

RESOLUTION OF THE  
MANAGED RISK MEDICAL INSURANCE BOARD  
DELEGATION OF AUTHORITY CONCERNING  
WINDING DOWN OF AFFAIRS

Whereas, The Governor has proposed and the Legislature has enacted that the Managed Risk Medical Insurance Board be dissolved effective July 1, 2014, and that the State Department of Health Care Services (DHCS) shall administer all remaining programs of the Board and shall succeed to the powers, purposes, responsibilities and jurisdiction exercised by the Board; and

Whereas, the Governor has not yet signed or vetoed the legislation described in the preceding paragraph; and

Whereas, the Board is not scheduled to meet again prior to the planned date of its dissolution, and may be unable to meet on an emergency basis prior to that time; and

Whereas, Insurance Code Section 12710 provides in part that “[t]he executive director shall administer the affairs of the board as directed by the board, and shall direct the staff of the board,” and

Whereas, the efficient operation and winding down of the Board’s business affairs requires that the Executive Director act with reasonable dispatch and autonomy in undertaking business transactions of various sorts and in otherwise facilitating the day-to-day operations of the Managed Risk Medical Insurance Board (MRMIB), the winding down of its affairs, completion of remaining closeout activities and the transition of all remaining programs and staff;

The Board hereby delegates authority to the Executive Director as follows:


1. Without further Board ratification or other Board action, the Executive Director shall take all necessary action within the lawful authority of the Board, in good faith, to effectuate the day-to-day operations of MRMIB as required by law, to conclude its affairs and to facilitate the successful transition of MRMIB’s business to DHCS or as otherwise provided by law, and the Board ratifies any such lawful actions taken in good faith prior hereto.
2. In the event that the legislation dissolving the Board is vetoed or modified in any way, the delegation described in paragraph 1 above shall nevertheless remain in effect without limitation until such time as the Board may revoke or limit it or until such other person or entity as provided by law succeeds to the authority of the Board.

3. This delegation does not preclude the Executive Director from bringing to the Board any aspect of any transaction that the Executive Director deems to be appropriate for Board consideration and action.
4. Where any transaction, or any aspect of any transaction, is the subject of action by the Board, the Executive Director shall execute all documents that relate in any way to the implementation of such course of action as the Board has authorized.
5. Nothing in this Resolution shall expand, limit or otherwise alter any delegation of authority heretofore given to the Executive Director by prior action of the Board with respect to any business transaction. In addition, if the Board hereafter takes action regarding a particular transaction, and as part of that action, either grants authority to the Executive Director or limits the Executive Director's authority, such action shall take precedence over this Resolution.
6. Consistent with MRMIB practice, the Executive Director, in exercising the authority delegated by this Board action, shall abide by the laws and policies applicable to the transactions at issue, except where MRMIB is exempted from same and where MRMIB chooses to utilize such exemption.
7. The Executive Director may delegate to subordinates any of the authority delegated to the Executive Director by this Board action.
8. This delegation of authority from the Board to the Executive Director shall take effect immediately upon adoption by the Board, shall remain in effect until rescinded or modified by the Board, and shall pertain in like manner to the present Executive Director and to his successors in that office.

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I, John Ramey, Executive Director of the Managed Risk Medical Insurance Board, do hereby certify that the foregoing action was duly passed and adopted by the Managed Risk Medical Insurance Board at an official meeting thereof on June 18, 2014.

Dated this 18<sup>th</sup> day of June, 2014.



John Ramey, Executive Director  
Managed Risk Medical Insurance Board