



NATALIE A. HUBLEY
PRESIDENT

COMMONWEALTH AUTOMOBILE REINSURERS

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**TRANSCRIPT OF
GOVERNING COMMITTEE MEETING**

A meeting of the Governing Committee was held virtually via Zoom video conferencing software, on

WEDNESDAY, NOVEMBER 17, 2021, AT 11:00 A.M.

Committee Members present –

Ms. Elizabeth B. Brodeur – Chair
Safety Insurance Company

| | |
|--|--------------------------------------|
| Ms. Pamela L. Bodenstab-Krynicky | P L Krynicky Insurance Agency |
| Mr. Thomas C. DePaulo | Cabot Risk Strategies, LLC |
| Ms. Roberta Fitzpatrick ⁽¹⁾ | Arbella Insurance Group |
| Mr. Thomas A. Harris | Quincy Mutual Group |
| Mr. Christopher Jarrard | GEICO |
| Mr. M. John Olivieri, Jr. | J.K. Olivieri Insurance Agency, Inc. |
| Mr. Daniel P. Olohan | MAPFRE U.S.A. Corporation |
| Ms. Kellie A. Thibodeau | The Hanover Insurance Company |
| Ms. Meredith M. Woodcock | Liberty Mutual Insurance Companies |

Substituted for:

⁽¹⁾Ms. Gail Eagan

Not in Attendance:

Ms. Ida Denard Jones, Denard Insurance Agency, Inc.

PROCEEDINGS

(Meeting began at 11:00 a.m.)

Ms. Brodeur: I'd like to call to order the meeting of the CAR Governing Committee for November 17, 2021, at 11:00. This is a remote meeting. It is being recorded, as you just heard. Our remote meeting protocols: If you are not a committee member, we would ask that you keep your camera off unless you are going to be speaking, at which time you should turn your camera on and then you will be asked to speak. If you'd like to speak at any point during the meeting today, please raise your hand. Tim, please let me know if you see hands raised that I don't see because that is definitely not my forte on the hand-raising. If you are not speaking, we would ask everyone to remain on mute to cut down on background noise. All of our votes today will be done by roll call vote and the results will be read back by CAR staff.

Additionally, I want to note two items about attendees. One is, today, Roberta Fitzpatrick of Arbella is substituting for Gail Eagan. Also, Ida Denard Jones is not able to join us for today's meeting.

GC

21.01 Transcript of Previous Meeting

Ms. Brodeur: Our first item is the transcript of our previous meeting, which was held on September 8, 2021. May I have a motion to approve those minutes?

Mr. Harris: So moved.

Ms. Brodeur: Thank you. Second?

Mr. Jarrard: Second.

Ms. Brodeur: Any discussion on that motion? Seeing none, Tim, would you please call the roll?

Mr. Costain: Yes. Pam Krynicki?

Ms. Bodenstab-Krynicki: Aye.

Mr. Costain: Thom DePaulo?

Mr. DePaulo: Aye.

Mr. Costain: Roberta Fitzpatrick?

Ms. Fitzpatrick: Aye.

Mr. Costain: Tom Harris?

Mr. Harris: Aye.

Mr. Costain: Chris Jarrard?

Mr. Jarrard: Aye.

Mr. Costain: John Olivieri?

Mr. Olivieri: Aye.

Mr. Costain: Dan Olohan?

Mr. Olohan: Aye.

Mr. Costain: Kellie Thibodeau?

Ms. Thibodeau: Aye.

Mr. Costain: Meredith Woodcock?

Ms. Woodcock: Aye.

Mr. Costain: It's unanimous.

Ms. Brodeur: Thank you, Tim.

**GC
21.04 President's Report**

Ms. Brodeur: The next item today is the report of our President, Natalie Hubley. Natalie, do you want to take it away?

Ms. Hubley: Yes, thank you. I do have a handful of items to bring to your attention today, the first of which is an action item for the Governing Committee to consider. As you have heard in a number of previous reports, Incline Casualty Company has had its company's rates placed on file by the Division of Insurance effective May 2021. The company began writing in June or July of this year. Their volumes remain well below a level that would have been taking on assignments in the quota share model. As you know, the company initially planned to enter into a LAD Agreement, but subsequently the company decided that it would handle its MAIP obligations directly. CAR staff has now confirmed that the company has addressed its requirements to become an Assigned Risk Carrier, including website content that addresses contact information, down payment calculations, voluntary rate quotes, and other requirements pursuant to the MAIP Rules. So, at this time, I would like to request a motion from the Governing Committee to appoint Incline Casualty Company as an Assigned Risk Carrier.

Ms. Brodeur: Thank you, Natalie. Would someone like to make that motion, please?

Mr. Harris: So moved.

Ms. Brodeur: Do I have a second?

Ms. Woodcock: Second.

Ms. Brodeur: Any discussion on the motion? Seeing none, Tim, can you call the roll, please?

Mr. Costain: Yes. Pam Krynicki?

Ms. Bodestab-Krynicki: Aye.

Mr. Costain: Thom DePaulo?

Mr. DePaulo: Aye.

Mr. Costain: Roberta Fitzpatrick?

Ms. Fitzpatrick: Aye.

Mr. Costain: Tom Harris?

Mr. Harris: Aye.

Mr. Costain: Chris Jarrard?

Mr. Jarrard: Aye.

Mr. Costain: John Olivieri?

Mr. Olivieri: Aye.

Mr. Costain: Dan Olohan?

Mr. Olohan: Aye.

Mr. Costain: Kellie Thibodeau?

Ms. Thibodeau: Aye.

Mr. Costain: Meredith Woodcock?

Ms. Woodcock: Aye.

Mr. Costain: It's unanimous.

Ms. Brodeur: Thank you, Tim. Natalie?

Ms. Hubley: Thank you. The next item I have to bring to your attention relates to Farmers Insurance Group's acquisition of Metropolitan. As I have

reported at one or two previous meetings, Farmers is the parent company of Foremost Insurance Company of Grand Rapids, Michigan, which is an active reporting company and is currently appointed as an Assigned Risk Carrier. The two company groups, Foremost and Metropolitan, are reflected in the quota share model separately today pursuant to the Rule 22 definition of Member that directs that groups of companies under either the same ownership or the same management, but not both, may elect to be treated either separately or as a single Member.

I have previously reported to this Committee that staff has concerns, though, with obvious reporting issues relating to the Farmers Company and these are reporting impacts that do have potential impact to the CAR quota share determination. Therefore, CAR staff has indicated that the reporting issues must be addressed before we would consider membership issues in order to ensure that other Members participating in the MAIP quota share are not negatively impacted. To date, the company has not successfully corrected those reporting issues. So, I just wanted to bring to your attention that you will hear in the report of the Compliance and Operations Committee that staff is intending to pursue penalties pursuant to the Statistical Plan to further encourage the company to take the corrective action that is required.

Moving on, relating to the private passenger rate filing, as you know, pursuant to the Division's guidance requiring a filing by the end of September, CAR did make a filing late in September. We have responded to some minor questions from the reviewer. When the rates are placed on file, I wanted to let you know that CAR will request an effective date of that rate change to be at least four months subsequent to when the rates are placed on file in order to give Assigned Risk Companies time to implement those rates in advance of the renewal cycle. CAR is also in the process of reviewing commercial rate indications and we expect to make a filing before the end of this year.

Finally, I want to bring to your attention an issue relating to CAR's cybersecurity and CAR's cybersecurity coverage. I do expect that most, if not you all of you, are aware of growing concerns relating to cybersecurity, in particular the dramatic increase in the number of ransomware attacks across all industries including ours. As a result, insurance carriers are reviewing their offerings in cybersecurity coverage, being much more conservative in their underwriting and increasing rates substantially. As a result, CAR's cybersecurity provider, Chubb, did non-renew CAR's policy effective October 1st of this year. The company did so after performing system penetration testing and issuing a report to CAR. That report identified four measures that required immediate IT action to secure that coverage and also recommended implementation of additional measures to improve CAR's cybersecurity.

Even with that commitment to address immediate action within 60 days, CAR's broker was unsuccessful in securing that cybersecurity coverage. In the interest of securing coverage expeditiously, and after some research, I did direct CAR staff and Tim Costain specifically to contact

Deland, Gibson to seek additional outlets for that coverage. Deland, Gibson was successful in securing coverage for CAR effective November 1 with a premium of \$4,750, this, as compared to our current policy premium of \$2,965. This binder does stipulate that CAR address the four measures requiring immediate action within 60 days. Therefore, Peter McCabe and his team have worked diligently with our partners at GreenPages to identify the scope of a project to implement these evolving best practices. The cybersecurity-related software additions that will be required will incur an annual expense of \$25,000 with an initial implementation cost of about \$14,000-\$20,000. Staff will move forward and implement these strengthened security best practices. However, note that this project was not contemplated when we put together our fiscal year 2022 budget. We will, however, absorb these costs within the approved fiscal 2022 budget by postponing to the Fall of '22 some planned SQL and web server software upgrades that were scheduled to begin in the Summer of '22. If, as the fiscal year progresses, we find ourselves under-budget in other areas, we will move forward with those software projects as scheduled.

If there are no questions by the Committee, that would conclude my report.

Ms. Brodeur: Thank you, Natalie. Does anyone have any questions for Natalie regarding her report?

Mr. Olohan: Liz, this is Dan. Obviously, cybersecurity is a critical issue at all companies. That goes without saying. The Chubb report, is that available to members of the Committee?

Ms. Hubley: I don't see why not. I'll take a look at that, refer to Ben, and then we'll provide it under separate cover after this meeting.

Mr. Olohan: Thank you.

Ms. Brodeur: Anyone else?

Mr. Harris: To state the obvious, Dan, that's a very fair and appropriate request. Our standard response to similar requests is a piece of our cybersecurity is that we don't discuss cybersecurity. I think that Natalie, we fully appreciate if that report needs to be structured in a way that you're comfortable sharing it because you want to be careful about not disclosing not too much about where your vulnerabilities are until we close them. I would suggest that it may be more valuable to do a summary now but then perhaps a full-blown analysis once they're closed. I'll let you navigate that but I'm just stating the obvious.

Mr. Olohan: Excellent point, thank you.

Mr. Hincks: Very good point, Tom. Nat and I will look at that. We'll take those comments into consideration. We'll develop an appropriate response and let folks know what we're doing.

Mr. Olohan: If I could just follow-up. What I'm getting at is more of the role of the Governing Committee in terms of this sort of operational issue. Every board I'm a member of or a secretary of, this is the issue. So, I want to make sure we have the right balance as to – the confidentiality concerns, of course, absolutely critical, but in terms of what our role is on the Governing Committee that is what I was getting at. These clarifications are excellent, thank you.

Ms. Brodeur: Thanks Dan and Ben. Does anyone else have any other questions related to this or any of the other items in the President's Report?

**GC
21.05 Counsel's Report**

Ms. Brodeur: The next item on our agenda is CAR's Counsel Report. Ben, will you be giving that today?

Mr. Hincks: I will. Thank you, Liz. Good morning, everyone. There are three items on today's Counsel Report and no action items.

The first item relates to the Calianos Insurance Agency appeal to the Division of Insurance. This matter has been fully briefed and argued. We await a decision from the hearing officer at the Division.

The second item relates to the two Point Insurance appeals. Point I appeal that is now pending in the Massachusetts Appeals Court, that proceeding through which Point pursued an administrative appeal in Suffolk Superior Court of the Division's ruling in March 2019 upholding a determination at CAR by its Market Review Committee and Governing Committee Review Panel that certain conduct by Arbella was not unfair, unreasonable, or improper is still pending before the Massachusetts Appeal Court. The appeal has been fully briefed. On October 4th, a panel of three justices of the Appeals Court heard oral argument from Point, the Division of Insurance, Arbella, and CAR. We await the Appeal Court's decision.

In regard to the Point II appeal, Point's appeal challenging Arbella's termination is fully briefed and pending before the Division. We currently await a decision from the hearing officer on that matter.

Finally, in regard to CAR's Rule 31 amendment, the Governing Committee's Rule 31 amendment is also pending at the Division. We await a decision on that ruling as well.

Unless there are any questions, this concludes today's Counsel's Report.

Ms. Brodeur: Thank you, Ben. Does anyone have any questions about the Counsel's Report?

Moving on, I wanted to start the reports of the various committees. In light of Thom's time constraints, we're going to be taking these a little out of order today.

GC

21.10 Commercial Automobile Committee

Ms. Brodeur: We're going to start with the report of the Commercial Auto Committee instead of the Commercial Program Oversight Committee. Thom, do you want to give that report, please?

Mr. DePaulo: Yes. Thank you very much, Liz. I appreciate being taken out of turn. I'm at a conference so I'm stepping out to give my report.

I'm reporting on the Commercial Auto Committee meeting of November 5th. I think we hold the record for the shortest committee meeting. I think we accomplished our goals in about 15 minutes. So, my report will be similarly short.

At the November 5th meeting, we reviewed the proposed revisions to CAR's Manual of Administrative Procedures, which was distributed to the Committee prior to this meeting. We also reviewed recent TNC coverage changes, including references to the new endorsement forms that have been placed on file by the Division of Insurance, amendments to the supplemental application to indicate that risks engaged in TNC activities are required to complete the taxi, limousine, car service application, the addition of disclaimer language and notification requirements on both applications, and minor miscellaneous editorial updates.

The Committee unanimously agreed to approve these changes and send to the Governing Committee for approval. So, I have an action item for you folks to accept all the changes that were discussed and approved by the Commercial Auto Committee.

Ms. Brodeur: I would entertain a motion then to accept the recommendation of the Commercial Auto Committee to make the updates to the Manual of Administrative Procedures reflecting the TNC coverage changes that Thom just outlined and are set forth in the materials that were previously circulated for this meeting.

Mr. Harris: So moved.

Ms. Brodeur: Do I have a second?

Mr. Olivieri: Second.

Ms. Brodeur: Thank you. Any discussion on the motion? Seeing none, Tim, can you call the roll, please?

Mr. Costain: Certainly. Pam Krynicki?

Ms. Bodenstab-Krynicki: Aye.

Mr. Costain: Thom DePaulo?

Mr. DePaulo: Aye.

Mr. Costain: Roberta Fitzpatrick?

Ms. Fitzpatrick: Aye.

Mr. Costain: Tom Harris?

Mr. Harris: Aye.

Mr. Costain: Chris Jarrard?

Mr. Jarrard: Aye.

Mr. Costain: John Olivieri?

Mr. Olivieri: Aye.

Mr. Costain: Dan Olohan?

Mr. Olohan: Aye.

Mr. Costain: Kellie Thibodeau?

Ms. Thibodeau: Aye.

Mr. Costain: Meredith Woodcock?

Ms. Woodcock: Aye.

Mr. Costain: It's unanimous.

Ms. Brodeur: Thank you, Tim. Thom, do you have any other items you'd like to raise?

Mr. DePaulo: No, just to comment that Wendy and the team did a remarkable job. The meeting of November 5th really helped us clean up some loose items that we have now buttoned up. We will be meeting in December to discuss our 2022 agenda as we have plenty of items opened on the Commercial Auto Committee agenda that we will be discussing and setting priorities. That would conclude my report.

Ms. Brodeur: Thank you, Thom. Does anyone have any questions for Thom before we let him get to his meeting? Okay. Thanks, Thom.

GC

21.06 Commercial Program Oversight Committee

Ms. Brodeur: The next item on the agenda, let's go back to the Commercial Program Oversight Committee. John Olivieri, are you prepared to give that report now?

Mr. Olivieri: This will be relatively quick. There are no action items. We met on October 26th and there was only one agenda item in regard to COVID-19 Emergency Period Guidance. As most of you remember, back in the Spring of 2020, the Division issued a bulletin entitled "Flexibility in the Issuance and Administration of Insurance During COVID-19 Public Health Crisis." The Governing Committee met shortly thereafter to talk about the potential risk and exposure to uncollected premiums and if at some point it would lead to extraordinary expenses. We're far enough into the pandemic now that we felt it was appropriate to have a meeting to discuss what type of procedures or protocols or guidance we can give to the carriers in the event they do want to submit for any extraordinary expenses.

I am going to just read a couple of paragraphs from the minutes which have been distributed which kind of summarizes where we are at this point.

The Committee discussed that evaluating the impact of COVID-19-related defaults on a risk-by-risk basis would be difficult if not impossible. The members also noted that Rule 11.C.2. requires that an extraordinary expense be significantly in excess of normal expenses. Therefore, the members agreed that a measure of an aggregate baseline of historical experience, in terms of both premium volume and number of accounts, is needed to consider requests for reimbursement in the context of normal business operations. The members also agreed that unique cases may then be considered within that context.

Servicing Carriers noted that historical experience would likely vary by carrier depending upon each carrier's ceded book of business. In addition, the manner in which Servicing Carriers responded to the Division's request for flexibility also varied by carrier. Accordingly, the Committee agreed that the combined experience of the four Servicing Carriers may not give relevant context to an individual Servicing Carrier request. Therefore, the Committee concluded that a Servicing Carrier requesting reimbursement would need to provide its aggregate 3-year historical experience under normal business operations and its aggregate experience during the pandemic when presenting its case for reimbursement.

To sum it up, in general, the issue we could potentially run into is that – we didn't get any real guidance from the Division as to how to handle this, so each carrier is kind of handling it on their own. We've left it, at this point, where we're looking for comments from the Servicing Carriers to come back to CAR staff, provide what questions they think they need for guidance, and also for CAR staff to put together some

additional information for us as far as what we can possibly gather for historical reference to potentially try to establish some type of baseline. When we get that information, I will report that back to the Committee and we'll move forward from there. That is my report. I'm happy to entertain questions or comments.

Ms. Brodeur: Thank you, John. Does anyone have any questions for John related to that report? I do not see any hands. John, unless you have anything else to add, I think that concludes your report.

Mr. Olivieri: Nothing else. My report is concluded, Madam Chair.

Ms. Brodeur: Thank you so much.

**GC
21.09 Personnel Committee**

Ms. Brodeur: The next item on our agenda is the report of the Personnel Committee which I will be providing.

The Records of our last meeting, which was held on November 2, 2021, were distributed in the materials for this meeting. To hit the highlights of those, you will recall that this year we had been discussing at the Personnel Committee how we could kind of true-up or link, in terms of timeline, the discussion of the objectives for CAR's President with the development of CAR's Business Plan for the following year and how to kind of get those more connected to each other in time. So, hence, the discussion that we did have in November related to the President's performance objectives.

To get to the details of that meeting, Natalie Hubley provided a review at our meeting of the progress relative to CAR's 2021 corporate objectives to kind of give us a baseline of where things stood with progress on those objectives. She also identified a variety of activities that were still in progress which have carried over into the following fiscal year for CAR's 2022 Business Plan. She also reviewed for us the business objectives in the fiscal year 2022 Business Plan that had been approved by CAR's Budget and Governing Committees previously this past September. She indicated that the majority of the corporate objectives remain focused on the commercial automobile residual market and noted that while progress has been made, there is still significant work ahead to foster continued reduction of the commercial residual market size and to improve its financial results.

Finally, she advised the Personnel Committee of planned non-Business Plan objectives, including continuing work on succession planning and future space planning and lease negotiations, as well as cybersecurity preparedness. After discussion, the committee members also suggested inclusion of diversity training as a very useful and time-appropriate business objective on a going-forward basis.

That, essentially, concludes my report. Does anyone have any questions about the meeting of the Personnel Committee on November 2nd?

GC

21.12 Compliance and Operations Committee

Ms. Brodeur: Seeing none, lets move on to the final committee report on our agenda today, that is of the Compliance and Operations Committee. Wendy Browne, I believe you are giving that report?

Ms. Browne: I am. I will be reporting on the discussions at the Compliance and Operations Committee meeting on November 4th. There are no action items. However, it was a lengthy meeting so there's a little bit of discussion to update you on.

The Committee was informed that, under the Compliance and Audit Program, the Esurance and PURE focus audit reports are intended to establish a standardized methodology for reporting results of focus audits and associated staff recommendations that warrant further review and/or the initiation of penalty provisions. So, we are trying to standardize the process so that all companies will be treated in the same fashion.

It was noted that the hybrid audit results for both Esurance and PURE, in 2017, warranted follow-up focus audits to review the status of the companies' corrective actions relative to reporting issues identified in those audits. In both instances, uncorrected statistical reporting concerns resulted in the first set of focus audit reports that were issued in 2020 advising the companies that the correction of prioritized statistical reporting issues were required in order to avoid penalty recommendations. The most recent reports reviewed by the Committee were the results of this second focus audit. In the case of Esurance, the 2020 focus audit concentrated on a prioritized list of eight reoccurring statistical reporting issues. The results determined that seven of the eight issues remained uncorrected.

After a discussion of the results and the potential actions, the Committee unanimously voted, with one recusal, to direct staff to begin the process of assessing data quality penalties for late and unacceptable shipments until monthly submissions with accurate data are reported. The company will be notified that the data reporting issues must be corrected no later than the January 2022 submissions in order to avoid any penalty assessments. Otherwise, penalties will begin accumulating quarterly becoming more significant over time as more shipments become eligible for penalties.

In the case of PURE, the findings were similar in nature to the Esurance audit findings and therefore the Committee also voted unanimously, with one recusal, to direct staff to begin the process of assessing data quality penalties for late and unacceptable shipments until monthly submissions

with accurate data are reported. The notification and penalty process for PURE will follow the same steps as Esurance.

It was noted that the two focus audits summarized the audit findings into two categories: statistical reporting issues that could be modified by the company through the system's corrections, and these are the issues for which the Committee is recommending the initiation of the penalty process. The other issues were more procedural in nature and thus required further discussion by the Committee. The first item pertains to the frequency of merit rating value errors identified in the audit since the inception of the Hybrid Audit Plan. The Private Passenger Statistical Plan requires that the classification code must indicate the merit rating status of the operator used to rate the vehicle and must agree to the value imputed by the Merit Rating Board. This ensures the consistency of the quota share calculation. However, numerous companies report the merit rating value as calculated using their own merit rating plan. Audit findings frequently identify this issue but recognize that the practice typically results in understated credit premium which only impacts the audited company. The Committee has accepted this as sufficient because MAIP assignments are not impacted. However, it was noted that the situation could be different as any time. Due to the growing number of companies with reporting issues of this nature, the Committee agreed that further discussion on the relevant factors would be beneficial and then staff will prepare materials for an upcoming meeting.

The other item involves insufficient documentation furnished by the audit company. An example was provided in which the audited company utilizes a third-party national vendor that establishes a set price for towing services. It was noted that the Statistical Plan requires that expenses such as towing services be reported at the claim level. Furthermore, the documentation provided by the company was determined to be insufficient to validate the expense reporting as no supports were provided to verify by tow payments. Accordingly, the Committee agreed that source documentation was necessary to complete claims statistical auditing and directed that the issue be referred to the Claims Subcommittee for consideration.

Finally, under this topic, the Committee was provided with a status report of the review of Foremost statistical reporting. A focus audit of Foremost interim summary data was conducted in 2020. Then, in 2021, Foremost began reporting detailed statistical data and staff's review of that data early on identified obvious reporting problems that require correction. Two key issues were identified which included the reporting of unusually high merit rating values and the incorrect reporting of exposure on endorsement records, both of which have a potential impact to the MAIP quota share calculation. While Foremost has been notified in writing of the reporting problems and has indicated that it has taken corrective action, CAR has not noted any progress. Accordingly, the Committee was informed that because the obvious statistical reporting errors have remained unchanged, CAR will be notifying Foremost that if clear progress is not evident subsequent data submissions will be

considered incomplete and unacceptable and thus eligible for penalties beginning with the March 2022 system.

Does anyone have any questions on the various topics under the audit reports? Great. I just have two quick status updates.

The Committee was informed that the new CAR Accounting System Rewrite has been in production for two months without any issues. Training sessions have been conducted for all four Servicing Carriers. Staff is presently working on developing procedures for monitoring and notifying Servicing Carriers when liability loss payments exceed the liability limits. Staff is also in the process of updating the Policy Edit Package to reflect the changes to the system.

Under the ceded commercial reporting issues, the Committee was informed that CAR is continuing to work on the commercial rate filing, including evaluating options to address out-of-state garaging. Once the revised rating procedures are placed on file, recommended changes to the Stat Plan will be presented to the Committee for consideration.

That would conclude my report unless there are questions.

Ms. Brodeur: Thank you, Wendy. Does anyone have any questions for Wendy? I do not see any hands.

Ms. Browne: Super, thank you.

Ms. Brodeur: Thank you, Wendy.

Ms. Thibodeau: I don't have any questions, but I did just want to thank Wendy and team for the thorough follow-up and reporting around audits. It's so critical to the statistical mission of the team. Thank you for the diligence.

Ms. Brodeur: Yes, thank you. I think that concludes our committee reports.

Other Business

Ms. Brodeur: Does anyone have any other business that they'd like to bring before the Governing Committee today?

Mr. Harris: I have two things. I hope they are a minute a piece. I hope I'm not getting us down a worm hole. With regards to the Personnel Committee, when do we discuss raises?

Ms. Brodeur: I believe we do that in – is it in February, Natalie?

Ms. Hubley: Correct, in February, prior to the February Governing Committee meeting.

Mr. Harris: Great. That leads perfectly into my next item which is last year we had a February Governing Committee meeting. If we have one again in 2022,

that might be a good time to go into Executive Session to receive a report on cyber. That's beyond the 60 days and I think that would be a good opportunity. I want to maybe backtrack a little bit on – as a Governing Committee, we need to have some oversight. We want to give you an opportunity to respond. I think that that gives you that opportunity.

- Mr. Hincks: Great suggestion, Tom. We'll obviously have to look at that from the standpoint of the Open Meeting Law statute and the ten bases for going into Executive Session. I have enough from your request, certainly, and Dan's, to do that. I appreciate the idea. We'll take a look at that.
- Mr. Harris: Thank you. That was all I had, Liz. Thank you.
- Ms. Brodeur: Thank you, Tom. Does anyone else have anything they want to raise? Seeing none, does anyone believe we have cause to go into Executive Session today? With that, I would entertain a motion to adjourn this meeting.
- Mr. Harris: So moved.
- Ms. Brodeur: Do I have a second?
- Mr. Olivieri: Second.
- Ms. Brodeur: Any discussion on that motion? Seeing none, Tim, one more time on the roll, please.
- Mr. Costain: Sure. Pam Krynicki?
- Ms. Bodenstab-Krynicki: Aye.
- Mr. Costain: Thom DePaulo is not here. Roberta Fitzpatrick?
- Ms. Fitzpatrick: Aye.
- Mr. Costain: Tom Harris?
- Mr. Harris: Aye.
- Mr. Costain: Chris Jarrard?
- Mr. Jarrard: Aye.
- Mr. Costain: John Olivieri?
- Mr. Olivieri: Aye.
- Mr. Costain: Dan Olohan?
- Mr. Olohan: Aye.
- Mr. Costain: Kellie Thibodeau?

Ms. Thibodeau: Aye.

Mr. Costain: Meredith Woodcock?

Ms. Woodcock: Aye.

Mr. Costain: It's a unanimous vote.

Ms. Brodeur: Thank you, Tim. I hope everyone has a wonderful Thanksgiving holiday with your friends and family.

(Meeting ended at 11:39 a.m.)

NATALIE A. HUBLEY
President

Note: This Transcript has not been approved. It will be considered for approval at the next meeting of the Governing Committee.

Attachment

Boston, Massachusetts
December 20, 2021

The above proceedings have been transcribed in accordance with CAR's guidelines for producing quality transcripts, which provide for the elimination of insignificant material that does not alter the substance of the Committee's discussions, such as sidebar comments, the use of verbal fillers (i.e., uhm's and ah's), and commentary (i.e., "laughter" and "coughing").

ATTACHMENT LISTING

Docket #GC21.02, Exhibit #6

Attendance Listing

**GOVERNING COMMITTEE MEETING
 MEETING ATTENDEES
 NOVEMBER 17, 2021**

Individual's Name

Company / Agency

PLEASE PRINT

| | |
|---------------------------|--------------------------------------|
| Elizabeth Brodeur | Safety Insurance Company |
| Pamela Bodenstab-Krynicky | P.L. Krynicky Insurance Agency, Inc. |
| Thomas DePaulo | Cabot Risk Strategies, LLC |
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| Christopher Jarrard | GEICO |
| M. John Olivieri, Jr. | J.K. Olivieri Insurance Agency, Inc. |
| Daniel Olohan | MAPFRE U.S.A. Corporation |
| Kellie Thibodeau | The Hanover Insurance Company |
| Meredith Woodcock | Liberty Mutual Insurance Companies |
| Roberta Fitzpatrick | Arbella Insurance Group |
| Mary Ellen Thompson | Division of Insurance |
| Nicholas Fyntrilakis | MAIA |
| Kara Boehm | Allstate Insurance Company |
| Kenneth Willis | Plymouth Rock Assurance Corporation |
| John Ottaviani | Safety Insurance Company |
| Mary McConnell | Safety Insurance Company |
| Mark Winiker | A-Affordable Insurance Agency, Inc. |
| Benjamin Hincks | TSH & D – CAR Counsel |
| Mark Alves | CAR Staff |
| Wendy Browne | CAR Staff |
| Timothy Costain | CAR Staff |
| Richard Dalton | CAR Staff |
| Timothy Galligan | CAR Staff |

**GOVERNING COMMITTEE MEETING
MEETING ATTENDEES
NOVEMBER 17, 2021**

Individual's Name

Company / Agency

PLEASE PRINT

| | |
|-----------------|-----------|
| Steven Gautieri | CAR Staff |
| Natalie Hubley | CAR Staff |
| Peter McCabe | CAR Staff |
| John Metcalfe | CAR Staff |
| Regina Nagle | CAR Staff |
| James Robery | CAR Staff |
| Lynne Rosenberg | CAR Staff |