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RETIREMENT SYSTEMS OF ALABAMA  
PUBLIC EDUCATION EMPLOYEES' HEALTH INSURANCE PLAN  
BOARD OF CONTROL MEETING  
201 South Union Street, Room 843  
Montgomery, Alabama 36104  
877.517.0020

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**COPY**

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**VIDEOCONFERENCE PUBLIC EDUCATION  
EMPLOYEES' HEALTH INSURANCE PLAN BOARD OF CONTROL  
MEETING** reported by Jeana S. Boggs, Certified Court  
Reporter and Notary Public, in the conference room  
of the Retirement Systems of Alabama, 201 South  
Union Street, Montgomery, Alabama, that was held on  
Friday, June 25th, 2021, at approximately 9:00 a.m.

## 1 APPEARANCES

## 2 BOARD MEMBERS:

3 MR. LUKE HALLMARK, CHAIRMAN

4 MR. JOHN R. WHALEY, VICE-CHAIRMAN

5 MR. JOHN MCMILLAN

6 DR. ERIC MACKEY

7 DR. JOSEPH G. VAN MATRE

8 MS. KELLI SHOMAKER

9 MS. CHARLENE MCCOY, VIA WEBEX

10 DR. SUSAN WILLIAMS BROWN

11 MS. AMY CREW, VIA WEBEX

12 MRS. SUSAN LOCKRIDGE

13 MR. RUSSELL TWILLEY, VIA WEBEX

14 MS. PEGGY MOBLEY

15 MS. ANITA GIBSON

16 MR. JEFF COLE

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1 ALSO PRESENT:

2 DR. DAVID BRONNER, RSA CEO

3 MR. DON YANCEY, RSA DEPUTY DIRECTOR

4 MS. LEURA CANARY, RSA LEGAL COUNSEL

5 MS. DIANE SCOTT, RSA CFO

6 MR. DAVE WALES, DIRECTOR PEEHIP

7 MS. DEBBY DAHL, RSA ASSISTANT

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AGENDA

I. CALL TO ORDER/ROLL CALL  
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II. APPROVAL OF AGENDA  
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**CALL TO ORDER/ROLL CALL**

CHAIRMAN HALLMARK: I would like to welcome everybody to our PEEHIP Board of Control meeting this morning. It's right at 9:00 o'clock. So, let's start off by having a roll call. Debby?

MS. DAHL: Luke Hallmark?

CHAIRMAN HALLMARK: Here.

MS. DAHL: Ricky Whaley?

MR. WHALEY: Here.

MS. DAHL: Kelly Butler?

(No response).

MS. DAHL: John McMillan?

MR. MCMILLAN: Here.

MS. DAHL: Eric Mackey?

DR. MACKEY: Here.

MS. DAHL: Joseph Van Matre?

MR. VAN MATRE: Here.

MS. DAHL: Kelli Shomaker?

MS. SHOMAKER: Here.

MS. DAHL: Charlene McCoy?

MS. MCCOY: Here.

MS. DAHL: Susan Brown?

1 DR. SUSAN BROWN: Present.

2 MS. DAHL: Amy Crew?

3 (No response).

4 MS. GAMBLE: Sorry, I had to mute  
5 them for just a second to figure out the  
6 cause of the feedback.

7 MS. DAHL: All right. We will go  
8 back to Amy. Susan Lockridge?

9 MRS. LOCKRIDGE: Here.

10 MS. DAHL: Russell Twilley?

11 MR. TWILLEY: Here.

12 MS. DAHL: Peggy Mobley?

13 MS. MOBLEY: Here.

14 MS. DAHL: Anita Gibson?

15 MS. GIBSON: Here.

16 MS. DAHL: Jeff Cole?

17 MR. COLE: Here.

18 MS. DAHL: Do we have Amy Crew  
19 yet? She may join the call later.

20 MS. GAMBLE: Yeah. I think she  
21 dropped off. Yeah. It looks like she  
22 dropped off.

23 MS. DAHL: Okay. I'll contact

1 her.

2 CHAIRMAN HALLMARK: Is that  
3 everybody? Okay. We do have a quorum  
4 here.

5 **APPROVAL OF AGENDA**

6 CHAIRMAN HALLMARK: The next line  
7 is the approval of the agenda, which is a  
8 real small agenda today. It's short.

9 So, I will need a motion to  
10 approve the agenda.

11 MS. MOBLEY: I so move.

12 CHAIRMAN HALLMARK: Dr. Van Matre.  
13 Second, Ms. Mobley.

14 Any questions? Comments?

15 (No response).

16 CHAIRMAN HALLMARK: All in favor  
17 say "aye".

18 (Board members saying "aye").

19 CHAIRMAN HALLMARK: All opposed,  
20 like sign?

21 (No response).

22

23

1                   **ADOPTION OF RESOLUTION FOR**  
2                   **KELLY BUTLER, JEFF COLE, CHARLENE McCOY and**  
3                   **RUSSELL TWILLEY**

4                   CHAIRMAN HALLMARK: Item III is --  
5                   you know, at this time of year, you know,  
6                   we have kind of a -- I won't say  
7                   transformation. You know, people sometimes  
8                   retire or are not coming back for the next  
9                   term. And we do have four people: We have  
10                  Kelly Butler, we have Jeff Cole, we have  
11                  Russell Twilley, and we have Charlene McCoy  
12                  that are rolling off of the Board. And,  
13                  you know, I do have a little Resolution  
14                  here from the Retirement System for their  
15                  years of service.

16                  I am going to say a few things.  
17                  Don or Dr. Bronner may want to add a few  
18                  more comments.

19                  But I know that Russell was on  
20                  the Board when I got here. And Charlene  
21                  came right after me. And, you know,  
22                  Mr. Butler's position is one that's  
23                  appointed. And Jeff has just been on for



1 a short period of time. But Jeff is  
2 certainly a quality person. And we do  
3 want to thank all four of the Board  
4 members that are rolling off for their  
5 years of service because they have been  
6 excellent stewards of both our PEEHIP  
7 program and our TRS program.

8 So, what I would like to do is,  
9 since we have only one here, that's Jeff,  
10 I do have four Proclamations, but I will  
11 just read one, and then they will all be  
12 recognized for their time of service.

13 So, I am going to ask Jeff,  
14 since you are here, to come forward, and  
15 I will give you yours. I am going to let  
16 y'all see his picture because it's got  
17 Jeff and I together.

18 (Applause).

19 CHAIRMAN HALLMARK: This is really  
20 nice. I want to say this is the first one  
21 we have done like this. I think it looks  
22 really, really good.

23 But it says -- and I am not

1 saying it because I am standing there,  
2 but I'm saying it does look good.

3 It just says: "Whereas,  
4 Mr. Jeff Cole has been a dedicated public  
5 education advocate for 27 years serving  
6 as a classroom teacher, principal and  
7 active member of the Alabama Education  
8 Association as a Board member of both the  
9 Alabama Teachers' Retirement System and  
10 Public Education Employees' Health  
11 Insurance Program for two years; and,  
12 whereas, Mr. Cole has served with honor  
13 and provided invaluable leadership to the  
14 Boards governing these two critical  
15 programs and the TRS and PEEHIP staff  
16 administering these programs provided by  
17 financial and health insurance benefits  
18 for over 225,000 active and retired  
19 education personnel in Alabama; and,  
20 whereas, Mr. Cole has always held as his  
21 number one priority the protection and  
22 improvement of the retirement health  
23 insurance benefits of both active and

1           retired members of the TRS and PEEHIP.  
2           Now, therefore, be it resolved that this  
3           on this day the 25th of June, 2021, the  
4           TRS Board of Control and the PEEHIP Board  
5           of Control hereby extend to Mr. Jeff Cole  
6           our sincere appreciation for his many  
7           years of dedicated service to the public  
8           education employees of Alabama an  
9           exemplary service on these boards which  
10          he has so selfishly performed; and be it  
11          further resolved that the TRS and PEEHIP  
12          boards and TRS and PEEHIP staff wish for  
13          Mr. Cole and his family good health, much  
14          happiness now in the future. Be it  
15          finally resolved that a copy of this  
16          Resolution be presented to Mr. Cole and  
17          also be included in the minutes of this  
18          meeting. Adopted in grateful  
19          appreciation on the 25th of June, 2021,  
20          by the Teachers' Retirement System Board  
21          of Control."

22                            Congratulations, Mr. Cole.

23                                    (Applause).

1 MR. COLE: You need a picture?

2 CHAIRMAN HALLMARK: If you want to  
3 say a couple of words.

4 MR. COLE: Yes, I would like to.  
5 Luke, first of all, you do add a great deal  
6 to the picture because otherwise --

7 (Laughter).

8 MR. COLE: Anybody want a picture?  
9 Listen, I really appreciate each of you,  
10 and I appreciate the opportunity to do  
11 this. You have, for 27 years, taken care  
12 of me as an employee in the State of  
13 Alabama retirement, and I appreciate the  
14 opportunity I've had to be here. I wish it  
15 was going to last longer, but that's my  
16 fault.

17 So, thank you very much, Luke.  
18 Thank you. I appreciate it.

19 CHAIRMAN HALLMARK: Thank you.

20 The next one is for Russell.  
21 And I am not going to read the whole  
22 thing again. But also it talks about  
23 Russell being an advocate for 32 years

1 and serving on support personnel for this  
2 position.

3 So, Russell, we have yours here,  
4 as well. Russell, would you like to say  
5 a few words?

6 MR. TWILLEY: Thank you very much.  
7 And it's been an honor. And I have learned  
8 so much being around everything. So, thank  
9 you.

10 (Applause).

11 CHAIRMAN HALLMARK: And then my  
12 neighbor, Charlene, she has -- let's see.  
13 Charlene has been a dedicated education  
14 advocate for 32 years and served as a  
15 classroom teacher.

16 Charlene, we have your  
17 Resolution here. And some of you may not  
18 know, but just a couple of weeks ago,  
19 Charlene had left her house and gone into  
20 her garage and slipped and fell and broke  
21 her arm and had surgery. And so, that's  
22 the reason why she is not here today.  
23 But she seems to be doing well. I

1 checked on her right before she went into  
2 surgery, and it seemed like everything  
3 went well.

4 Charlene, would you like to say  
5 a few words?

6 MS. McCOY: Yes, if you don't  
7 mind. Can you hear me?

8 CHAIRMAN HALLMARK: Yes.

9 MS. McCOY: It has been an honor  
10 to be introduced to all the people that  
11 worked for the RSA and all the members on  
12 the Board. I am an advocate for all of our  
13 members and as you are too. And I just  
14 thank God for the privilege to being on  
15 this Board. Thanks, everyone.

16 (Applause).

17 CHAIRMAN HALLMARK: Thank you,  
18 Charlene. And is Kelly -- is Kelly on  
19 today? He is not. As y'all know, Kelly  
20 has, you know, decided to retire. And he  
21 does have some health issues coming up.  
22 But we all just need to reach out to him if  
23 you have time and just thank him for his

1 years of service because he has been an  
2 excellent Board member. And he doesn't say  
3 a lot. But when he talks, you know, we've  
4 all listened because he always brings  
5 something that's been valuable to our  
6 meetings.

7 So, we do want to thank Kelly.  
8 I am going to leave this with Debby. Is  
9 she still here, Debby Dahl? I'm going to  
10 leave this with.

11 DR. BRONNER: We will take care of  
12 it.

13 CHAIRMAN HALLMARK: Dr. Bronner or  
14 Mr. Yancey?

15 DR. BRONNER: It's very unusual  
16 that we lose four board members at one  
17 time. But, I mean, they are all  
18 outstanding people. We enjoy their company  
19 and their leadership. And I thank them  
20 all.

21 CHAIRMAN HALLMARK: Okay. Before  
22 we go into the financial update with  
23 Ms. Scott and Mr. Wales, Mr. Yancey, I am

1 going to let you say a few things.

2 MR. YANCEY: Thank you, sir. You  
3 know, as the Board recalls, you know, at  
4 the last meeting, we requested approval to  
5 issue a new RFP for a pharmacy manager  
6 because we thought that there would be  
7 significant savings available to us, you  
8 know, under a new contract. You recall  
9 Diane was projecting a significant deficit,  
10 not for this year, but for the next year  
11 for the 2023 year. And, you know, our  
12 members would be facing a significant  
13 increase in premiums or we would have to  
14 get a lot extra money from the Legislature,  
15 which would be fairly difficult.

16 So, if we could come up with  
17 some way to save money, then that would  
18 prevent that from happening.

19 So, since the last meeting, when  
20 the Board approved that request, we  
21 issued an RFP. We have gotten responses  
22 in, done a stringent review of, you know,  
23 those responses. And Diane and Dave will



1 bring your recommendation as far as what  
2 we would like to see the Board approve  
3 going, you know, forward.

4 This has been a short period to  
5 go through an RFP of that magnitude. So,  
6 there are a lot of people that worked  
7 very hard. You know, Diane and Frank  
8 Romer and their staff in accounting, Dave  
9 and Erica and the PEEHIP staff and Amy  
10 Conley. Y'all may not -- you know, a lot  
11 of y'all may not know Amy, but she is the  
12 legal staff, and she is the contract, you  
13 know, reviewer, you know. So, she was  
14 involved in a lot of this.

15 And a special thanks to Segal,  
16 our consultant, because they put in a lot  
17 of hard work to score, you know, the  
18 different proposals. I think we had five  
19 proposals.

20 So, a lot of work, but it was  
21 well worth it. I think you will see  
22 that. And I appreciate the Board  
23 allowing us to take that action to try to

1 save the members some money.

2 So, in that, I will turn it over  
3 to Diane and Dave, and they will give you  
4 the specifics.

5 CHAIRMAN HALLMARK: Okay. Before  
6 we -- Diane, you can come on forward. Come  
7 on. I do need to have a motion to approve  
8 our resolution for our members that are  
9 rolling off the Board. Can I have a motion  
10 to approve?

11 MR. WHALEY: So, move.

12 CHAIRMAN HALLMARK: Mr. Whaley?

13 MS. SHOMAKER: Second.

14 CHAIRMAN HALLMARK: Second from  
15 Ms. Shomaker.

16 Any comments or questions at  
17 this time?

18 (No response).

19 CHAIRMAN HALLMARK: All in favor  
20 say "aye."

21 (Board members saying "aye").

22 CHAIRMAN HALLMARK: All opposed,  
23 like sign?

1 (No response) .

2 CHAIRMAN HALLMARK: Ayes carry.

3 Diane, I'm going to turn it over  
4 to you.

5 **FINANCIAL UPDATE AND PRESCRIPTION BENEFIT MANAGER**

6 **VENDOR RECOMMENDATION**

7 MS. DIANE SCOTT: Dave and I are  
8 going to kind of tag team. So, Dave, do  
9 you want to come on? All right.

10 And good morning, Mr. Chairman  
11 and members of the Board. This is one of  
12 my more exciting presentations to be able  
13 to give.

14 So, if you will turn to your  
15 handout to page two, you will see my  
16 funding projection for 2021-2024. As  
17 Mr. Yancey just said, the reason we  
18 undertook this was because we had a  
19 significant shortfall in fiscal 2023, and  
20 I need to go to the Legislature and let  
21 them know what I am requesting for the  
22 per member per month.

23 What I didn't show you at the

1 last Board meeting was the significant  
2 shortfall that we had in 2024, which was  
3 \$348 million -- okay? -- knowing that we  
4 had a bigger hole and didn't want to  
5 worry you because we felt very  
6 confidently that an RFP with the drug PBM  
7 would help us out, not only in one year,  
8 but more than one year.

9 So, what we have done here is I  
10 added 2024 to this projection. So, now  
11 we are going all the way through 2024.

12 Page three is simply the same  
13 projection that I had in your last Board  
14 meeting so you could look for a  
15 comparison to see what might have  
16 changed.

17 So, basically, the RFPs bore  
18 much fruit over three years in  
19 improvement of \$302 million. Okay? The  
20 first two years, about \$178 million.  
21 There have been some additional  
22 modifications. There are some other  
23 costs here. But you can see that this

1 RFP for 2023, we are going to have an  
2 excess in our working capital of \$24.5  
3 million.

4 So, yay, I can go to the  
5 Legislature and say: Let's fund at \$800  
6 per active per member, per active per  
7 month.

8 What that also does is, in the  
9 previous projection, I had \$46 million  
10 coming out of the Retiree Trust for 2023.  
11 I was able to eliminate that. Okay? So,  
12 that shows you what this has done for  
13 2023.

14 Now let's look at 2024. As I  
15 told you, my projections showed a  
16 shortage of \$348 million in 2024. When I  
17 lay this RFP results in there, our  
18 shortfall now is \$79.3 million. That  
19 does include in fiscal 2024 \$46 million  
20 coming in from the Retiree Trust.

21 Well, another significant  
22 component of these projections is the  
23 medical variable co-pay program to the

1           tune of projecting \$9 million a year  
2           starting in 2022. So, that's a total of  
3           \$27 million. That's watered down just a  
4           little bit. It could be more than that.  
5           But I want you to know that that's also  
6           in here that's a new program.

7                        So, what about 2024? The thing  
8           I can say is, next up, the rest of the  
9           RFPs, and I am hoping that particularly  
10          in the Medicare Advantage Prescription  
11          Drug Program RFP that we will be able to  
12          gain that ground back for 2024 and not  
13          have to ask for an increase.

14                       So, based upon this RFP  
15          marketing, I think we've been extremely  
16          successful. Do y'all have any questions  
17          about that before Dave -- yes, ma'am.

18                       CHAIRMAN HALLMARK: Ms. Mobley has  
19          a question.

20                       MS. MOBLEY: Explain the medical  
21          variable co-pay.

22                       MS. DIANE SCOTT: Okay. We are  
23          already doing that over on the pharmacy

1 side, variable co-pay on some specialty  
2 drugs, where the manufacturers will provide  
3 a coupon of, let's say, \$20,000 a year.  
4 Our co-pay currently is, I think, 10% of  
5 our cost with a maximum of \$150 and maybe a  
6 minimum of either \$50 or a \$100.

7 But we can take advantage of  
8 that \$20,000 by varying that co-pay. The  
9 member doesn't have to pay \$150 because  
10 these manufacturers' coupons say that the  
11 member's co-pay should only be \$5 or \$10.

12 So, the plan wins, the member  
13 wins, and we are benefiting about \$15  
14 million to \$16 million a year on the drug  
15 side already.

16 MS. MOBLEY: Mr. Chairman?

17 CHAIRMAN HALLMARK: Ms. Mobley.

18 MS. MOBLEY: Now, this is not the  
19 same as the coupons like the members get,  
20 right? I mean, I have some members that  
21 tell me that they were able to use coupons  
22 in PEEHIP. But once they went to Medicare,  
23 Medicare no longer accepted those coupons.

1 MS. DIANE SCOTT: That is correct.  
2 Medicare --

3 MS. MOBLEY: So, this is not the  
4 same?

5 MS. DIANE SCOTT: It's --  
6 Medicare -- This program is only on the  
7 non-Medicare side.

8 MS. MOBLEY: Okay.

9 MS. DIANE SCOTT: Only on the  
10 non-Medicare side.

11 MS. MOBLEY: Okay.

12 MS. DIANE SCOTT: Medicare's rules  
13 have not changed.

14 MS. MOBLEY: Okay. Thank you.

15 MS. DIANE SCOTT: Yes, ma'am.

16 CHAIRMAN HALLMARK: Any other  
17 questions?

18 (No response).

19 CHAIRMAN HALLMARK: Thank you,  
20 Diane. Dave?

21 MR. WALES: Okay. So, good  
22 morning, Mr. Chairman, members of the  
23 Board.



1                   You have heard some really big  
2                   improvements financially from Diane's  
3                   presentation. I echo her comments that  
4                   this is a huge success in terms of pure  
5                   cost savings. Over \$300 million over  
6                   three years is a rare opportunity, is a  
7                   rare gain from a financial perspective.

8                   So, I am going to tie that  
9                   together to a recommended vendor; but  
10                  before doing that, I want to say  
11                  something else about that savings is that  
12                  it is not due to an offset of cutting  
13                  benefits. If you remember at our  
14                  previous Board meeting that Mr. Yancey  
15                  alluded to where we asked you for the  
16                  approval to go down this road, and, you  
17                  know, you approved that and allowed this  
18                  to come to fruition.

19                  We said at that time that we are  
20                  not seeking to cut benefits. We are  
21                  seeking to maintain benefits and achieve  
22                  better pricing. And I think you are  
23                  going to see through some of these slides

1           that that's what we have done.

2                       So, just a recap of the process  
3           that got us here, we worked with Segal,  
4           our consultants, who I also agreed did a  
5           fantastic job in this procurement for us.  
6           And we are very thankful to them for  
7           that.

8                       They issued an RFP, Request For  
9           Proposal, for our new PBM contract. We  
10          received six bids for PBM services. The  
11          bidders were instructed to propose the  
12          formulary that they found to be the best  
13          fit with the least member disruption for  
14          PEEHIP, which, again, fit with our  
15          overall goal of not disrupting members,  
16          not cutting member benefit. They were to  
17          give us the best net cost along with the  
18          detailed report of member disruption  
19          compared to our current formulary.

20                      So, after careful valuation with  
21          Segal of those bids, including the member  
22          disruption, the technical ability, the  
23          overall net costs, we arrived at two

1 finalists, Express Scripts and CVS  
2 Health. We held finalist meetings with  
3 each bidder and received best and final  
4 offers from them. And after extensive  
5 evaluation of those offers, Express  
6 Scripts was the overall highest scoring  
7 bidder and PEEHIP's staff recommended PBM  
8 vendor.

9 So, let's talk a little bit more  
10 about Express Scripts and what their  
11 strengths are. They, along with CVS  
12 Health, proposed huge net savings to us  
13 as compared to previous projections as  
14 Diane just said.

15 The ESI, though, Express  
16 Scripts, scored higher in the technical  
17 component of the RFP, and that's the part  
18 that actually touches the members.

19 That's the part that's the management of  
20 the formulary, the blocking and tackling  
21 and providing a drug benefit. So, that  
22 was very important to us.

23 They also demonstrated a

1 seamless commitment to PEEHIP and how we  
2 currently manage the formulary, and that  
3 was evidenced by how their proposal had  
4 the least member disruption of all six  
5 proposals that we received. And I want  
6 to make sure that we understand to tie  
7 those two parts together, that a massive  
8 cost savings of over \$300 million was  
9 borne out of the least member disruption  
10 of all the proposals that we received.

11 They also agreed to further  
12 insulate our membership against abundant  
13 or unnecessary or unacceptable member  
14 disruption in future years as part of  
15 their contract. And they further agreed  
16 to work to strive to create an easy  
17 handoff from our current PBM to the new  
18 contract by supporting member education,  
19 on-site events, boots on the ground,  
20 whatever they need to do to handhold our  
21 members from the benefit card -- the  
22 benefit card they will have in the  
23 future.

1                   So, to wrap it all up, our staff  
2                   recommendation is to approve Express  
3                   Scripts as the winning bidder of this  
4                   Request For Proposal to be PEEHIP's new  
5                   prescription benefit manager for a  
6                   three-year term effective October 1,  
7                   2021.

8                   CHAIRMAN HALLMARK: Okay. Y'all  
9                   have heard Dave's report, along with  
10                  Diane's. Any comments or questions at this  
11                  time? Dr. Brown?

12                  DR. SUSAN BROWN: Thank you,  
13                  Mr. Chairman.

14                  So, this will apply to all  
15                  current active employees and any retiree  
16                  that is not Medicare eligible, and it  
17                  will start October 1st. And when you  
18                  said that there will be very little  
19                  disruption, is it like for specific drugs  
20                  that it was more disruption with and you  
21                  are going to work with these people now  
22                  between now and October? So, they have  
23                  got a time to talk with their doctor and

1 figure out what's best for them?

2 MR. WALES: Oh, absolutely. So,  
3 it's a fantastic question. You know, let  
4 me give you some kind of some scale and  
5 just, you know, firm that up so you  
6 understood, you know, completely what we  
7 are walking into.

8 So, the PEEHIP staff currently,  
9 by Board resolution authority, manages  
10 the formulary very closely on a daily  
11 basis. And to put some numbers around  
12 that, thus far in this plan year, we have  
13 had changes to the formulary that have  
14 affected around 5,000 people. We always  
15 give at least a 60-day notice.  
16 Notification goes to the provider.  
17 Notification goes to the member, and it's  
18 done when there is an alternative, right?  
19 We just don't pull the rug out from folks  
20 and say, you know, best of luck.

21 The same thing applies here  
22 where there will be at least a 60-day  
23 notice. And to kind of give you some

1 scale, if you remember, we have had about  
2 5,000 changes in our current contract  
3 this year. It's around a thousand  
4 changes to switch to this new formulary  
5 that would start in October.

6 So, when you consider making  
7 that change and the savings achieved,  
8 it's truly remarkable how it did not have  
9 to impact more members.

10 Another thing about your  
11 question, which drugs does it impact? We  
12 specified that there are certain drugs  
13 that we don't want touched at all:  
14 Cancer drugs, things called narrow  
15 therapeutic indexes such as, like,  
16 thyroid medications, and so on, that are  
17 just very sensitive to people that  
18 sometimes don't have a really good  
19 alternative. So, we kept those out from  
20 the analysis -- or from the proposal.

21 DR. SUSAN BROWN: That's very good  
22 information. Thank you.

23 MR. WALES: Yes, ma'am.

1 CHAIRMAN HALLMARK: Any other  
2 comments or questions at this time?

3 DR. MACKEY: Yes.

4 CHAIRMAN HALLMARK: Yes, sir. Dr.  
5 Mackey.

6 DR. MACKEY: So, will the  
7 employees, members, retirees too, but all  
8 the members, would they get a new card  
9 between now and October 1st or will their  
10 old insurance card still work?

11 MR. WALES: So, good question. As  
12 part of the implementation, Express Scripts  
13 will deliver to them at least one new card  
14 for the new benefit.

15 DR. MACKEY: Okay.

16 CHAIRMAN HALLMARK: Any other  
17 comments or questions at this time?

18 (No response).

19 CHAIRMAN HALLMARK: Okay. At this  
20 time, we will need a motion to approve the  
21 staff recommendation, which is to approve  
22 Express Scripts as the winning bidder of  
23 this request for proposal. It would be



1 PEEHIP's new prescription benefit manager  
2 for a three-year term effective 10/1/2021.

3 MR. WHALEY: Motion.

4 CHAIRMAN HALLMARK: I've got a  
5 motion from Mr. Whaley. I need a second.  
6 Ms. Mobley. Any other comments or  
7 questions at this time?

8 MS. MOBLEY: I do.

9 CHAIRMAN HALLMARK: Yeah, we will  
10 have a -- was that a second, or did you  
11 have a question before?

12 MS. MOBLEY: Both.

13 CHAIRMAN HALLMARK: All right.  
14 Let's go ahead. We will accept her second.  
15 And now for a question --

16 MS. MOBLEY: No. I just want to  
17 have a --

18 CHAIRMAN HALLMARK: -- or comment.

19 MS. MOBLEY: -- roll call vote.

20 CHAIRMAN HALLMARK: A roll call  
21 vote. Okay. We haven't had one of those  
22 in a while. Let's see if we can have one.  
23 Yeah, Dr. Brown?

1 DR. SUSAN BROWN: Mr. Chairman,  
2 can I ask one more question before we vote?

3 CHAIRMAN HALLMARK: Certainly.  
4 Yeah.

5 DR. SUSAN BROWN: Thank you. So,  
6 it just popped in my mind.

7 So, the co-pays will not go up  
8 for any drugs. It would only go down  
9 because of the coupons?

10 MR. WALES: To answer that  
11 question comprehensively, there are two  
12 pieces -- two ways to approach it: The  
13 co-pays, as set by PEEHIP in terms of  
14 what's our generic co-pay, what's our  
15 non-preferred drug co-pay, what's our  
16 preferred drug co-pay, what's our specialty  
17 co-pay, are not changing whatsoever as a  
18 result of this. However, currently today,  
19 drugs shift in and out of if they are  
20 preferred, if they are non-preferred, if  
21 they are generic.

22 So, a different co-pay can apply  
23 to them today under your current

1 contract. The same thing in moving to  
2 this contract. Some drugs will enter  
3 into a lower tier and become cheaper for  
4 members for a co-pay. Some will move  
5 higher. But, again, that's counted in  
6 that disruption figure that I gave you  
7 earlier.

8 DR. SUSAN BROWN: Okay. Thank  
9 you.

10 CHAIRMAN HALLMARK: All right.  
11 We've had a motion. We've had a second.  
12 We have had some discussion, and we've had  
13 request for a roll call.

14 Debby, would you mind giving a  
15 roll call, please.

16 MS. DAHL: Luke Hallmark?

17 CHAIRMAN HALLMARK: Yes.

18 MS. DAHL: Ricky Whaley?

19 MR. WHALEY: Yes.

20 MS. DAHL: John McMillan?

21 MR. MCMILLAN: Yes.

22 MS. DAHL: Eric Mackey?

23 DR. MACKEY: Yes.

1 MS. DAHL: Joseph Van Matre?

2 MR. VAN MATRE: Yes.

3 MS. DAHL: Kelli Shomaker?

4 MS. SHOMAKER: Yes.

5 MS. DAHL: Susan Brown?

6 DR. SUSAN BROWN: Yes.

7 MS. DAHL: Charlene McCoy?

8 MS. McCOY: Yes.

9 MS. DAHL: Susan Lockridge?

10 MRS. LOCKRIDGE: Yes.

11 MS. DAHL: Russell Twilley?

12 MR. TWILLEY: Yes.

13 MS. DAHL: Peggy Mobley?

14 MS. MOBLEY: Yes.

15 MS. DAHL: Anita Gibson?

16 MS. GIBSON: Yes.

17 MS. DAHL: Jeff Cole?

18 MR. COLE: Yes.

19 CHAIRMAN HALLMARK: Okay. We have  
20 had a unanimous vote of yes. So, this  
21 motion is approved.

22 Next, Mr. Yancey has a few  
23 closing comments to make.

**CLOSING COMMENTS**

1  
2 MR. YANCEY: Very few. Thank you.  
3 And I appreciate what the Board has done.  
4 This will be a wonderful benefit for our  
5 members.

6 We will continue to work to hold  
7 the costs down. And I know currently  
8 Diane is projecting a deficit for 2024.  
9 But we have got a couple of years to work  
10 on that and see if we can improve on  
11 that. I am very confident that we will.  
12 Diane and Dave and their folks worked  
13 very hard continually to do this. And we  
14 will have new RFPs, I think, for the  
15 Medicare Plus Plan and hopefully we can  
16 save some more money when we do that RFP.

17 So, I am very, you know,  
18 optimistic that we can continue to not be  
19 put in a position where we have to  
20 increase premiums to the members for the  
21 next several years.

22 So, other than that, I thank the  
23 Board for their support, and I thank

1           these folks on the staff for all the work  
2           they have done. So, thank you very much.

3                   CHAIRMAN HALLMARK: And I think I  
4           speak for all the Board members that we do  
5           thank the staff for, you know, always  
6           constantly -- not only coming up with ideas  
7           for medication, but also for our wellness,  
8           you know, for ideas that, you know, if we  
9           are in shape, we don't need, you know,  
10          drugs or prescription items, you know. But  
11          just things like that that can remind us  
12          that, you know, maybe we can do this or do  
13          this to make our health better so that we,  
14          you know, get in a position that we don't  
15          need blood pressure medicine or all these  
16          other types of medicine. We do appreciate  
17          all that work.

18                   Once again, I also want to thank  
19          our four Board members that are rolling  
20          off of their service. I looked up. I  
21          think, Russell, you had served 14 years  
22          on the Board, and that speaks a lot of  
23          your time and what people thought of you

1 as your service for the Board.

2 Any other final comments at this  
3 time?

4 (No response).

5 **ADJOURN**

6 CHAIRMAN HALLMARK: All right. I  
7 will need a motion to adjourn. Mr. Cole.  
8 Second? Mrs. Lockridge.

9 Any comments or questions at  
10 this time?

11 (No response).

12 CHAIRMAN HALLMARK: All in favor  
13 say "aye."

14 (Board members saying "aye").

15 CHAIRMAN HALLMARK: All opposed,  
16 like sign?

17 (No response).

18 CHAIRMAN HALLMARK: Ayes carry.

19  
20 (Conclusion of PEEHIP Board  
21 of Control meeting at 9:28  
22 a.m.)  
23

## 1 REPORTER'S CERTIFICATE

2  
3 STATE OF ALABAMA

4 COUNTY OF ELMORE

5  
6 I, Jeana S. Boggs, Certified Professional  
7 Reporter and Notary Public in and for the State of  
8 Alabama at Large, do hereby certify on Friday, June  
9 25th, 2021, that I reported the meeting of the  
10 PUBLIC EDUCATION EMPLOYEES' HEALTH INSURANCE PLAN  
11 BOARD OF CONTROL; that the foregoing colloquies,  
12 statements, questions and answers thereto were  
13 reduced to 39 typewritten pages under my direction  
14 and supervision; that the above is a true and  
15 accurate transcription of said meeting set out  
16 herein.

17 I further certify that I am neither of  
18 relative, employee, attorney or counsel of any of  
19 the parties, nor am I a relative or employee of  
20 such attorney or counsel, nor am I financially  
21 interested in the results thereof. All rates  
22 charged are usual and customary.



1 I further certify that I am duly licensed  
2 by the Alabama Board of Court Reporting as a  
3 Certified Court Reporter as evidenced by the ACCR  
4 number following my name found below.

5 This 25th day of June, in the year of our  
6 Lord, 2021.

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Jeana S. Boggs, CCR  
ABCR NO. 7, 9/30/2021  
Certified Court Reporter and  
Notary Public  
Commission expires: 8/9/2022

	<b>MRS.</b>	<b>\$</b>
<b>CHAIRMAN</b>	<b>LOCKRIDGE: [2]</b>	<b>\$10 [1] 23/11</b>
<b>HALLMARK: [45]</b>	<b>6/9 36/10</b>	<b>\$100 [1] 23/6</b>
<b>DR. BRONNER:</b>	<b>MS. DAHL: [30]</b>	<b>\$15 [1] 23/13</b>
<b>[2] 15/11 15/15</b>	<b>5/7 5/9 5/11 5/13</b>	<b>\$150 [2] 23/5 23/9</b>
<b>DR. MACKEY:</b>	<b>5/15 5/17 5/19 5/21</b>	<b>\$16 [1] 23/14</b>
<b>[5] 5/16 32/3 32/6</b>	<b>5/23 6/2 6/7 6/10</b>	<b>\$16 million [1]</b>
<b>32/15 35/23</b>	<b>6/12 6/14 6/16 6/18</b>	<b>23/14</b>
<b>DR. SUSAN</b>	<b>6/23 35/16 35/18</b>	<b>\$178 [1] 20/20</b>
<b>BROWN: [7] 6/1</b>	<b>35/20 35/22 36/1</b>	<b>\$178 million [1]</b>
<b>29/12 31/21 34/1</b>	<b>36/3 36/5 36/7 36/9</b>	<b>20/20</b>
<b>34/5 35/8 36/6</b>	<b>36/11 36/13 36/15</b>	<b>\$20,000 [2] 23/3</b>
<b>MR. COLE: [5]</b>	<b>36/17</b>	<b>23/8</b>
<b>6/17 12/1 12/4 12/8</b>	<b>MS. DIANE</b>	<b>\$24.5 [1] 21/2</b>
<b>36/18</b>	<b>SCOTT: [7] 19/7</b>	<b>\$27 [1] 22/3</b>
<b>MR.</b>	<b>22/22 24/1 24/5</b>	<b>\$27 million [1] 22/3</b>
<b>MCMILLAN: [2]</b>	<b>24/9 24/12 24/15</b>	<b>\$300 [2] 25/5 28/8</b>
<b>5/14 35/21</b>	<b>MS. GAMBLE: [2]</b>	<b>\$302 [1] 20/19</b>
<b>MR. TWILLEY:</b>	<b>6/4 6/20</b>	<b>\$348 [2] 20/3 21/16</b>
<b>[3] 6/11 13/6 36/12</b>	<b>MS. GIBSON: [2]</b>	<b>\$348 million [2]</b>
<b>MR. VAN</b>	<b>6/15 36/16</b>	<b>20/3 21/16</b>
<b>MATRE: [2] 5/18</b>	<b>MS. McCOY: [4]</b>	<b>\$46 [2] 21/9 21/19</b>
<b>36/2</b>	<b>5/22 14/6 14/9 36/8</b>	<b>\$46 million [2] 21/9</b>
<b>MR. WALES: [5]</b>	<b>MS. MOBLEY:</b>	<b>21/19</b>
<b>24/21 30/2 31/23</b>	<b>[14] 6/13 7/11</b>	<b>\$5 [1] 23/11</b>
<b>32/11 34/10</b>	<b>22/20 23/16 23/18</b>	<b>\$50 [1] 23/6</b>
<b>MR. WHALEY:</b>	<b>24/3 24/8 24/11</b>	<b>\$79.3 [1] 21/18</b>
<b>[4] 5/10 18/11 33/3</b>	<b>24/14 33/8 33/12</b>	<b>\$800 [1] 21/5</b>
<b>35/19</b>	<b>33/16 33/19 36/14</b>	<b>\$9 [1] 22/1</b>
<b>MR. YANCEY: [2]</b>	<b>MS.</b>	
<b>16/2 37/2</b>	<b>SHOMAKER: [3]</b>	<b>1</b>
	<b>5/20 18/13 36/4</b>	<b>10 [1] 23/4</b>

<b>1</b>	<b>6</b>	achieve [1] 25/21
10/1/2021 [1] 33/2	60-day [2] 30/15	achieved [1] 31/7
14 [1] 38/21	30/22	action [1] 17/23
1st [2] 29/17 32/9	<b>8</b>	active [6] 10/7
<b>2</b>	8/9/2022 [1] 41/12	10/18 10/23 21/6
201 [2] 1/4 1/20	843 [1] 1/4	21/6 29/15
2021 [8] 1/22 11/3	877.517.0020 [1]	actually [1] 27/18
11/19 29/7 33/2	1/6	add [2] 8/17 12/5
40/9 41/6 41/10	<b>9</b>	added [1] 20/10
2021-2024 [1]	9/30/2021 [1] 41/10	additional [1]
19/16	9:00 [2] 1/22 5/5	20/21
2022 [2] 22/2 41/12	9:28 [1] 39/21	adjourn [3] 4/15
2023 [5] 16/11	<b>A</b>	39/5 39/7
19/19 21/1 21/10	a.m [2] 1/22 39/22	administering [1]
21/13	ABCR [1] 41/10	10/16
2024 [10] 19/16	ability [1] 26/22	Adopted [1] 11/18
20/2 20/10 20/11	able [4] 19/12 21/11	ADOPTION [2]
21/14 21/16 21/19	22/11 23/21	4/6 7/22
22/7 22/12 37/8	about [9] 12/22	advantage [2]
225,000 [1] 10/18	20/20 22/7 22/17	22/10 23/7
25th [5] 1/22 11/3	23/13 25/11 27/10	advocate [4] 10/5
11/19 40/9 41/5	31/1 31/10	12/23 13/14 14/12
27 [2] 10/5 12/11	above [1] 40/14	affected [1] 30/14
<b>3</b>	absolutely [1] 30/2	after [3] 8/21 26/20
32 [2] 12/23 13/14	abundant [1] 28/12	27/4
36104 [1] 1/5	accept [1] 33/14	again [4] 12/22
39 [1] 40/13	accepted [1] 23/23	26/14 35/5 38/18
<b>5</b>	accounting [1] 17/8	against [1] 28/12
5,000 [2] 30/14 31/2	ACCR [1] 41/3	agenda [6] 3/9 4/4
	accurate [1] 40/15	7/5 7/7 7/8 7/10
		ago [1] 13/18
		agreed [3] 26/4

<b>A</b>	<b>30/18 31/19</b>	<b>appointed [1] 8/23</b>
<b>agreed... [2] 28/11</b>	<b>always [4] 10/20</b>	<b>appreciate [7] 12/9</b>
<b>28/15</b>	<b>15/4 30/14 38/5</b>	<b>12/10 12/13 12/18</b>
<b>ahead [1] 33/14</b>	<b>am [18] 8/16 9/13</b>	<b>17/22 37/3 38/16</b>
<b>ALABAMA [12]</b>	<b>9/15 9/23 10/1</b>	<b>appreciation [2]</b>
<b>1/1 1/5 1/20 1/21</b>	<b>12/21 14/12 15/8</b>	<b>11/6 11/19</b>
<b>10/7 10/9 10/19</b>	<b>15/23 19/21 22/9</b>	<b>approach [1] 34/12</b>
<b>11/8 12/13 40/3</b>	<b>25/8 37/11 37/17</b>	<b>approval [5] 4/4</b>
<b>40/8 41/2</b>	<b>40/17 40/19 40/20</b>	<b>7/5 7/7 16/4 25/16</b>
<b>all [33] 6/7 7/16</b>	<b>41/1</b>	<b>approve [7] 7/10</b>
<b>7/19 9/3 9/11 12/5</b>	<b>AMY [6] 2/11 6/2</b>	<b>17/2 18/7 18/10</b>
<b>14/10 14/11 14/12</b>	<b>6/8 6/18 17/9 17/11</b>	<b>29/2 32/20 32/21</b>
<b>14/22 15/4 15/17</b>	<b>analysis [1] 31/20</b>	<b>approved [3] 16/20</b>
<b>15/20 18/19 18/22</b>	<b>ANITA [3] 2/15</b>	<b>25/17 36/21</b>
<b>19/9 20/11 28/4</b>	<b>6/14 36/15</b>	<b>approximately [1]</b>
<b>28/10 29/1 29/14</b>	<b>another [2] 21/21</b>	<b>1/22</b>
<b>31/13 32/7 33/13</b>	<b>31/10</b>	<b>are [31] 8/8 8/12</b>
<b>35/10 38/1 38/4</b>	<b>answer [1] 34/10</b>	<b>9/4 9/14 14/13</b>
<b>38/15 38/17 39/6</b>	<b>answers [1] 40/12</b>	<b>15/17 17/6 18/8</b>
<b>39/12 39/15 40/21</b>	<b>any [13] 7/14 18/16</b>	<b>19/7 20/11 20/22</b>
<b>allowed [1] 25/17</b>	<b>22/16 24/16 29/10</b>	<b>21/1 22/22 23/13</b>
<b>allowing [1] 17/23</b>	<b>29/15 32/1 32/16</b>	<b>25/19 25/20 25/22</b>
<b>alluded [1] 25/15</b>	<b>33/6 34/8 39/2 39/9</b>	<b>26/6 27/11 29/21</b>
<b>along [3] 26/17</b>	<b>40/18</b>	<b>30/7 31/12 31/16</b>
<b>27/11 29/9</b>	<b>Anybody [1] 12/8</b>	<b>34/11 34/17 34/19</b>
<b>already [2] 22/23</b>	<b>APPEARANCES</b>	<b>34/20 34/21 38/9</b>
<b>23/15</b>	<b>[1] 2/1</b>	<b>38/19 40/22</b>
<b>also [10] 2/17 11/17</b>	<b>Applause [4] 9/18</b>	<b>arm [1] 13/21</b>
<b>12/22 21/8 22/5</b>	<b>11/23 13/10 14/16</b>	<b>around [4] 13/8</b>
<b>26/4 27/23 28/11</b>	<b>applies [1] 30/21</b>	<b>30/11 30/14 31/3</b>
<b>38/7 38/18</b>	<b>apply [2] 29/14</b>	<b>arrived [1] 26/23</b>
<b>alternative [2]</b>	<b>34/22</b>	<b>as [26] 10/6 10/8</b>

**A**  
as... [24] 10/20  
12/12 13/4 13/14  
14/13 14/19 16/3  
17/1 17/1 19/16  
21/14 23/19 27/13  
27/13 28/14 29/3  
31/15 32/11 32/22  
34/13 34/17 39/1  
41/2 41/3  
ask [3] 9/13 22/13  
34/2  
asked [1] 25/15  
ASSISTANT [1]  
3/7  
Association [1]  
10/8  
attorney [2] 40/18  
40/20  
authority [1] 30/9  
available [1] 16/7  
aye [6] 7/17 7/18  
18/20 18/21 39/13  
39/14  
Ayes [2] 19/2 39/18

**B**  
back [3] 6/8 8/8  
22/12  
based [1] 22/14  
basically [1] 20/17  
basis [1] 30/11

be [23] 9/11 11/2  
11/10 11/14 11/16  
11/17 12/14 13/23  
14/10 16/6 16/12  
16/15 19/12 22/4  
22/11 23/11 26/12  
29/4 29/18 30/22  
32/23 37/4 37/18  
because [12] 9/5  
9/16 10/1 12/6 15/1  
15/4 16/6 17/16  
19/18 20/5 23/9  
34/9  
become [1] 35/3  
been [11] 8/23 9/5  
10/4 13/7 13/13  
14/9 15/1 15/5 17/4  
20/21 22/15  
before [7] 14/1  
15/21 18/5 22/17  
25/10 33/11 34/2  
being [3] 12/23  
13/8 14/14  
below [1] 41/4  
benefit [10] 4/9  
19/5 26/16 27/21  
28/21 28/22 29/5  
32/14 33/1 37/4  
benefiting [1] 23/13  
benefits [5] 10/17  
10/23 25/13 25/20  
25/21

best [5] 26/12 26/17  
27/3 30/1 30/20  
better [2] 25/22  
38/13  
between [2] 29/22  
32/9  
bidder [4] 27/3  
27/7 29/3 32/22  
bidders [1] 26/11  
bids [2] 26/10 26/21  
big [1] 25/1  
bigger [1] 20/4  
bit [2] 22/4 27/9  
blocking [1] 27/20  
blood [1] 38/15  
board [38] 1/3 1/17  
2/2 5/3 7/18 8/12  
8/20 9/3 10/8 11/4  
11/4 11/20 14/12  
14/15 15/2 15/16  
16/3 16/20 17/2  
17/22 18/9 18/21  
19/11 20/1 20/13  
24/23 25/14 30/9  
37/3 37/23 38/4  
38/19 38/22 39/1  
39/14 39/20 40/11  
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