

Vermont School Boards Insurance Trust (VSBIT)  
Board of Directors Teleconference Meeting Minutes

December 10, 2020

Present: Michael Clark, Bob Giroux, Brenda Fleming, Steve Hier, and Michael Bailey

**Staff:** Laura Soares, President, Jonathan Steiner, Incoming VSBIT President, Chris Roberts, Manager of Finance, and Tim Vincent, Multi-Line Program Manager

**Guest:** Rick Brigham, CPA Sullivan & Powers

The meeting was called to order at 3:32 p.m. by Chair Michael Clark.

**Review and Adoption of Agenda**

A special recognition was added to the end of the agenda and it was adopted.

**Public Comment:** None

**Approve Minutes of October 22, 2020 Board Meeting**

Bob Giroux noted two minor corrections to the minutes. Steve Hier made a motion, seconded by Brenda Fleming, to approve the minutes of October 22, 2020. The minutes were approved with the 2 minor corrections.

**Meet with Rick Brigham, CPA Sullivan & Powers regarding FY 20 Audit**

- a. **Accept FY 20 Audit Report – located in Dropbox:** Rick Brigham presented the FY 20 audit report to the Board, providing an overview of the Management Discussion & Analysis and the exhibits. The auditors provided a clean opinion and clean Management Letter following the FY 20 audit. Rick answered questions from the Board. The Board acknowledged Chris Roberts for outstanding work in this area. Brenda Fleming made a motion, seconded by Steve Hier, to accept the FY 20 audit report. Motion passed.

**Review and Accept Quarterly Financials and Dashboard as of 9-30 – located in Dropbox**

Chris Roberts reviewed the 9-30-20 financials and Dashboard. Steve Hier made a motion, seconded by Bob Giroux, to accept the financials as presented. Motion passed

### **Act on Updated Resolution on Delegation of Authority**

The Resolution was reviewed with changes to ACH procedures. Michael Clark assumes the responsibilities delegated to the Chair and Jon will assume the responsibilities delegated to the President. Bob Giroux made a motion, seconded by Brenda Fleming, to affirm the Resolution. The motion passed.

### **Unemployment Compensation Program**

- a. Update on Current Fiscal Year Projections:** Chris Roberts updated the board on progress and outstanding issues with the Department of Labor. She explained that the bulk of CARES Act funds have been or will be returned or credited to the VSBIT program. She stated she is not seeing any evidence of widespread fraudulent claims and that it will still take some time to sort through all of the backlog.
- b. Continue Discussion of Rating Structure for FY 22:** The board agreed that UC rates can be revisited at the next meeting or in the spring as more data becomes available.

### **FY 20 Excess Net Asset Determination and Recommendation for Action**

Tim Vincent updated the board regarding the methodology for determining net assets and the options available for its use. Based on uncertainties in the reinsurance market coupled with COVID, the staff recommendation was to hold net assets. A motion by Bob Giroux, seconded by Steve Hier to accept the staff recommendation was approved.

### **Program Updates**

Laura Soares updated the board on upgrades to the building and its security system. Tim Vincent updated the board on the Captive study. The consultants from Willis Towers Watson who studied the issue explained that VSBIT is presently able to avail itself of all of the advantages of a captive without the added bureaucracy and costs of a captive and recommended not to pursue this structure.

### **Recognition of Service**

The board recognized Laura Soares for her service to VSBIT as this would be her final meeting as President. They thanked her for her leadership and for leaving VSBIT in a strong position with financial stability and an excellent staff in place. Michael Clarke announced that the first floor conference room would be name the Laura Soares Conference room and appropriate signage would be placed. Jon Steiner noted that once we are able to assemble in person an event to recognize Laura properly will be held.

**Adjournment**

There being no further business, the meeting adjourned at 4:55 p.m.

Respectfully submitted by: Laura Soares

Next Meeting: TBD