

(8) THE COMPENSATION COMMITTEE AND THE NOMINATING COMMITTEE SHALL EACH INCLUDE EITHER THE APPOINTEE OF THE PRESIDENT OF THE SENATE OR THE APPOINTEE OF THE SPEAKER OF THE HOUSE OF DELEGATES.

(9) EACH BOARD MEMBER SHALL SERVE ON AT LEAST ONE STANDING COMMITTEE.

(10) THE CHAIRMAN OF THE BOARD SHALL SELECT A CHAIRMAN FOR EACH BOARD COMMITTEE.

(11) (I) BOARD APPROVAL IS REQUIRED FOR ANY ACTION BY THE NONPROFIT HEALTH SERVICE PLAN, A CORPORATION FOR WHICH THE PLAN IS THE SOLE MEMBER, OR ANY AFFILIATE OR SUBSIDIARY OF THE NONPROFIT HEALTH SERVICE PLAN TO:

1. MODIFY BENEFIT LEVELS;
2. MATERIALLY MODIFY PROVIDER NETWORKS OR PROVIDER REIMBURSEMENT;
3. MODIFY UNDERWRITING GUIDELINES;
4. MODIFY RATES OR RATING PLANS;
5. WITHDRAW A PRODUCT OR WITHDRAW FROM A LINE OR TYPE OF BUSINESS OR GEOGRAPHIC REGION; OR
6. IMPACT THE AVAILABILITY OR AFFORDABILITY OF HEALTH CARE IN THE STATE.

(II) A DECISION BY THE BOARD TO CONVERT TO A FOR PROFIT ENTITY UNDER TITLE 6.5 OF THE STATE GOVERNMENT ARTICLE MAY BE REJECTED BY ANY THREE MEMBERS OF THE BOARD.

(III) THE BOARD MAY DELEGATE APPROVAL FOR THE ACTIONS LISTED IN SUBPARAGRAPH (I) OF THIS PARAGRAPH TO A STANDING COMMITTEE OF THE BOARD.

(12) THE BOARD SHALL TAKE AND RETAIN COMPLETE MINUTES OF ALL BOARD AND COMMITTEE MEETINGS.

[(2) The board shall appoint two additional members to serve as voting consumer members.

(3) Of the two consumer members, one shall be a subscriber and one shall be a certificate holder of the nonprofit health service plan.

[(4) Each consumer member of the board:

- (i) shall be a member of the general public;
- (ii) may not be considered an agent or employee of the State for any purpose; and