Reduce by 60% at age 75	Reduce by 30% at age 70 Reduce by 60% at age 75



# Long Term Disability

	<b>Proposed</b>	<b>Proposed</b>	<b>Proposed</b>
	<b>The Hartford</b>	<b>Guardian</b>	<b>Mutual of Omaha</b>
Enrolled Employees:	398	398	398
Monthly Covered Payroll:	\$1,841,308	\$1,841,308	\$1,841,308
Rate/\$100 monthly payroll:	\$0.185	\$0.210	\$0.120
<b>Estimated Monthly Premium</b>	<b>\$3,406</b>	<b>\$3,867</b>	<b>\$2,210</b>
<b>Estimated Annual Premium</b>	<b>\$40,877</b>	<b>\$46,401</b>	<b>\$26,515</b>
<b>Rate Guarantee</b>	<b>2 Years</b>	<b>2 Years</b>	<b>2 Years</b>
<b>Benefit Summary</b>			
Eligibility	<b>All Full Time Employees</b>	<b>All Full Time Employees</b>	<b>All Full Time Employees</b>
Percentage of Monthly Earnings	60%	60%	60%
Maximum Monthly Benefit	\$7,500	\$6,000	\$6,400
Elimination Period	90 days	90 days	90 days
Maximum Benefit Duration	ADEA or SSNRA	SSNRA	RBD to SSNRA
Own Occupation	2 Years	2 Years	2 Years
Pre-existing Condition	3/12	3/12	3/12
Employee Assistance Program?	No	Yes	Yes



# Voluntary Life/AD&D

	Current/Renewal The Hartford			Alternative Guardian		Alternative Mutual of Omaha		
Participation	96 presently enrolled			The greater of 34% or 130		The greater of 25% or 96		
Coverage Amount (Employee)	Increments of \$10,000 up to the lesser of 3x Annual Salary or \$500,000			Increments of \$10,000 up to \$500,000		Increments of \$10,000 up to the lesser of 3x Annual Salary up to \$500,000		
Coverage Amount (Spouse)	Increments of \$5,000 up to the lesser of \$100,000 or 50% of employee's coverage			Increments of \$5,000 up to \$100,000 not to exceed 50% of employee's coverage		Increments of \$5,000 up to the lesser of \$100,000 or 100% of employee's coverage		
Coverage Amount (Child)	\$10,000			14 days to Age 26 (if full time student): \$10,000		\$10,000		
Guaranteed Issue	Employee: \$130,000 Spouse: \$30,000 Child: \$10,000			Employee <65: \$130,000 Employee 65<70: <b>\$50,000</b> Employee 70+: <b>\$10,000</b> Spouse <65: \$30,000 Spouse 65<70: <b>\$10,000</b> Child: \$10,000		Employee: 3x Annual Salary up to \$130,000 Spouse: 100% of employee's benefit up to \$30,000 Child: \$10,000		
Rate Guarantee	1 Year			2 Years		2 Years		
Benefit Reduction:	None			<b>Reduce by 30% at age 70</b> <b>Reduce by 60% at age 75</b>		<b>Reduce by 30% up to age 70</b> <b>Reduce by 60% at age 75</b>		
	Age Band	Monthly Rate per \$1,000 (Employee)	Monthly Rate per \$1,000 (Spouse)	Age Band	Monthly Rate per \$1,000 (Employee/Spouse)	Age Band	Monthly Rate per \$1,000 (Employee)	Monthly Rate per \$1,000 (Spouse)
	Under 25	\$0.029	\$0.05	Under 30	<b>\$0.032</b>	Under 25	\$0.029	\$0.047
	25-29	\$0.027	\$0.04	30-34	<b>\$0.037</b>	25-29	\$0.027	\$0.044
	30-34	\$0.031	\$0.05	35-59	<b>\$0.058</b>	30-34	\$0.031	\$0.051
	35-39	\$0.047	\$0.08	40-44	<b>\$0.082</b>	35-39	\$0.047	\$0.075
	40-44	\$0.070	\$0.11	45-49	<b>\$0.129</b>	40-44	\$0.070	\$0.113
	45-49	\$0.117	\$0.19	50-54	<b>\$0.218</b>	45-49	\$0.117	\$0.189
	50-54	\$0.187	\$0.30	55-59	<b>\$0.343</b>	50-54	\$0.187	\$0.302
	55-59	\$0.271	\$0.44	60-64	<b>\$0.524</b>	55-59	\$0.271	\$0.438
	60-64	\$0.346	\$0.56	65-69	<b>\$1.099</b>	60-64	\$0.346	\$0.559
	65-69	\$0.504	\$0.81	70+	<b>\$1.976</b>	65-69	\$0.504	\$0.814
	70-74	\$0.902	\$1.46			70-74	\$0.902	\$1.459
	75+	\$2.707	\$4.38			75+	\$2.707	\$4.377
Child(ren) Rate:	\$0.160			Child(ren) Rate:	<b>\$0.145</b>	Child(ren) Rate:	<b>\$0.018</b>	
Optional AD&D:	\$0.020			Optional AD&D:	<b>\$0.028</b>	Optional AD&D:	Employee: \$0.02 Spouse: \$0.02	



# Voluntary Short Term Disability

	Current	Renewal	Alternative	Alternative
	The Hartford		Guardian	Mutual of Omaha
Minimum Participation:	103 currently enrolled	103 currently enrolled	22% or 88 employees	15% or 57
Weekly Covered Payroll:	\$44,045.68	\$44,045.68	\$44,045.68	\$44,045.68
Rate Guarantee	1 Year		2 Years	2 Years
Benefit Summary				
Eligibility	All Eligible Full Time Employees		All Eligible Full Time Employees	
Percentage of Weekly Earnings	25%		25%	
Maximum Weekly Benefit	\$1,000		\$1,000	
Elimination Period (illness/injury)	7 days/7 days		7 days/7 days	
Maximum Benefit Duration	12 weeks		12 weeks	
State Disability Offset	No		No	
	Age Band	Monthly Rate per \$10 (Employee/Spouse)	Age Band	Monthly Rate per \$10 (Employee/Spouse)
	Under 25	\$1.051	Under 25	\$0.420
	25-29	\$1.379	25-29	\$0.420
	30-34	\$1.767	30-34	\$0.400
	35-39	\$0.932	35-39	\$0.610
	40-44	\$0.453	40-44	\$0.610
	45-49	\$0.352	45-49	\$0.590
	50-54	\$0.366	50-54	\$0.970
	55-59	\$0.460	55-59	\$0.970
	60-64	\$0.571	60+	\$1.040
	65-69	\$0.577		



# Voluntary Accident

		Current	Renewal	Alternative	Alternative
		The Hartford Voluntary Accident		Guardian Voluntary Accident Plan 3	Transamerica Voluntary Accident
Rates:	#EE's				
Employee only	27	\$6.08	\$6.08	\$10.27	\$8.24
Employee + Spouse	14	\$9.60	\$9.60	\$16.47	\$11.24
Employee + Child	31	\$10.37	\$10.37	\$17.50	\$12.80
Employee + Family	14	\$16.25	\$16.25	\$23.70	\$16.08
	<b>86</b>				
Estimated Monthly Premium		<b>\$848</b>	<b>\$848</b>	<b>\$1,382</b>	<b>\$1,002</b>
Estimated Annual Premium		<b>\$10,170</b>	<b>\$10,170</b>	<b>\$16,586</b>	<b>\$12,021</b>
\$ Difference Vs. Current			\$0	<b>\$6,416</b>	<b>\$1,851</b>
% Different Vs. Current			0.00%	<b>63.08%</b>	<b>18.20%</b>
Rate Guarantee		1 Year		2 Year	3 Years

Benefit Summary			
Participation	Currently 86 enrolled	5 Enrolled Employees	3 Enrolled Employees
Coverage Type	On and Off-Job (24 hour)	On and Off-Job (24 hour)	On and Off-Job (24 hour)
Guaranteed Issue	All amounts guaranteed	All amounts guaranteed	All amounts guaranteed
Wellness Benefit	Not Included	<b>\$50</b>	Not Included
Hospital Confinement (Accident)	\$200/day	<b>\$100/day</b>	<b>\$100/day</b>
Hospital Confinement (Sickness)	Not Covered	Not Covered	Not Covered
Accident Coverage	Ambulance (ground): \$300 ER Visit: \$150 CT Scan: \$50 X-Ray: \$50 Concussion: \$150 Follow up Visit 1: \$75	Ambulance (ground): <b>\$100</b> ER Visit: <b>\$100</b> CT Scan: <b>Not Covered</b> X-Ray: <b>\$15</b> Concussion: <b>\$50</b> Follow up Visit (up to 6 visits): <b>\$25</b>	Ambulance (ground): <b>\$120</b> ER Visit: <b>\$100</b> CT Scan: <b>\$160</b> X-Ray (if completed in ER): <b>\$100</b> Concussion: <b>\$80</b> Follow up Visit: <b>\$50</b>



# Voluntary Critical Illness

	Current/Renewal	Alternative	Alternative
	The Hartford	Guardian	Transamerica
	Voluntary Critical Illness	Voluntary Critical Illness	Voluntary Critical Illness
	Currently 47 Enrolled	Greater of 15% or 57 Employees	2 Employees
Participation			
Coverage Amount (Employee)	\$10,000/\$20,000/\$30,000	\$10,000/\$20,000/\$30,000	\$10,000/\$20,000/\$30,000
Coverage Amount (Spouse)	\$5,000/\$10,000/\$15,000 (up to 50% of Employee's benefit)	\$5,000/\$10,000/\$15,000 (up to 50% of Employee's benefit)	50% of Employee's benefit
Coverage Amount (Child)	\$5,000	25% of employee's benefit	50% of Employee's benefit
Guaranteed Issue	\$20,000 for Employees, all amounts for Spouse and Child(ren)	\$20,000 for Employees, \$10,000 for Spouse, and all Child amounts are guaranteed	\$30,000 for Employees, \$15,000 for Spouse and Child(ren)
Rate Guarantee	1 Year	2 Years	3 Years
Additional Benefits:			
Wellness Benefit	\$50 per insured per calendar year	\$50 per insured per calendar year	\$50 per insured per calendar year
Pre-Existing Condition Period	12/12	3/12	None (except pregnancy)
Benefit Category	Benign Brain Tumor, Invasive Cancer, Non-Invasive Cancer, Heart Attack, Heart Transplant, Stroke, Aneurysm, Angioplasty/Stent, Coronary Artery Bypass Graft, Coma, End Stage Renal Failure, Loss of Speech, Loss of Hearing, Loss of Vision, Major Organ Transplant, Paralysis, and Bone Marrow Transplant.	Invasive Cancer, Carcinoma in Situ, Benign Brain Tumor, Skin Cancer, Heart Attack, Stroke, Heart Failure, Coronary Arteriosclerosis, Organ Failure, Kidney Failure, ALS (Lou Gherig's Disease), Coma, Loss of Speech, Loss of Sight, Loss of Hearing, Parkinson's Disease, Severe Burns, Alzheimer's Disease, Huntington's Disease, Multiple Sclerosis, Permanent Paralysis, Cerebral Palsy, Cleft lip/palate, etc.	Heart Attack, Stroke, Major Organ Failure Requiring Transplant, End Stage Renal Failure, Loss of Sight, Loss of Speech, Loss of Hearing, Amyotrophic Lateral Sclerosis (Lou Gehrig's Disease), Encephalitis/Meningitis, Rocky Mountain Spotted Fever, Typhoid Fever, Anthrax, Cholera, Primary Sclerosing Cholangitis, Tuberculosis, Coronary Artery Disease Requiring Bypass Grafts, Coronary Artery Disease Requiring Angioplasty/Stent, Invasive Cancer, Bone Marrow Failure, Cancer in Situ, Prostate Cancer, and Skin Cancer.



# Voluntary Critical Illness Rates

Current/Renewal The Hartford Voluntary Critical Illness				
Age Band	Employee Monthly Rate per \$10,000	Employee + Spouse Monthly Rate per \$10,000	Employee + Child Monthly Rate per \$10,000	Employee + Family Monthly Rate per \$10,000
Under 30	\$3.43	\$5.55	\$4.99	\$7.37
30-39	\$4.80	\$7.61	\$6.36	\$9.42
40-49	\$9.56	\$14.94	\$11.12	\$16.76
50-59	\$18.34	\$28.59	\$19.90	\$30.41
60-69	\$35.44	\$54.95	\$37.00	\$56.77
70-79	\$62.49	\$96.24	\$64.05	\$98.06
Age Band	Employee Monthly Rate per \$20,000	Employee + Spouse Monthly Rate per \$20,000	Employee + Child Monthly Rate per \$20,000	Employee + Family Monthly Rate per \$20,000
Under 30	\$5.99	\$9.39	\$7.55	\$11.21
30-39	\$8.67	\$13.40	\$10.23	\$15.22
40-49	\$18.09	\$27.86	\$19.65	\$29.68
50-59	\$35.64	\$55.08	\$37.20	\$56.90
60-69	\$69.83	\$107.80	\$71.39	\$109.62
70-79	\$123.93	\$190.38	\$125.49	\$192.20
Age Band	Employee Monthly Rate per \$30,000	Employee + Spouse Monthly Rate per \$30,000	Employee + Child Monthly Rate per \$30,000	Employee + Family Monthly Rate per \$30,000
Under 30	\$8.55	\$13.22	\$10.11	\$15.04
30-39	\$12.55	\$19.20	\$14.11	\$21.02
40-49	\$26.63	\$40.78	\$28.19	\$42.59
50-59	\$52.93	\$81.57	\$54.49	\$83.39
60-69	\$104.22	\$160.64	\$105.78	\$162.46
70-79	\$185.36	\$284.52	\$186.92	\$286.33

Alternative Guardian Voluntary Critical Illness			
Age Band	Employee Monthly Rate per \$10,000	Employee Monthly Rate per \$20,000	Employee Monthly Rate per \$30,000
Under 30	\$5.60	\$11.20	\$16.80
30-39	\$7.30	\$14.60	\$21.90
40-49	\$13.40	\$26.80	\$40.20
50-59	\$24.70	\$49.40	\$74.10
60-69	\$42.70	\$85.40	\$128.10
70+	\$77.80	\$155.60	\$233.40
Age Band	Spouse Monthly Rate per \$5,000	Spouse Monthly Rate per \$10,000	Spouse Monthly Rate per \$15,000
Under 30	\$2.80	\$5.60	\$8.40
30-39	\$3.65	\$7.30	\$10.95
40-49	\$6.70	\$13.40	\$20.10
50-59	\$12.35	\$24.70	\$37.05
60-69	\$21.35	\$42.70	\$64.05
70+	\$38.90	\$77.80	\$116.70

Alternative Transamerica Voluntary Critical Illness			
Age Band	Employee Monthly Rate per \$10,000	Employee Monthly Rate per \$20,000	Employee Monthly Rate per \$30,000
Under 25	\$3.96	\$5.26	\$6.56
25-29	\$4.84	\$6.84	\$8.84
30-34	\$5.84	\$8.54	\$11.24
35-39	\$7.22	\$11.12	\$15.02
40-44	\$10.00	\$16.50	\$23.00
45-49	\$15.60	\$27.60	\$39.60
50-54	\$21.78	\$39.78	\$57.78
55-59	\$30.48	\$57.08	\$83.68
60-64	\$41.68	\$79.28	\$116.88
Age Band	1 Parent Family Monthly Rate per \$10,000	1 Parent Family Monthly Rate per \$20,000	1 Parent Family Monthly Rate per \$30,000
Under 25	\$5.20	\$6.90	\$8.60
25-29	\$6.08	\$8.48	\$10.88
30-34	\$7.08	\$10.18	\$13.28
35-39	\$8.46	\$12.76	\$17.06
40-44	\$11.24	\$18.14	\$25.04
45-49	\$16.84	\$29.24	\$41.64
50-54	\$23.02	\$41.42	\$59.82
55-59	\$31.72	\$58.72	\$85.72
60-64	\$42.92	\$80.92	\$118.92
Age Band	2 Parent Family Monthly Rate per \$10,000	2 Parent Family Monthly Rate per \$20,000	2 Parent Family Monthly Rate per \$30,000
Under 25	\$6.26	\$8.36	\$10.46
25-29	\$7.64	\$10.74	\$13.84
30-34	\$9.30	\$13.50	\$17.70
35-39	\$11.58	\$17.68	\$23.78
40-44	\$16.26	\$26.66	\$37.06
45-49	\$24.24	\$42.44	\$60.64
50-54	\$34.02	\$61.62	\$89.22
55-59	\$46.92	\$87.22	\$127.52
60-64	\$64.30	\$121.60	\$178.90



# Voluntary Hospital Indemnity

		Current/Renewal The Hartford Voluntary Hospital Indemnity		Alternative Guardian Voluntary Hospital Indemnity	Alternative Transamerica Voluntary Hospital Indemnity
Rates:	# EE's				
Employee only	15	\$16.09	\$16.09	\$16.98	\$19.54
Employee + Spouse	12	\$26.93	\$26.93	\$29.55	\$41.78
Employee + Child	9	\$30.13	\$30.13	\$26.67	\$32.36
Employee + Family	11	\$43.29	\$43.29	\$39.23	\$49.94
	<b>47</b>				
Estimated Monthly Premium		\$1,312	\$1,312	\$1,281	\$1,635
Estimated Annual Premium		\$15,742	\$15,742	\$15,370	\$19,620
\$ Difference Vs. Current			\$0	-\$372	\$3,878
% Difference Vs. Current			0.00%	-2.36%	24.63%
Rate Guarantee		1 Year		2 Years	3 Years
<b>Benefit Summary</b>		<b>Currently 47 Enrolled</b>		<b>Greater of 15% or 60 Employees</b>	<b>5 Eligible Employees</b>
Participation		Yes		None	Yes
Guaranteed Issue		Illness and Injury		Illness and Injury	Illness and Injury
Coverage Type		3/12		3/12	None (except pregnancy)
Pre-Existing Condition Limitations		\$1,000		\$1,000	\$1,000
Initial Hospital Admission		\$100/day (up to 30 days)		\$100/day (up to 30 days)	\$100/day (up to <b>31 days</b> )
Daily Hospital		\$200/day (up to 30 days)		\$200/day (up to 30 days)	\$100/day (up to 30 days)
Daily ICU Hospital		\$50 per insured per calendar year		\$50 per insured per calendar year	\$50 per insured per calendar year
Wellness		Yes		Yes	Yes
Portability					



# Leave Administration

	Proposed	Proposed
	The Hartford	Mutual of Omaha <sup>1,2</sup>
Enrolled Employees:	398	398
Rate/Employee/Month	\$2.15 per employee per month	\$1.45
ADA Administration		\$1.01
<b>Estimated Monthly Premium</b>	<b>\$856</b>	<b>\$979</b>
<b>Estimated Annual Premium</b>	<b>\$10,268</b>	<b>\$11,749</b>
<b>\$ Difference Vs. Current</b>		
<b>% Difference Vs. Current</b>		
<b>Rate Guarantee</b>	<b>2 Years</b>	<b>5 Years</b>

Benefit Summary		
Federal FMLA	Included	Included
State Leaves	Included	Included
ADA Administration	Not Included	Included
FMLA Tracking Concurrent With Worker's Comp.	Included	Included
Parental & Personal Leaves	Not Included	Included (Additional Cost)
CA Paid FML Tracking	Not Included	Not Included

<sup>1</sup>Mutual of Omaha will cover the full cost of FML Administration if the Employer Sponsored LTD plan sells

<sup>2</sup>Mutual of Omaha will not charge anything additional for taking over leave management for employees presently on leave



# Standalone EAP

	<b>Proposed LifeWorks 3 Face to Face Sessions</b>	<b>Proposed LifeWorks 5 Face to Face Sessions</b>	<b>Proposed LifeWorks Clinically Appropriate EAP</b>
No. Employees	398	398	398
Cost Per Employee Per Month (PEPM)	<b>\$1.05</b>	<b>\$1.15</b>	<b>\$1.10</b>
<b>Estimated Monthly Premium</b>	<b>\$418</b>	<b>\$458</b>	<b>\$438</b>
<b>Estimated Annual Premium</b>	<b>\$5,015</b>	<b>\$5,492</b>	<b>\$5,254</b>

<b>Service Description</b>			
Toll-free, 24/7 telephone consultation with a therapist and referral*	Yes	Yes	Yes
Face-to-face counseling visits per employee and household member per issue*	3 sessions	5 sessions	3 - 5 sessions
EAP website resources	Yes	Yes	Yes
Communication/Promotional Materials	Yes	Yes	Yes
Legal and financial referral and consultation	Yes (30 min. per issue)	Yes (30 min. per issue)	Yes (30 min. per issue)
Child and elder care referral and consultation	Yes	Yes	Yes
Identity Theft	Yes	Yes	Yes
Supervisor/manager consultation and resources	Yes	Yes	Yes
Job Performance Referrals	Yes	Yes	Yes
Critical Incident Resource	Yes (additional cost)	Yes (additional cost)	Yes (additional cost)
Educational workshops	Yes	Yes	Yes



# Voluntary Pet Insurance

<b>Rate</b>	<b>Current/Renewal</b>
	<b>Nationwide Pet Insurance<sup>2,3,4</sup></b>
	<i>Based on breed, age, zip code and plan. No Payroll Deductions, members sign up directly with vendor.</i>

Benefit Summary	
Annual Deductible	\$250
Reimbursement Level	Customizable: 90%, 70% or 50%
Maximum Annual Benefit	\$7,500
Accidents, Common Illnesses, Surgery, X-rays	Yes
Office/Vet Exam <sup>1</sup>	<b>No</b>
Spay/Neuter <sup>1</sup>	<b>No</b>
Chronic Condition Coverage	Yes
Hereditary Conditions	Yes
Freedom to Use Any Vet	Yes
Pre-Existing Conditions	<b>No</b>

1. These Preventive Coverages are covered if you add-on a Wellness Endorsement.
2. Some additional coverages are wellness exams, spay/neuter, and vaccinations
3. 24/7 pet help line staffed by veterinary experts including technicians and veterinarians (call, email and chat options) called vethelpline
4. How it Works: (1) Visit any vet, specialist, or emergency clinic (2) Pay your vet bill (3) Submit your claim online (4) Receive reimbursement through direct deposit or in the mail

# Flex Spending



**Gallagher**

Insurance | Risk Management | Consulting

FSA/HSA Administrator							
Vendor	Group Setup Fee	Annual Renewal Fee	Monthly Fee per Employee	Minimum Monthly Admin Fee	ATM Card	Online Access	Testing Included
<b>The Advantage Group</b>	N/A	\$100	\$50.00	\$6 PEPM	Included	Included	Yes



# Renewal Timeline and Next Steps

	Activity	Date Complete	Responsibility
<b>1</b>	<b>Renewal Preparation</b>		
	Identify Goals for Upcoming Plan Year	Completed	Blue Ridge Academy + Gallagher
	Review Inputs Impacting Renewals	Completed	Blue Ridge Academy + Gallagher
	Discuss Current Services Provided	Completed	Blue Ridge Academy + Gallagher
<b>2</b>	<b>Renewals/Claims Data Review</b>		
	Request Renewal & Claims Data from Carriers	Completed	Gallagher
	Receive Renewal & Claims Data from Carriers	Completed	Gallagher
<b>3</b>	<b>RFP</b>		
	Census Update	Completed	Blue Ridge Academy
	RFP to Marketplace	Completed	Gallagher
	Due Date for Carrier RFP Response	Completed	Gallagher
<b>4</b>	<b>Renewal Proposal &amp; Decisions</b>		
	Develop Renewal Proposal with Carrier Finalists	Completed	Gallagher
	Renewal Proposal Meeting	4/14	Blue Ridge Academy + Gallagher
	Final Decisions	Week of 4/19	Blue Ridge Academy
<b>5</b>	<b>Open Enrollment/Renewal Implementation</b>		
	Carrier and Vendor Notification	Week of 4/26	Gallagher
	Notification to Employees	Week of 5/3	Blue Ridge Academy + Gallagher
	Open Enrollment Guide Draft	Week of 5/10	Gallagher
	Open Enrollment Guide Approval	Week of 5/17	Blue Ridge Academy
	Enrollment System Setup/Update	Week of 5/24	Blue Ridge Academy + Gallagher
	Open Enrollment Meetings/Webinars	Week of 5/31	Blue Ridge Academy + Gallagher
	Enrollment Submission to Carriers	Week of 6/14	Blue Ridge Academy + Gallagher
<b>6</b>	<b>New Plan Year</b>		
	SPD Renewal & Update	Week of 8/2	Gallagher



**Gallagher**

Insurance | Risk Management | Consulting

# Appendix



# Compensation Disclosure

**Blue Ridge Academy**

**Compensation Disclosure**

Renewal Effective July 1, 2021

Presented by Gallagher Benefit Services - April 14, 2021

Along with the AM Best rating, this exhibit also serves as disclosure of our estimated fees and/or commissions related to Blue Ridge Academy's Group Health & Welfare Plan(s) and any relationships or agreements Gallagher Benefit Services, Inc. ("GBS") has with the insurance companies involved in this renewal. GBS, as agent of record, will receive the following estimated commissions expressed as a percentage of gross premium payments, or fees as agreed upon by Blue Ridge Academy.

Line of Coverage	Insurance Company	Commission <sup>1</sup>	Supplemental Commission <sup>2</sup>	AM Best Rating
Medical	Anthem Insurance Companies, Inc. (00607)	3.09%	0% to 2%	
Medical	Blue Shield of California (06181)	3%	\$0 to \$10 PMPY	
Dental and Vision	CIGNA (Connecticut General Life Insurance Co.) (06266)	10%	\$0 to \$4.40 PEPY	
Vision	EyeMed Vision Care (Fidelity Security Life Ins. Co.) (07426)	10%	0%	
Life/AD&D, Voluntary STD, LTD, Voluntary Life/AD&D, Hospital Indemnity	Guardian Life Insurance Company of America (06508)	15%	0% to 3.75%	A++
Accident and Critical Illness	Guardian Life Insurance Company of America (06508)	20%	0% to 3.75%	A++
Life/AD&D, Voluntary Life/AD&D, Voluntary STD	Hartford Life Insurance Co. (06518)	10%	0% to 1.5%	A+
Voluntary Accident, Voluntary Critical Illness, and Voluntary Hospital Indemnity	Hartford Life Insurance Co. (06518)	15%	0% to 1.5%	A+
Medical	Kaiser Foundation Health Plan Inc. (64585)	3%	\$0 to \$14 PMPY	
Standalone EAP	Life Works	0%	0%	NR
Voluntary Pet Insurance	Nationwide	0%	0%	
Dental	MetLife (Metropolitan Life Insurance Co.) (06704)	10%	0% to 2.75%	
Life/AD&D, Voluntary Life/AD&D, Voluntary STD, Voluntary Critical Illness, and Voluntary Accident	Mutual of Omaha Insurance Co. (07369)	10%	5%	A+
LTD	Mutual of Omaha Insurance Co. (07369)	15%	5%	A+
Voluntary Critical Illness	Transamerica Financial Life Insurance Co. (07267)	10%	0%	A
Voluntary Accident	Transamerica Financial Life Insurance Co. (07267)	12.5%	0%	A
Voluntary Hospital Indemnity	Transamerica Financial Life Insurance Co. (07267)	5%	0%	A

<sup>1</sup> Commissions include all commissions/fees paid to GBS that are attributable to a contract or policy between a plan and an insurance company, or insurance service. This includes indirect fees that are paid to GBS paid by a third party, and includes, among other things, the payment of "finders' fees" or other fees to GBS for a transaction or service involving the plan.

<sup>2</sup> Gallagher companies may receive supplemental compensation referred to in a variety of terms and definitions, such as contingent commissions, additional commissions and supplemental commission.

**A.M. BEST Rating Classifications**

A++, A+	Superior	B, B-	Fair	X	\$500-750m	XIII	\$1.25-1.5b
A, A-	Excellent	C++, C+	Marginal	XI	\$750m-1b	XIV	\$1.5-2b
B++, B+	Good	C, C-	Weak	XII	\$1-1.25b	XV	\$2b +

The A.M. Best Guide is a resource the insurance industry uses to determine the financial stability of an insurance company. A copy of the Best's Guide report on the insurance companies quoted is available for your review. While we strive to be certain that your insurance is placed with a reputable, highly rated insurance company, we have no way of guaranteeing the financial accuracy of the Best's Guide or the financial stability of any insurance company. For these reasons, we recommend that you take into account the financial stability of all the insurance companies prior to making your selection as to who will write your insurance. For non-health insurance carriers or markets (such as Life, AD&D, STD, LTD, LTC, Universal Life, Term Life, Critical Illness, Cancer, Hospital Indemnity, Sickness, Accident, Mini-Med, Accident, Auto/Home, Legal, and Pet Insurance), the standard measure utilized by GBS to evaluate the financial condition of insurance markets is the ratings and financial size categories assigned by A.M. Best Company, Inc. A.M. Best is the oldest independent rating agency in the world to report on the financial strength of insurance companies.



# Disclosure Notices

## Blue Ridge Academy

### Disclosure Notices

Renewal Effective July 1, 2021

Presented by Gallagher Benefit Services - April 14, 2021

*IMPORTANT: This proposal (analyses, report, etc.) is an outline of the coverages proposed by the carrier(s) based upon the information provided by your company. It does not include all the terms, coverages, exclusions, limitations, and conditions of the actual contract language. See the policies and contracts for actual language. This proposal (analyses, report, etc.) is not a contract and offers no contractual obligation on behalf of GBS. Policy forms for your reference will be made available upon request. This analysis is for illustrative purposes only, and is not a guarantee of future expenses, claims costs, managed care savings, etc. There are many variables that can affect future health care costs including utilization patterns, catastrophic claims, changes in plan design, health care trend increases, etc. This analysis does not amend, extend, or alter the coverage provided by the actual insurance policies and contracts*

*While Gallagher does not guarantee the financial viability of any health insurance carrier or market, it is an area we recommend that clients closely scrutinize when selecting a health insurance carrier. There are a number of rating agencies that can be referred to including, A.M. Best, Fitch, Moody's, Standard & Poor's, and Weiss Ratings (The Street.com). Generally, agencies that provide ratings of Health Insurers, including traditional insurance companies and other managed care organizations, reflect their opinion based on a comprehensive quantitative and qualitative evaluation of a company's financial strength, operating performance and market profile. However, these ratings are not a warranty of an insurer's current or future ability to meet its contractual obligations*

*This proposal [analysis, report, etc.] is an outline of the coverages proposed by the carrier(s), based on information provided by your company. It does not include all of the terms, coverages, exclusions, limitations, and conditions of the actual contract language. The policies and contracts themselves must be read for those details. Policy forms for your reference will be made available upon request.*

*This analysis is for illustrative purposes only, and is not a proposal for coverage or a guarantee of future expenses, claims costs, managed care savings, etc. There are many variables that can affect future health care costs including utilization patterns, catastrophic claims, changes in plan design, health care trend increases, etc. This analysis does not amend, extend, or alter the coverage provided by the actual insurance policies and contracts. See your policy or contact us for specific information or further details in this regard*

*The intent of this analysis is to provide you with general information regarding the status of, and/or potential concerns related to, your current employee benefits environment. It should not be construed as, nor is it intended to provide, legal advice. Laws may be complex and subject to change. This information is based on current interpretation of the law and is not guaranteed. Questions regarding specific issues should be addressed by legal counsel who specializes in this practice area.*



# Gallagher Team

Team Member	Phone and E-Mail	Primary Duties
<b>Brandon Cole</b> <i>Consultant</i>	Phone: (949) 349-9871 <a href="mailto:Brandon_Cole@ajg.com">Brandon_Cole@ajg.com</a>	Lead responsibility, strategic planning and consulting, plan design and marketing, implementation, negotiations, employee education
<b>Megan Stavros</b> <i>Consultant</i>	Phone: (818) 539-1308 <a href="mailto:Megan_Stavros@ajg.com">Megan_Stavros@ajg.com</a>	Oversees client management, strategic management, and operations for all services offered through our agency including wellness initiatives.
<b>Ariana Schoenholz</b> <i>Account Manager</i>	Phone: (818) 539-8592 <a href="mailto:Ariana_Schoenholz@ajg.com">Ariana_Schoenholz@ajg.com</a>	Account and market support, HR and administration support, enrollment coordination, employee education, online tools, marketplace strategies, customized communications.
<b>Sarah Galbraith</b> <i>Area Vice President</i>	Phone: (818) 539-8658 <a href="mailto:Sarah_Galbraith@ajg.com">Sarah_Galbraith@ajg.com</a>	Data review, reporting, marketing and negotiations, network disruption and analysis.
<b>Employee Support Center</b>	Phone: (855) 670-2222 <a href="mailto:LosAngeles.ESC@ajg.com">LosAngeles.ESC@ajg.com</a>	Employee and employer contact for carrier problem-solving, service and claims resolution, customer service advocate.
<b>Millie Samaniego</b> <i>Director of Employee Support Center</i>	Phone: (855) 670-2222 <a href="mailto:Millie_Samaniego@ajg.com">Millie_Samaniego@ajg.com</a>	For escalated employee and employer service issues.
<b>Debra Davis</b> <i>Regional Director of Compliance and Area Corporate Counsel</i>	Phone: (949) 349-9861 <a href="mailto:Debra_Davis@ajg.com">Debra_Davis@ajg.com</a>	Legal compliance consulting and education.

# Board of Directors Self Evaluation - Blue Ridge Academy

6 responses

[Publish analytics](#)

## Board Member Name

5 responses

Nicole Zolfo

May Hampton

Arlene Nelson

Nikki Sanchez

Jessica Maron

## Date of Completed Evaluation

5 responses

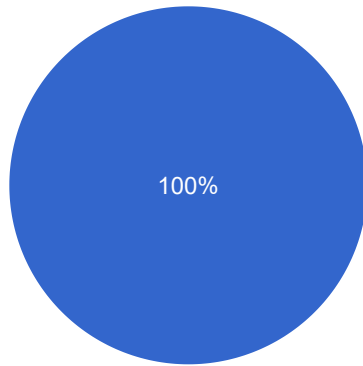
May 2021

6 2 7 10 2



### School has a well-drafted charter with its authorizing agency

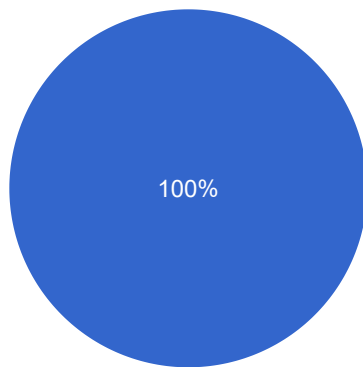
5 responses



- Complete
- In Progress
- Little/No Progress
- Not Applicable

### School has well-drafted and current articles of incorporation and bylaws

5 responses

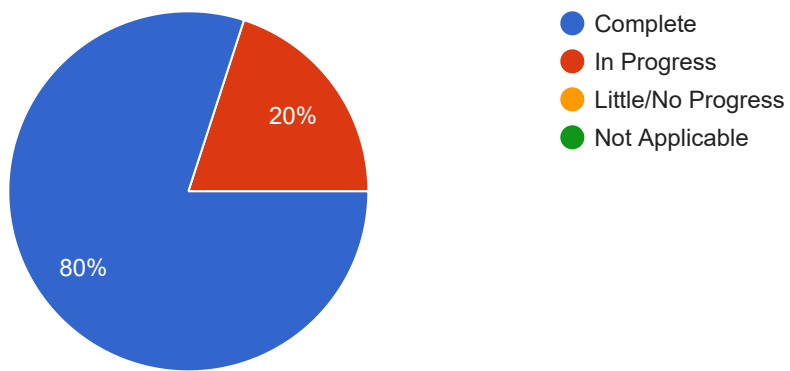


- Complete
- In Progress
- Little/No Progress
- Not Applicable



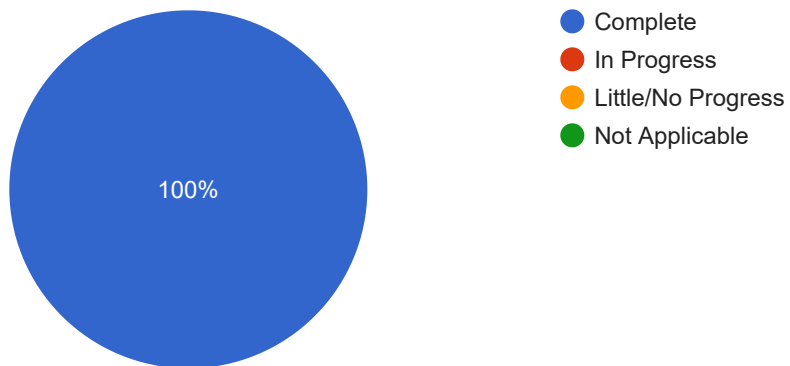
School's legal and financial status are clear and understood by all board members

5 responses



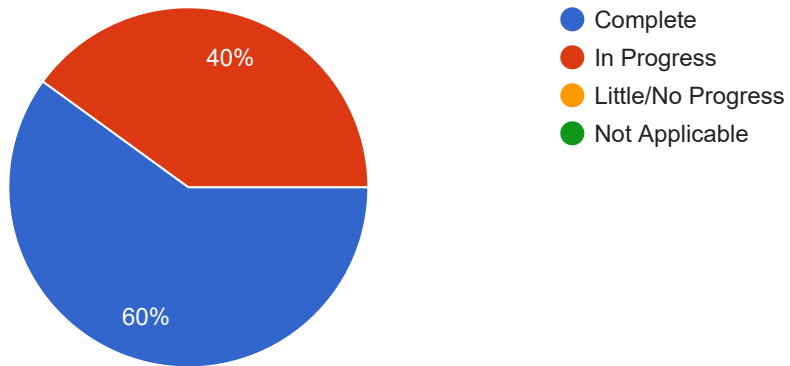
Appropriate liability insurance and risk management practices are maintained at all times

5 responses



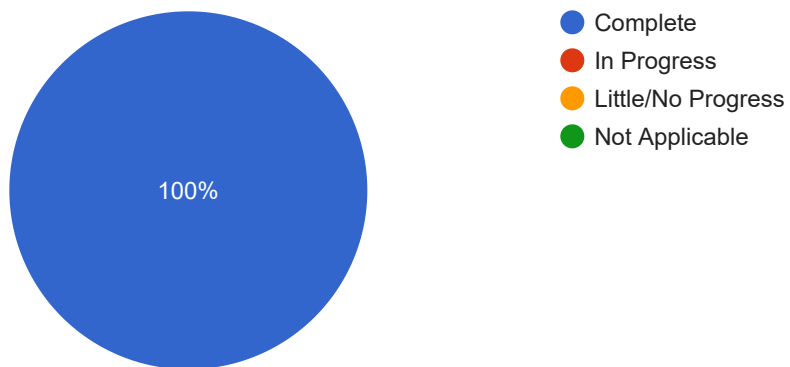
The school has developed a set of long- term/strategic goals and revisits/revises them on an annual basis. These goals are reflected or articulated in the school’s charter and Local Control Accountability Plan (LCAP)

5 responses



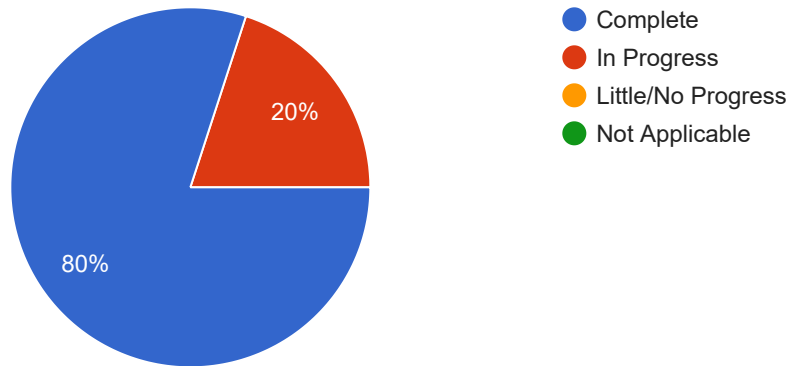
The board has adopted a comprehensive set of essential board policies and reviews/updates them on a regular basis

5 responses



### Board stays educated on relevant current affairs and legal matters

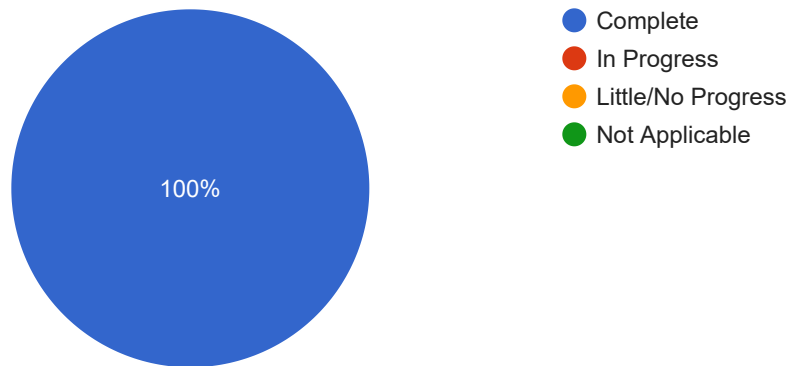
5 responses



### Board Operations/Relations

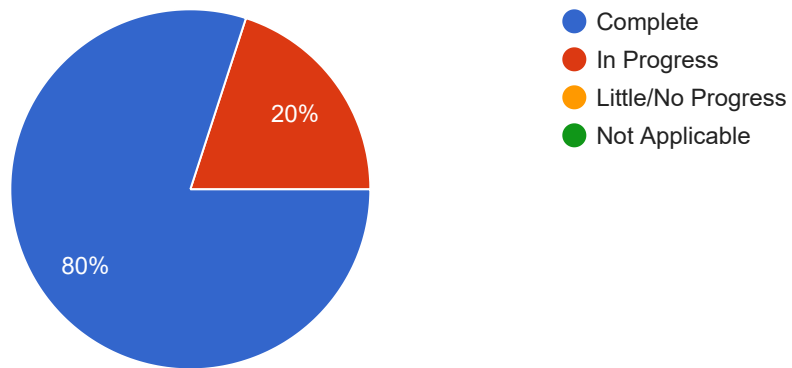
Board members understand their legal and ethical responsibilities (e.g., duties of care/loyalty, obligation to disclose and clear conflicts of interest)

5 responses



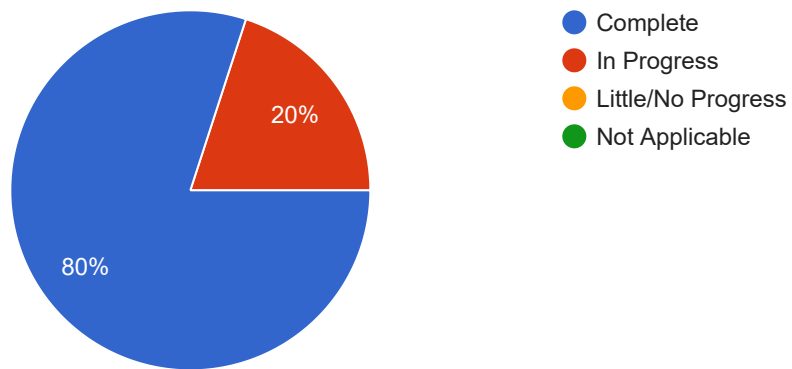
New board members are oriented, provided copies of important documents (such as the charter, articles of incorporation, etc.), provided training in governance fundamentals, and fully briefed prior to or shortly after being seated

5 responses



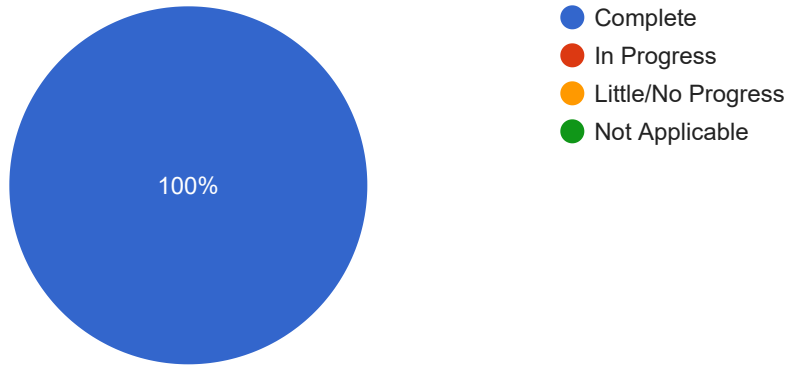
Board selection/election process ensures the board is composed of individuals with a broad and appropriate range of expertise and experience

5 responses



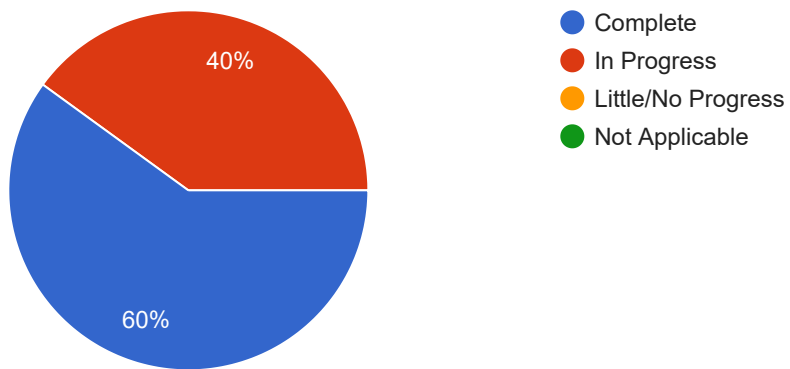
### Board seeks outside counsel for matters beyond its knowledge

5 responses



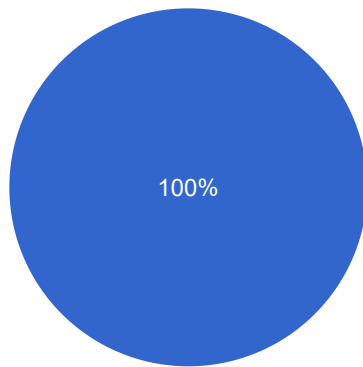
### Board conducts annual self-evaluation

5 responses



Meetings are well planned with clear agendas focused on appropriate policy and action items

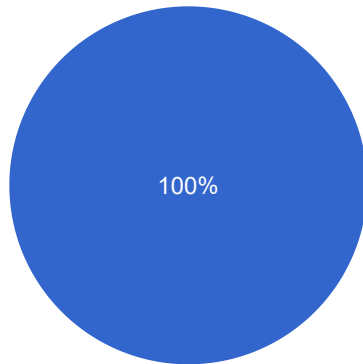
5 responses



- Complete
- In Progress
- Little/No Progress
- Not Applicable

Board chair is a strong, capable meeting facilitator

5 responses

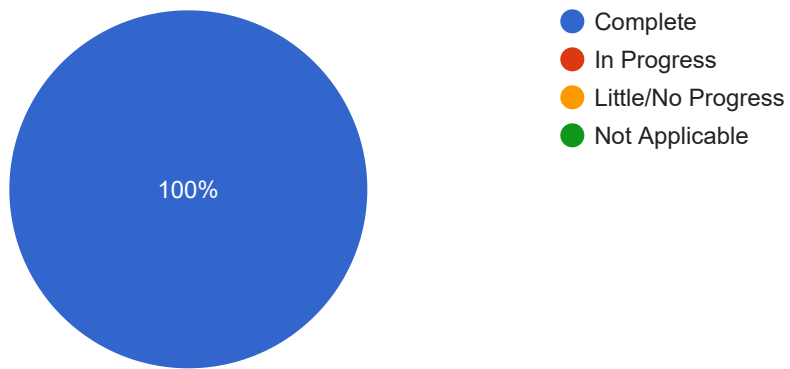


- Complete
- In Progress
- Little/No Progress
- Not Applicable



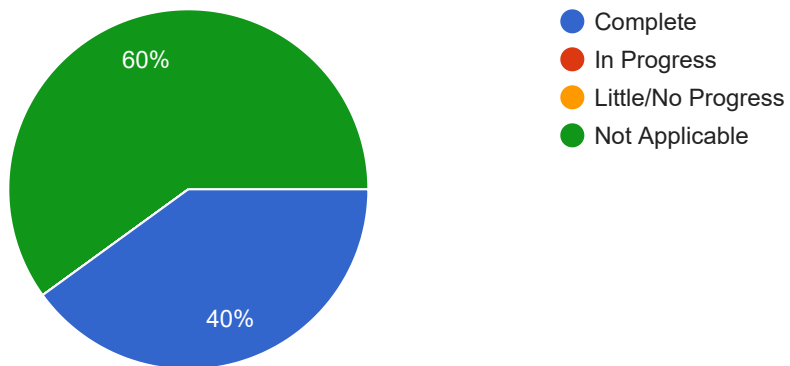
Meetings are conducted pursuant to common ground rules (e.g.; Robert's Rules and Board Norms) that are well understood by all members

5 responses



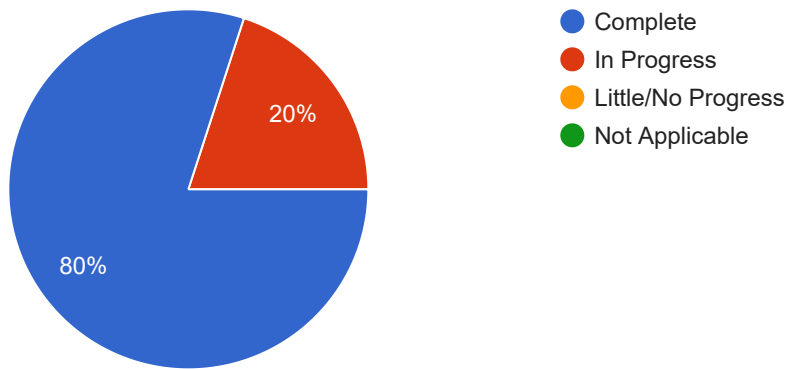
Board committees, if any, have a clear scope of responsibility and charges

5 responses



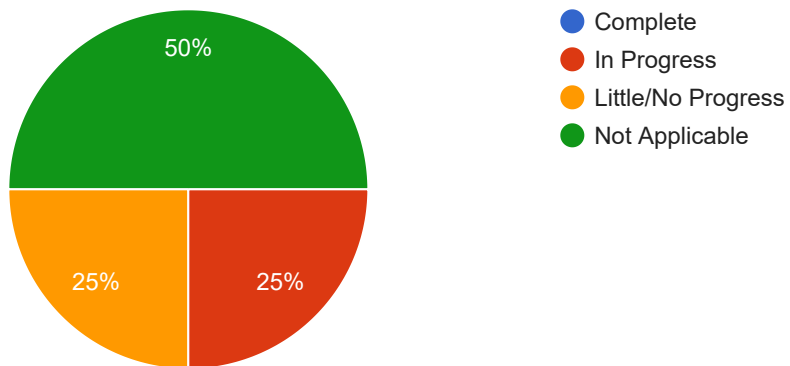
Individual board members prepare for meetings, attend regularly, and participate constructively

5 responses



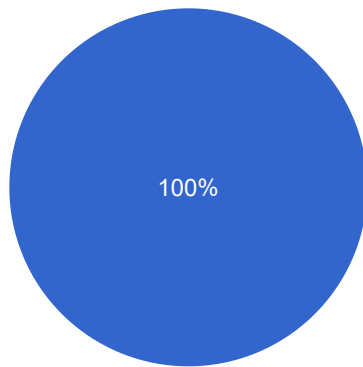
Board has a process for addressing ineffective, destructive, or absentee board members

4 responses



Meeting minutes and resolutions are recorded for each board meeting and are distributed promptly after each meeting

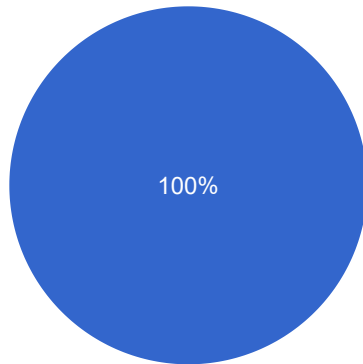
5 responses



- Complete
- In Progress
- Little/No Progress
- Not Applicable

Board members operate with a common set of adopted norms

5 responses

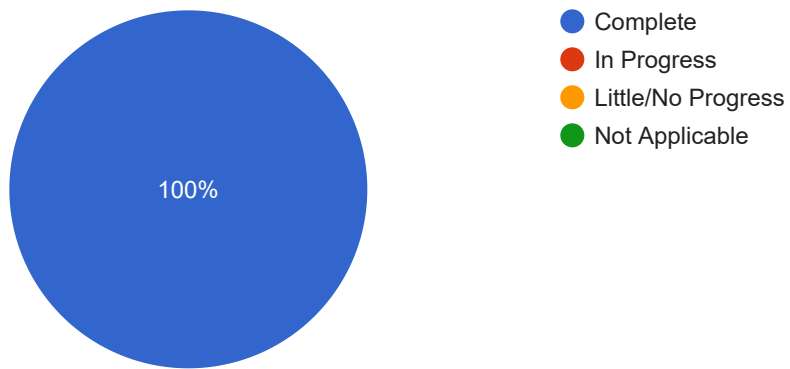


- Complete
- In Progress
- Little/No Progress
- Not Applicable



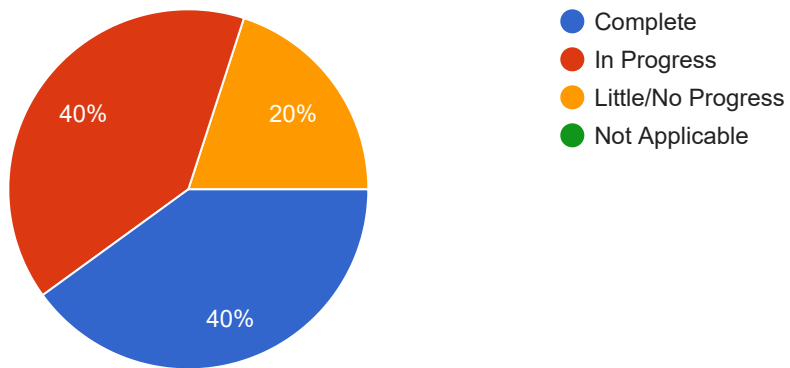
Board has a process for providing access and contributions for members of the public

5 responses



Board appropriately communicates with stakeholders

5 responses

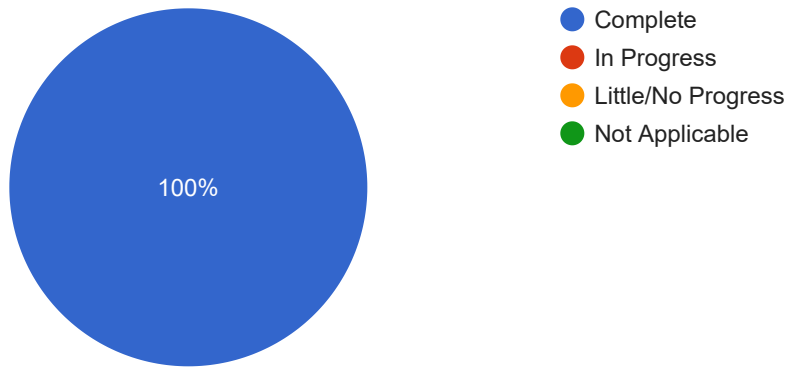


Relationship with Executive Director



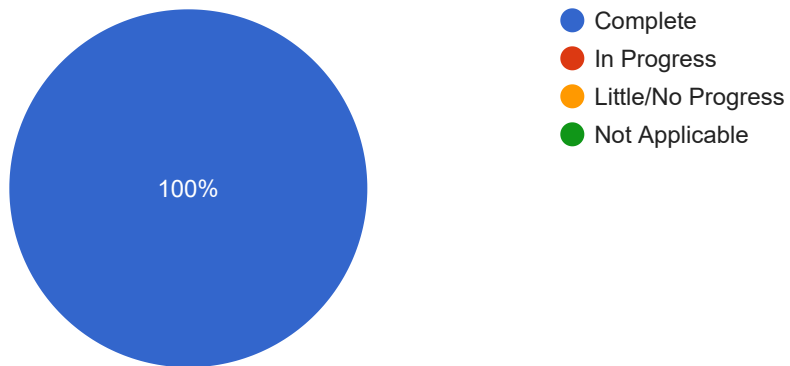
Board has adopted an executive compensation policy and ensures compensation is reasonable, competitive, and in alignment with applicable tax law

5 responses



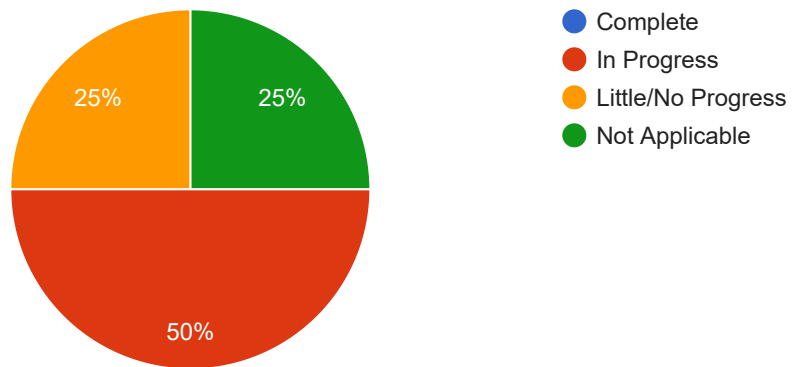
Board develops performance goals/targets and evaluates executive's performance each year

5 responses



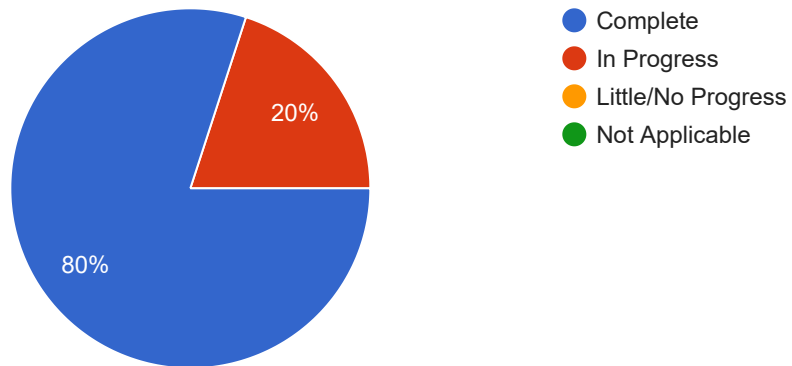
Board has established a plan for succession in the event the executive leaves/retires

4 responses



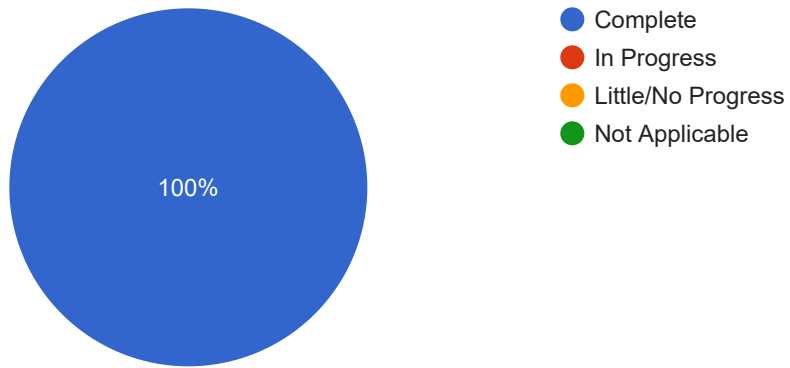
Board has established clear understandings with staff regarding division of responsibilities between the board and staff and does not micro-manage the staff

5 responses



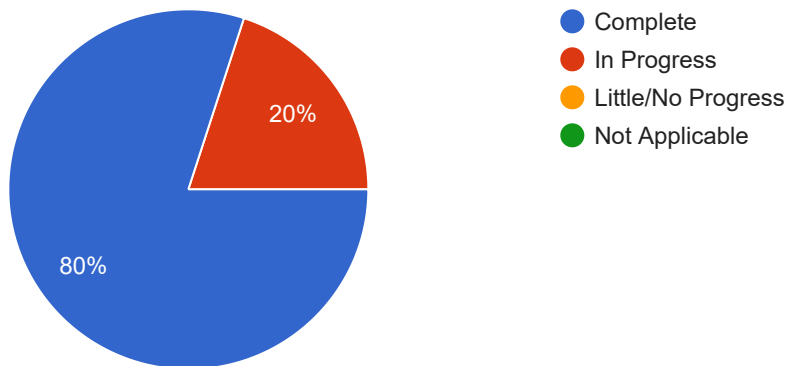
Board has adopted comprehensive personnel policies aligned with applicable state/federal laws & regulations. Policies are updated annually to reflect changes in law

5 responses



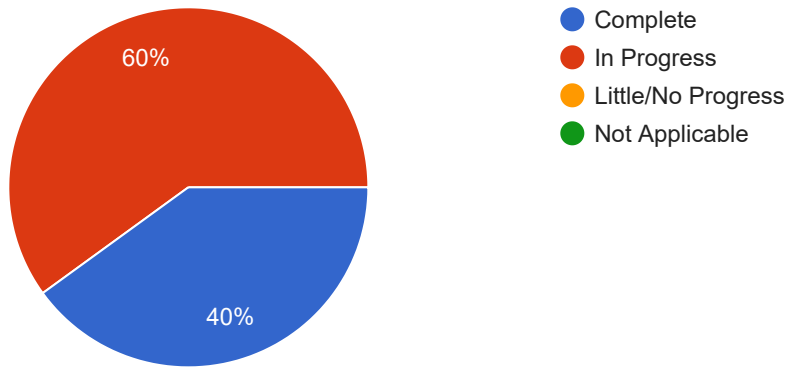
Clear job descriptions and staffing plans are in place

5 responses



The school has a specific process by which employees can address grievances prior to bringing the issue to a single board member or to the board as a whole requesting resolution

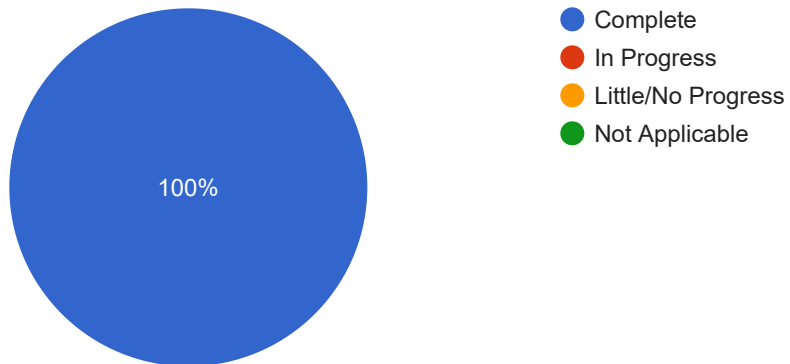
5 responses



### Budget and Finance

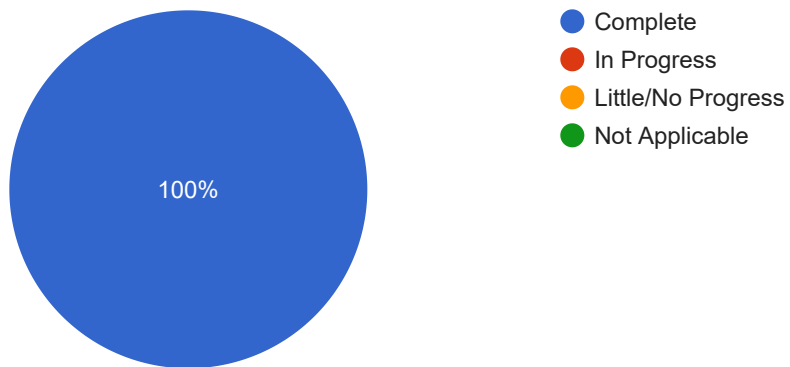
Board adopts an annual budget that maximizes the schools' resources in support of mission/vision

5 responses



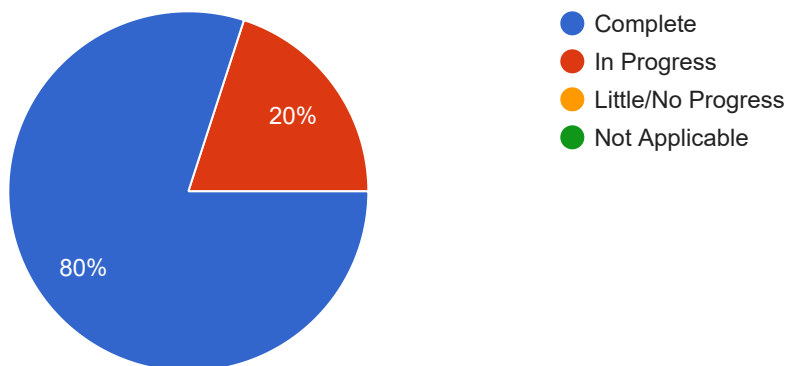
Board ensures LCAP and related budget priorities align with school mission and priorities

5 responses



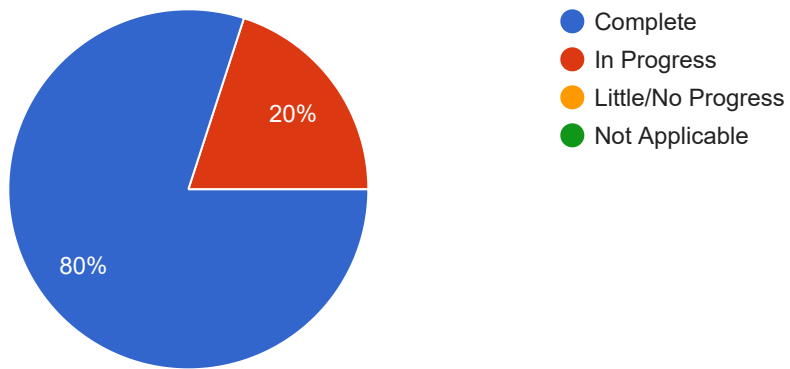
Board monitors budget throughout the year and revises as needed. Board members are aware of the school's current financial status

5 responses



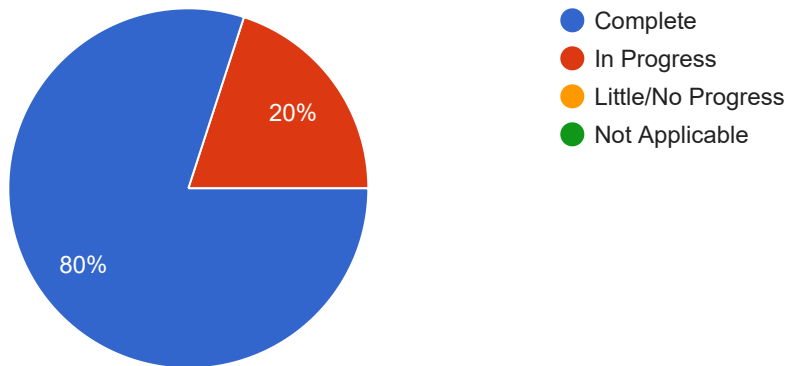
Board contracts with independent auditor each year, reviews audit report, and takes any needed follow up action

5 responses



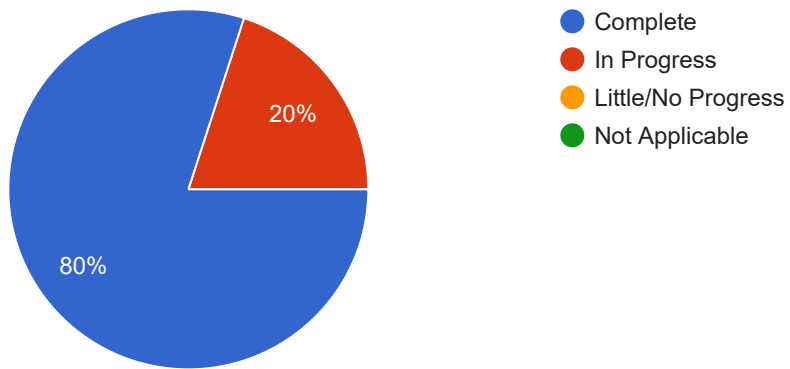
Board has adopted a long-term (e.g. 5-year) financial plan in coordination with the school's overall long-term plans and monitors key financial trends to ensure sustainability

5 responses



Board has adopted a comprehensive set of fiscal management and internal controls policies and reviews/updates them as needed

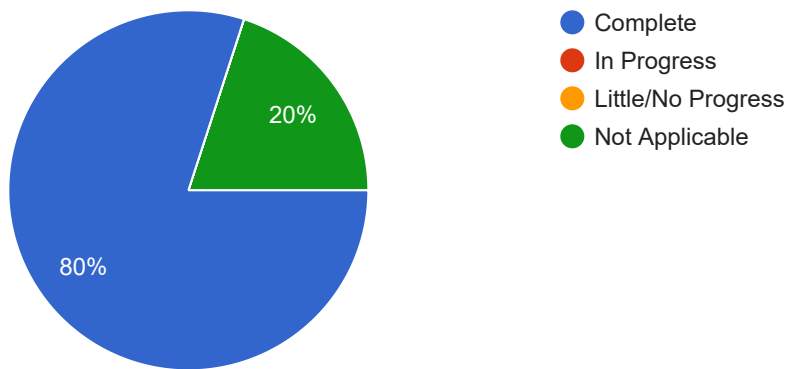
5 responses



### Instruction and Assessment

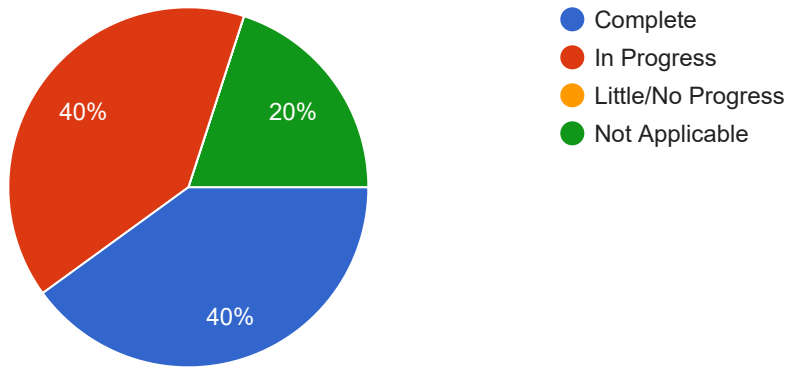
Board has adopted/approved the school's curriculum and instructional program

5 responses



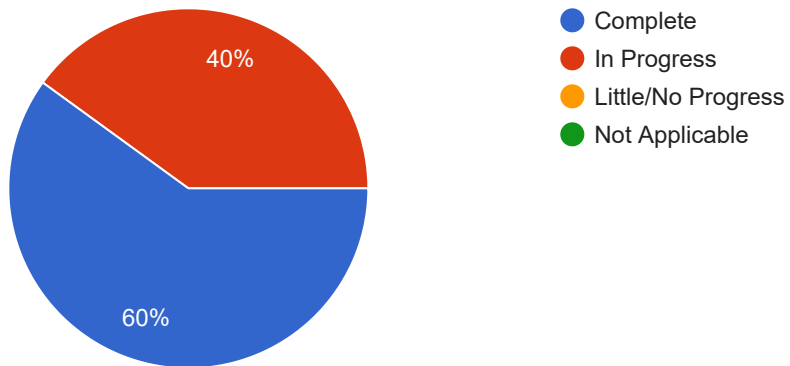
Board regularly reviews the CAASPP and other assessment results as well as California School Dashboard data to monitor student achievement and progress

5 responses



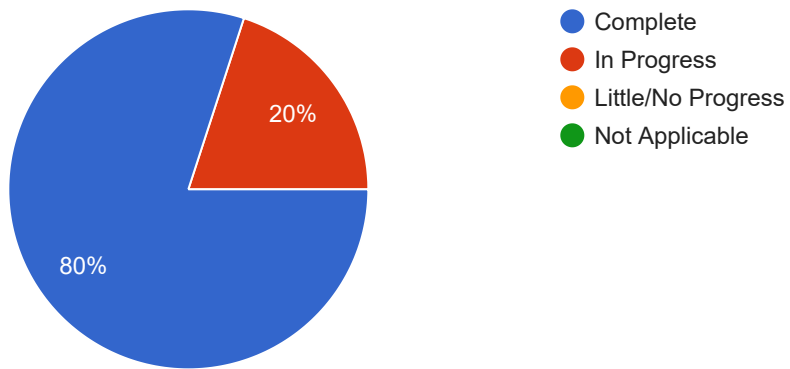
Board has adopted/approved student achievement goals/standards that are reflected in the charter, LCAP, and other plans

5 responses



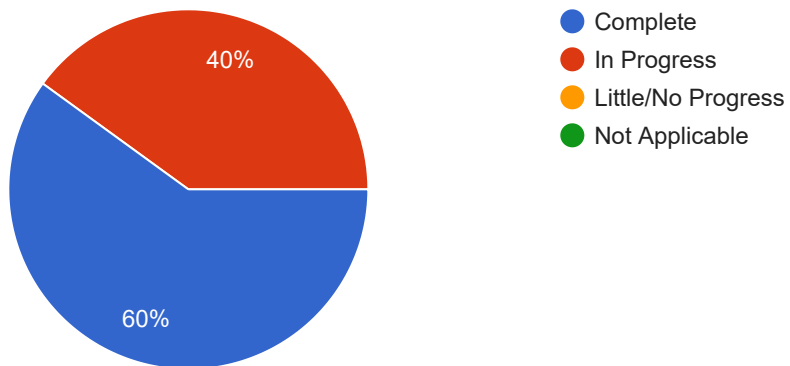
### Board ensures that LCAP priorities and goals align with the key school needs

5 responses



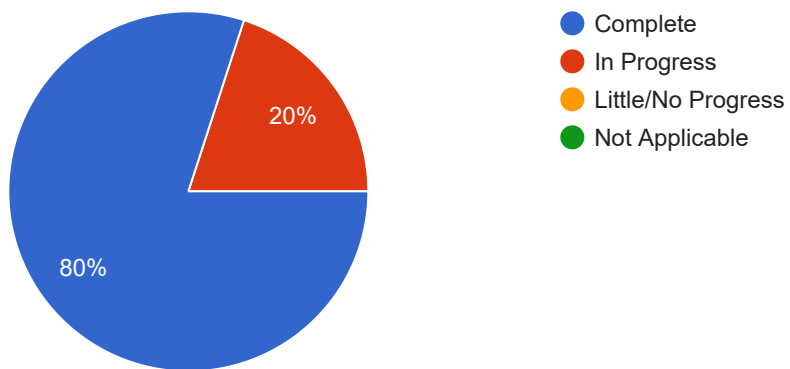
### A broad-based assessment system is in place to measure progress toward instructional goals/standards

5 responses



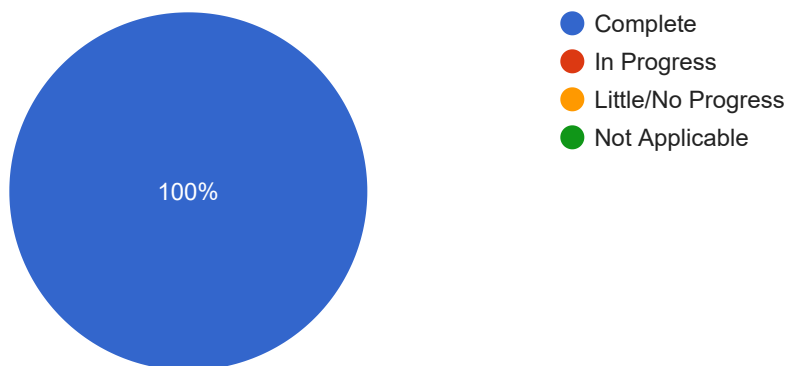
Instructional program is in alignment with state requirements, terms of charter and school mission

5 responses



School reports on student achievement to charter granting agency on a regular basis as part of ongoing oversight and renewal process

5 responses



Other



Please list any other topics or concerns you would like to address with the other Board members, if any

1 response

I think it would be prudent to produce a Board member job description. When I stepped into this role as Board President, I didn't realize what the role really entailed. I think having a job description for each office of the board to be able to present to future board members would be wise.

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## **SECOND AMENDED BYLAWS**

**OF**

### **BLUE RIDGE ACADEMY**

#### **a California Nonprofit Public Benefit Corporation**

#### **ARTICLE I**

##### **OFFICES**

Section 1. PRINCIPAL OFFICE. The board of directors shall fix the location of the principal executive office of the corporation at any place within or outside the State of California. If the principal executive office is located outside the State of California, and the corporation has one or more offices in the State of California, the board of directors shall likewise fix and designate a principal office in the State of California.

Section 2. OTHER OFFICES. The corporation may also establish offices at such other places, both within and outside the State of California, as the board of directors may from time to time determine or the activities of the corporation may require.

#### **ARTICLE II**

##### **OBJECTIVES AND PURPOSES**

The specific objectives and purposes of this corporation shall be to operate one or more California public charter schools.

#### **ARTICLE III**

##### **NONPARTISAN ACTIVITIES**

The corporation has been formed under the California Nonprofit Public Benefit Corporation Law (the "Law") for the public, nonprofit, nonpartisan, and charitable purposes described in its articles of incorporation. Notwithstanding any other provision in these bylaws, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation, and the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("IRC"), or (b) by a corporation contributions to which are deductible under IRC Section 170(c)(2).

#### **ARTICLE IV**

##### **DEDICATION OF ASSETS**

The properties and assets of this corporation are irrevocably dedicated to the charitable purposes described in Article III above and in the articles of incorporation of this corporation. No

part of the net earnings, properties, or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of its directors or officers, or to any individual. On liquidation or dissolution of this corporation, all remaining assets of this corporation, after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed and paid over to an organization dedicated to charitable purposes that is exempt from federal income tax under IRC Section 501(c)(3) and that is exempt from California income tax under Section 23701d of the California Revenue and Taxation Code.

## **ARTICLE V NO MEMBERS**

Section 1. NO MEMBERS. The corporation shall have no members within the meaning of Section 5056 of the California Nonprofit Public Benefit Corporation Law.

Section 2. AUTHORITY VESTED IN BOARD. Any action that otherwise requires approval by a majority of all members, or approval by the members, requires only approval of the Board. All rights that would otherwise vest under the Nonprofit Public Benefit Corporation Law in the members shall vest in the Board.

Section 3. ASSOCIATES. The corporation may use the term “members” to refer to persons associated with it, but such persons shall not be corporate members within the meaning of Section 5056 of the California Nonprofit Public Benefit Corporation Law.

## **ARTICLE VI DIRECTORS**

Section 1. POWERS. Subject to the provisions of the Law and any limitations in the articles of incorporation and these bylaws, the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised by or under the direction of the board of directors. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the board of directors shall have the following powers in addition to the other powers enumerated in these bylaws:

(a) To select and remove all of the other officers, agents, and employees of the corporation; prescribe any powers and duties for them that are consistent with law, with the articles of incorporation, and with these bylaws; fix their compensation; and require from them security for faithful service.

(b) To conduct, manage, and control the affairs and activities of the corporation and to make such rules and regulations that are consistent with law, the articles of incorporation, and these bylaws, as they deem to be appropriate and in the best interests of the corporation.

(c) To adopt, make, and use a corporate seal; and to alter the form of such seal.

(d) To borrow money and to incur indebtedness on behalf of the corporation, and to cause to be executed and delivered for the purposes of the corporation, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt and securities.

(e) To change the principal executive office or the principal office in the State of California from one location to another; to cause the corporation to be qualified to conduct its activities in any other state, territory, dependency, or country and conduct its activities within or outside the State of California; and to designate any place within or outside the State of California for the holding of any board of directors meeting or meetings.

(f) To make donations for the public welfare or for community funds, hospital, charitable, educational, scientific, civic, religious, or similar purposes.

(g) To act as a trustee under any trust incidental to the principal objects of the corporation, and to receive, to hold, to administer, to exchange, and to expend funds and property subject to such trust.

(h) To receive endowments, devises, bequests, gifts, and donations of all kinds of property for its own use, or in trust, in order to carry out or to assist in carrying out, the objects and purposes of the corporation and to do all things and acts necessary or proper to carry out each and all of the purposes and provisions of such endowments, devises, bequests, gifts, and donations with full power to mortgage, sell, lease, or otherwise to deal with or dispose of the same in accordance with the terms thereof.

(i) To sell any property, real, personal, or mixed, owned by the corporation at any time, and from time to time upon such terms as the board of directors may deem advisable, at public or private sale, for cash or upon credit.

(j) To retain sums received by the corporation uninvested, if, in the discretion of the board of trustees, such sums cannot be invested advantageously.

(k) To retain all or any part of any securities or property acquired by the corporation in whatever manner, and to invest and reinvest any funds held by the corporation, according to the judgment of the board of directors without being restricted to the class of investments that the board of directors is or may hereafter be permitted by law to make or any similar restriction; provided, however, that no action shall be taken by or on behalf of the corporation if such action is a prohibited transaction or would result in the denial of the tax exemption under IRC Section 501 or Section 23701 of the California Revenue and Taxation Code.

(l) To invest funds received by the corporation in stocks, bonds, mortgages, loans, whether secured or unsecured, or other investments as the board of directors shall deem advisable.

Section 2. NUMBER AND QUALIFICATION. The authorized number of directors shall be no less than three (3) and no more than five (5), unless changed by amendments to these bylaws, with the actual number to be determined from time to time by a resolution or motion of the board. Directors shall be elected by a vote of a majority of directors then in office. The board of directors shall consist of at least three (3) directors unless changed by an amendment to these bylaws.

Section 3. RESTRICTION ON INTERESTED PERSONS AS DIRECTORS. In accordance with the California Corporations Code, no more than 49 percent of the persons serving on the board of directors may be "interested persons" (as defined in this Section 3). An "interested person" is (a) any person compensated by the corporation for services rendered to it within the previous 12 months, whether as a full- or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation, if any, paid to a director as director; or (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person. Spouses of staff are ineligible to serve as a member of the board of directors to avoid any conflicts of interest under Government Code section 1090. The board of directors and designated staff members are required to follow the recusal processes identified in the Government Code sections 1091 and 1091.5, and the Political Reform Act (Government Code sections 87100, *et seq.*).

Section 4. TERM OF OFFICE; EVENTS CAUSING VACANCIES ON BOARD. Each director shall hold office for two (2) years, which terms shall be staggered. A director may serve multiple terms of service. A vacancy or vacancies on the board of directors shall occur in the event of (a) the death, resignation, or removal of any director; (b) the declaration by resolution of the board of directors of a vacancy in the office of a director who has been convicted of a felony, declared of unsound mind by a court order, or found by final order or judgment of any court to have breached a duty under the Law, Chapter 2, Article 3; and (c) the increase of the authorized number of directors.

Section 5. DIRECTOR SELECTION. New directors shall be selected in the sole discretion of the majority of the board at the time of selection. The board will endeavor to advertise any director vacancies on its website and to the school community. Current board members may also recommend potential new directors to the board. The board will accept applications to fill available vacancies. The board is not obligated to select any applicant if, in the board's sole discretion, it does not believe the applicant possesses the requisite skills, availability, demeanor, etc., suitable for the director position even if that means the position will remain vacant. At least one member of the board of directors will be a community member or a parent of Blue Ridge Academy student.

Section 6. RESIGNATION OF DIRECTORS. Except as provided below, any director may resign by giving written notice to the chairman of the board, if any, or to the president, or the secretary, or to the board of directors. The resignation shall be effective when the notice is given unless the notice specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the board may designate a successor to take office as of the date when the resignation becomes effective. Except upon notice to the Attorney General of California, no director may resign if the corporation would then be left without a duly elected director or directors in charge of its affairs.

Section 7. REMOVAL OF DIRECTORS. Any director may be removed at any time by a majority vote of directors then in office, with or without cause.

Section 8. VACANCIES. Vacancies on the board shall be filled by the vote of a majority of directors then in office. Each director so elected shall hold office until expiration of the term of the replaced director, if mid-term, and for the term if voted in at the beginning of a new term.

Section 9. PLACE OF MEETINGS AND MEETINGS BY TELEPHONE. Any meeting of the board of directors may be held at any place within the county in which the greatest number of pupils who are enrolled in the School reside that has been designated from time to time by resolution of the board or in the notice of the meeting. In the absence of such designation, meetings shall be held at the principal executive office of the corporation. Any meeting, annual, regular or special, may be held by conference telephone or similar communication equipment, so long as all directors participating in the meeting can hear one another and a majority of the members are within the county in which the greatest number of pupils who are enrolled in the School reside. All such directors shall be deemed to be present in person at such telephonic meeting. Prior written notice of any and all such meetings of the board of directors shall be provided to the directors at least seventy-two (72) hours prior to the time of the holding of the meeting.

Section 10. ANNUAL AND REGULAR MEETINGS. The annual meeting of the board of directors shall be held each year on the date and time as may be fixed by the board of directors. At such annual meeting, officers shall be elected and any other proper business may be transacted. Other regular meetings of the board of directors shall be held at such time as shall from time to time be fixed by the board of directors.

All meetings of the Board of Directors shall be called, held and conducted in accordance with the terms and provisions of the Ralph M. Brown Act California Government Code sections 54950, *et seq.*, as said chapter may be modified by subsequent legislation. This Act requires that at least 72 hours before a regular meeting, and 24 hours before a special meeting, the Board of Directors or its designee shall post an agenda containing a brief general description of each item of business to be transacted or discussed at the meeting.

Section 11. SPECIAL MEETINGS. Special meetings of the board of directors for any purpose or purposes may be called at any time by the chairman of the board or a board majority.

Notice of the time and place of special meetings shall be delivered to each director personally or by telephone or sent by first-class mail, postage prepaid, or telegram, charges prepaid, or electronic transmission, addressed to each director at his or her address as it is shown on the records of the corporation. In case the notice is mailed, it shall be deposited in the United States mail at least four days prior to the time of the holding of the meeting. In case such notice is delivered personally or by telephone or telegraph, it shall be delivered personally or by telephone or to the telegraph company at least twenty-four (24) hours prior to the time of the holding of the meeting. Any oral notice given personally or by telephone may be communicated either to the director or to the person at the office of the director who the person giving the notice has reason to believe will promptly communicate it to the director.

Section 12. QUORUM. A majority of the authorized number of directors shall constitute a quorum for the transaction of business, except to adjourn as provided in Section 13 below. Every act or decision done or made by the board of directors requires a vote of the majority of the acting board of directors subject to the provisions of Section 5212 of the Code (appointment of committees), Section 5233 of the Code (approval of contracts or transactions in which a director has a direct or indirect material financial interest), Section 5234 of the Code (approval of certain transactions between corporations having common directorships), Section 5235 (compensation of directors or officers), and Section 5238(e) of the Code (indemnification of directors).

Section 13. WAIVER OF NOTICE; CONSENT. Notice of a meeting required by the Corporations Code need not be given to any director who, either before or after the meeting, signs a waiver of notice, a consent to holding the meeting, or an approval of the minutes of the meeting. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of meeting shall also be deemed given to any director who attends the meeting without protesting, before or at the commencement of the meeting, the lack of notice to that director. Notice of all meetings shall be given in accordance with the requirements of the Ralph M. Brown Act, California Corporations Code sections 54950, *et seq.*

Section 14. ADJOURNMENT. A majority of the directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place. Notice of the time and place of holding an adjourned meeting shall be given in the same manner as provided for special meetings, unless notice is waived as provided for special meetings. A copy of the notice of adjournment shall be conspicuously posted on or near the door of the place where the adjourned meeting was held within 24 hours after the time of the adjournment.

Section 15. FEES AND COMPENSATION. Directors and members of committees shall receive no compensation for their services; provided however, that directors and members of

committees may receive reimbursement of out-of-pocket expenses, as determined by resolution of the board of directors. Nothing contained herein shall be construed to preclude any director from serving the corporation in any other capacity as an officer, agent, employee, or otherwise, and receiving compensation for such services if compensation is awarded by the board of directors.

## **ARTICLE VII COMMITTEES**

Section 1. COMMITTEES OF DIRECTORS. The board of directors may, by resolution adopted by a majority of the directors then in office, designate one or more committees, each consisting of two or more directors, to serve at the pleasure of the board. Appointments to such committees shall be by a majority vote of the directors then in office. The board may designate one or more directors as alternate members of any committee, who may replace any absent member at any meeting of the committee. Any such committee, to the extent provided in the resolution of the board, shall be advisory only.

Section 2. MEETINGS AND ACTION. Meetings and action of committees of the board shall be governed by, and held and taken in accordance with, the provisions of Article VI of these bylaws, Sections 8 (place of meetings and meetings by telephone), 9 (annual and regular meetings), 10 (special meetings), 11 (quorum), 12 (waiver of notice), 13 (adjournment) and 14 (action without meeting), with such changes in the context of those bylaws as are necessary to substitute the committee and its members for the board of directors and its members, except for the following: (a) the time of regular and annual meetings of committees may be determined by resolution of the board of directors as well as the committee; (b) special meetings of committees may also be called by resolution of the board of directors; and (c) notice of special meetings of committees shall also be given to all alternate members, who shall have the right to attend all meetings of the committee. Minutes of each meeting of any committee shall be kept and filed with the corporate records. The board of directors may adopt rules for the government of any committee not inconsistent with the provisions of these bylaws. If required by law, committee meetings shall be held in accordance with the Ralph M. Brown Act, California Government Code sections 54950, *et seq.*

## **ARTICLE VIII OFFICERS**

Section 1. OFFICERS. The officers of the corporation shall be a president, a secretary, and a chief financial officer. The corporation may also have, at the discretion of the board of directors, a chairman of the board, one or more vice presidents, one or more assistant secretaries, one or more assistant treasurers, and such other officers as may be appointed in accordance with the provisions of Section 3 of this Article VIII. Any number of offices may be held by the same person, except that neither the secretary nor the chief financial officer may serve concurrently as the president or the chairman of the board.

Section 2. ELECTION. The officers of the corporation, except such officers as may be appointed in accordance with the provisions of Section 3 or Section 5 of this Article VIII, shall be chosen by the board of directors, and each shall serve at the pleasure of the board, subject to the rights, if any, of an officer under any contract of employment.

Section 3. OTHER OFFICERS. The board of directors may appoint, and may empower the president to appoint, such other officers as the activities of the corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in the bylaws or as the board of directors may from time to time determine.

Section 4. REMOVAL AND RESIGNATION. Subject to the rights, if any, of any officer under any contract of employment, any officer may be removed, either with or without cause, by the board of directors or, except in case of an officer chosen by the board of directors, by any officer upon whom such power of removal may be conferred by the board of directors.

Any officer may resign at any time by giving written notice to the corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any such resignation is without prejudice to the rights, if any, of the corporation under any contract to which the officer is a party.

Section 5. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to such office.

Section 6. CHAIRMAN OF THE BOARD. The chairman of the board, if such an officer be elected, shall, if present, preside at meetings of the board of directors and exercise and perform such other powers and duties as may be from time to time assigned to him or her by the board of directors or prescribed by the bylaws. If there is no president, the chairman of the board will in addition be the chief executive officer of the corporation and shall have the powers and duties prescribed in Section 7 of this Article VIII.

Section 7. PRESIDENT. Subject to such supervisory powers, if any, as may be given by the board of directors to the chairman of the board, if there be such an officer, the president shall be the chief executive officer of the corporation and shall, subject to the control of the board of directors, have general supervision, direction, and control of the activities and the officers of the corporation. He or she shall preside, in the absence of the chairman of the board, or if there be none, at all meetings of the board of directors. He or she shall have the general powers and duties of management usually vested in the office of president of the corporation and shall have such other powers and duties as may be prescribed by the board of directors or the bylaws.

Section 8. VICE PRESIDENTS. In the absence or disability of the president, the vice presidents, if any, in order of their rank as fixed by the board of directors or, if not ranked, a vice president designated by the board of directors, shall perform all the duties of the president, and

when so acting shall have all the powers of, and be subject to all the restrictions upon, the president. The vice presidents shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the board of directors or the bylaws and the president or the chairman of the board.

Section 9. SECRETARY. The secretary shall keep, or cause to be kept, at the principal executive office or such other place as the board of directors may direct, a book of minutes of all meetings and actions of directors, and committees of directors, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice thereof given, the names of those present at directors and committee meetings, and the proceedings thereof.

The secretary shall give, or cause to be given, notice of all meetings of the board of directors required by the bylaws or by law to be given, and he or she shall keep the seal of the corporation, if one be adopted, in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the board of directors or by the bylaws.

Section 10. CHIEF FINANCIAL OFFICER. The chief financial officer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The books of account shall at all reasonable times be open to inspection by any director.

The chief financial officer shall deposit, or cause to be deposited, all monies and other valuables in the name and to the credit of the corporation with such depositories as may be designated by the board of directors. He or she shall distribute, or cause to be disbursed, the funds of the corporation as may be ordered by the board of directors, shall render to the president and directors, whenever they request it, an account of all financial transactions and of the financial condition of the corporation, and shall have such other powers and perform such other duties as may be prescribed by the board of directors or the bylaws.

If required by the board of directors, the chief financial officer shall give the corporation a bond in the amount and with the surety or sureties specified by the board for faithful performance of the duties of his or her office and for restoration to the corporation of all of its books, papers, vouchers, money, and other property of every kind in his or her possession or under his or her control on the death, resignation, retirement, or removal from office of the chief financial officer.

## **ARTICLE IX INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES**

Section 1. DEFINITIONS. For the purposes of this Article IX, the definition of the terms “agent”, “proceeding”, and “expenses” shall be governed by Section 5238 of the Code.

Section 2. INDEMNIFICATION IN ACTIONS BY THIRD PARTIES. The corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any proceeding (other than an action by or in the right of the corporation to procure a judgment in its favor, an action brought under Section 5233 of the Code, or an action brought by the Attorney General of California or a person granted relator status by the Attorney General of California for any breach of duty relating to assets held in charitable trust) by reason of the fact that such person is or was an agent of the corporation, against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such proceeding if such person acted in good faith and in a manner such person reasonably believed to be in the best interests of the corporation and, in the case of a criminal proceeding, had no reasonable cause to believe the conduct of such person was unlawful. The termination of any proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in the best interests of the corporation or that the person had reasonable cause to believe that the person's conduct was unlawful.

Section 3. INDEMNIFICATION IN ACTIONS BY OR IN THE RIGHT OF THE CORPORATION. The corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action by or in the right of the corporation, or brought under Section 5233 of the Code, or brought by the Attorney General of California or a person granted relator status by the Attorney General of California for breach of duty relating to assets held in charitable trust, to procure a judgment in its favor by reason of the fact that such person is or was an agent of the corporation, against expenses actually and reasonably incurred by such person in connection with the defense or settlement of such action if such person acted in good faith, in a manner such person believed to be in the best interests of the corporation, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. No indemnification shall be made under this Section 3 for any of the following:

(a) Any claim, issue, or matter as to which such person shall have been adjudged to be liable to the corporation in the performance of such person's duty to the corporation, unless and only to the extent that the court in which such action was brought shall determine upon application that, in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for the expenses which such court shall determine;

(b) Amounts paid in settling or otherwise disposing of a threatened or pending action, with or without court approval; or

(c) Expenses incurred in defending a threatened or pending action which is settled or otherwise disposed of without court approval, unless it is settled with the approval of the Attorney General of California.

Section 4. INDEMNIFICATION AGAINST EXPENSES. To the extent that an agent of the corporation has been successful on the merits in defense of any proceeding referred to in Sections 2 or 3 of this Article IX or in defense of any claim, issue, or matter therein, the agent shall be indemnified against expenses actually and reasonably incurred by the agent in connection therewith.

Section 5. REQUIRED DETERMINATIONS. Except as provided in Section 4 of this Article IX, any indemnification under this Article shall be made by the corporation only if authorized in the specific case, upon a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct set forth in Sections 2 or 3 of this Article IX by:

(a) A majority vote of a quorum consisting of directors who are not parties to such proceeding; or

(b) The court in which such proceeding is or was pending upon application made by the corporation or the agent or the attorney or other person rendering services in connection with the defense, whether or not such application by the agent, attorney, or other person is opposed by the corporation.

Section 6. ADVANCE OF EXPENSES. Expenses incurred in defending any proceeding may be advanced by the corporation prior to the final disposition of such proceeding upon receipt of an undertaking by or on behalf of the agent to repay such amount unless it shall be determined ultimately that the agent is entitled to be indemnified as authorized in this Article IX.

Section 7. OTHER INDEMNIFICATION. No provision made by the corporation to indemnify its directors or officers for the defense of any proceeding, whether contained in the articles of incorporation, bylaws, a resolution of directors, an agreement, or otherwise, shall be valid unless consistent with this Article IX. Nothing contained in this Article IX shall affect any right to indemnification to which persons other than such directors and officers may be entitled by contract or otherwise.

Section 8. FORMS OF INDEMNIFICATION NOT PERMITTED. No indemnification or advance shall be made under this Article IX, except as provided in Section 4 or Section 5(b), in any circumstance if it appears that:

(a) It would be inconsistent with a provision of the articles of incorporation, bylaws, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or

(b) It would be inconsistent with any condition expressly imposed by a court in approving a settlement.

Section 9. INSURANCE. The corporation shall have the power to purchase and maintain insurance on behalf of any agent of the corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the corporation would have the power to indemnify the agent against such liability under the provisions of this Article IX; provided, however, that the corporation shall have no power to purchase and maintain such insurance to indemnify any agent of the corporation for a violation of Section 5233 of the Code.

## **ARTICLE X RECORDS AND REPORTS**

Section 1. MAINTENANCE OF CORPORATE RECORDS. The corporation shall keep (a) adequate and correct books and records of account kept either in written form or in any other form capable of being converted into written form and (b) minutes, in written form, of the proceedings of the board of directors and committees of the board. All such records shall be kept at the corporation's principal executive office, or if its principal executive office is outside the State of California, at its principal office in this state.

Section 2. MAINTENANCE AND INSPECTION OF ARTICLES AND BYLAWS. The corporation shall keep at its principal executive office, or if its principal executive office is not in the State of California, at its principal office in this state, the original or a copy of its articles of incorporation and bylaws, as amended to date, that shall be open to inspection by the directors at all reasonable times during office hours. If the principal executive office of the corporation is outside the State of California and the corporation has no principal office in this state, the Secretary shall, upon the written request of any director, furnish to such director a copy of the articles of incorporation or bylaws, as amended to date.

Section 3. INSPECTION. Every director shall have the absolute right at any reasonable time, and from time to time, to inspect all books, records, and documents of every kind and the physical properties of the corporation. Such inspection by a director may be made in person or by agent or attorney and the right of inspection includes the right to copy and make extracts.

Section 4. ANNUAL REPORTS. The board of directors shall cause an annual report to be sent to the directors within 120 days of the corporation's fiscal year end. That report shall contain the following information, in appropriate detail, for the fiscal year:

- (a) The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds;
- (c) The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes;

(d) The expenses or disbursements of the corporation for both general and restricted purposes; and

(e) Any information required by Section 5 of this Article X.

The annual report shall be accompanied by any report thereon of independent accountants or, if there is no such report, by the certificate of an authorized officer of the corporation that such statements were prepared without audit from the books and records of the corporation.

Section 5. ANNUAL STATEMENT OF CERTAIN TRANSACTIONS AND INDEMNIFICATIONS. As part of the annual report to all directors, the corporation shall annually prepare and mail or deliver to each director within 120 days after the corporation's fiscal year end, a statement (described below) of any transaction or indemnification (i) in which the corporation was a party and (ii) in which an "interested person" had a direct or indirect material financial interest, if any such transaction occurred. For this purpose, an "interested person" is any director or officer of the corporation.

The statement shall include the following information:

(a) A brief description of any transaction during the previous fiscal year that involved more than \$50,000, or was one of a number of transactions in which the same interested person had a direct or indirect material financial interest involving, in the aggregate, more than \$50,000;

(b) The names of interested persons involved in such transactions described in the preceding paragraph (a), their relationship to the corporation, the nature of their interest in the transaction and, if practicable, the amount of that interest; provided, however, that if the transaction was with a partnership in which the interested person is a partner, only the interest of the partnership need be stated; and

(c) A brief description of the amount and circumstances of any indemnifications or advances aggregating more than \$10,000 paid during the fiscal year to any officer or director of the corporation under Article IX of these bylaws, unless that indemnification already has been approved by the directors under Section 5238(e)(2) of the Code.

## **ARTICLE XI GENERAL MATTERS**

Section 1. CHECKS, DRAFTS, EVIDENCES OF INDEBTEDNESS. All checks, drafts, or other orders for payment of money, notes, or other evidences of indebtedness, issued in the name of or payable to the corporation, shall be signed or endorsed by such person or persons and in such manner as, from time to time, shall be determined by resolution of the board of directors.

Section 2. CORPORATE CONTRACTS AND INSTRUMENTS; HOW EXECUTED. Except as otherwise provided in these bylaws, the board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances; and, unless so authorized or ratified by the board of directors or within the agency power of an officer, no officer, agent or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or for any amount.

Section 3. REPRESENTATION OF SHARES OF OTHER CORPORATIONS. The chairman of the board, the president, or any vice president, or any other person authorized by resolution of the board of directors or by any of the foregoing designated officers, is authorized to vote on behalf of the corporation any and all shares of any other corporation or corporations, foreign or domestic, standing in the name of the corporation. The authority granted to said officers to vote or represent on behalf of the corporation any and all shares held by the corporation in any other corporation or corporations may be exercised by any such officer in person or by any person authorized to do so by a proxy duly executed by said officer.

Section 4. CONSTRUCTION AND DEFINITIONS. Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the Law shall govern the construction of these bylaws. Without limiting the generality of the foregoing, the singular number includes the plural, the plural number includes the singular, the masculine gender includes the feminine and neuter, and the term "person" includes both a corporation and a natural person. All references in these bylaws to the Law, the Law, or to the Code shall be deemed to be those in effect from time to time.

## **ARTICLE XII AMENDMENTS**

The board may adopt, amend, or repeal bylaws unless doing so would be a prohibited amendment under the California Corporations Code. Any amendment to these bylaws will require a majority vote of the directors then in office; provided, however, that if the articles of incorporation of the corporation set forth the number of authorized directors of the corporation, the authorized number of directors may be changed only by an amendment of the articles of incorporation.

**CERTIFICATE OF SECRETARY**

The undersigned, being the duly elected and acting Secretary of Blue Ridge Academy, a California nonprofit public benefit corporation, does hereby certify that the foregoing First Amended Bylaws constitute the bylaws of this corporation as duly adopted at the meeting of the Board of Directors of Blue Ridge Academy on June 15, 2020.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 15th day of June, 2020.

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Nicole Zolfo, Secretary