



A Joint Powers Authority Established in 1980

**June 22-23, 2023**

**Board of Directors**

**Meeting Minutes**

**PRESIDENT**  
Nathan Black

**VICE-PRESIDENT**  
Nichole Williamson

**SECRETARY**  
Van Maddox

**Location:** Bear Valley Lodge  
Grizzly Room  
265 Bear Valley Rd  
Bear Valley, CA 95223

**Date:** Thursday, June 22, 2023 – Day 1  
**Time:** 1:00 PM – 5:00 PM

**Date:** Friday, June 23, 2023 – Day 2  
**Time:** 8:30 AM – 12:00 PM

## ORDER OF BUSINESS

As to each agenda item, the Board may take active, give direction and/or receive informational reports.

### **I. Call to Order:**

Call to Order and establishment of a quorum

Time Meeting Called to Order: 12:57 PM on Thursday June 22, 2023. President Nathan Black presided over the meeting.

### **II. Roll Call**

**Day 1 – Thursday, June 22<sup>nd</sup> 2023 ~ 1:00pm-5:00pm**

Alpine County                      Nichole Williamson

Colusa                                      Kaline Moore

Del Norte                                  Cathy Hafterson

Lassen	Tony Shaw
Modoc	Chester Robertson
Mono	Absent
Plumas	Travis Goings, Debra Lucero
San Benito	Henie Ring
Sierra	Van Maddox, Judi Behlke
Sutter	Nathan Black, Jason Claunch
Tehama	Gabriel Hydrick
Trinity	Suzie Hawkins, Trent Tuthill
Trindel Staff	David Nelson, Andrew Fischer, Rachael Hartman, Sean Houghtby, Jack Contos, Martha Navarro
Other's Present Nelson (Public)	Gina Dean (Prism CEO); Kevin Webb (RW Baird), Shelly Nelson (Public)

**Day 2 – Friday, June 23th 2023 ~ 8:30am-12:00pm**

Alpine County	Nichole Williamson
Colusa	Kaline Moore
Del Norte	Cathy Hafterson
Lassen	Tony Shaw
Modoc	Chester Robertson
Mono	Absent
Plumas	Travis Goings, Debra Lucero
San Benito	Henie Ring
Sierra	Van Maddox, Judi Behlke
Sutter	Nathan Black, Jason Claunch
Tehama	Gabriel Hydrick
Trinity	Suzie Hawkins, Trent Tuthill
Trindel Staff Contos, Martha Navarro	Andrew Fischer, Rachael Hartman, Sean Houghtby, Jack Contos, Martha Navarro
Other's Present	Gina Dean (Prism CEO); Kevin Webb (RW Baird)

**III. Public Comment**

Tony Shaw of Lassen County read a proclamation from the Lassen Board of Supervisors in recognition of David Nelson for his years of service to Lassen County in his work for Trindel Insurance Fund as follows:

“Lassen County California Proclamation in honor of David Nelson for his years of service as executive director of Trindel Insurance Fund.

Whereas, David Nelson is retiring from Trindel Insurance Fund on June 30, 2023 as its Executive Director. Lassen County is a member of the Trindel Insurance Fund, a joint powers authority, formed to provide its members with stable, cost-effective, risk financing

mechanisms, insurance program monitoring and loss prevention services; and,

Whereas, David Nelson was assistant Auditor and Auditor with the County of Trinity, and was on the Trindel Board of Directors where he guided Trindel to increase their reliance on Self-Insurance as opposed to more traditional insurance. This set a course for the future of Trindel where he became Executive Director in 2009, and continued to be a leader in the Self-Insurance and risk pooling community; and,

Whereas, David Nelson as executive director led and managed Trindel's operations to grow the JPA to serve Lassen County and other members with industry leading services and programs to exceed target audit scores and maximized confidence funding levels, and growing assets from 6 million dollars to approximately \$94 million dollars; and,

Whereas, David Nelson once retired, David plans to spend more time with Parents, Siblings, grandchildren, cat, and traveling with his wife Shelly, enjoying outdoor activities, especially hunting and fishing.

Now, therefore be it resolved, by the Board of Supervisors of the County of Lassen, hereby tender to David Nelson our appreciation for his dedication to public service; and, for his exemplary leadership at Trindel for the benefit of the JPA, its members, Lassen County and our constituents for whom we serve; and, that the Board of Supervisors wishes him well in all future endeavors and retirement.

The foregoing Proclamation was adopted at a Regular Meeting of the Board of Supervisors, County of Lassen, State of California, held on the 13<sup>th</sup> day of June, 2023 at Susanville, California.”

This proclamation was signed by Lassen County Board of Supervisors Gary Bridges, Chrius Gallagher, Tom Neely, Aaron Albaugh, and Jason Ingram.

Gina Dean of PRISM shared that there is an open seat on the PRISM Finance Committee since Nate Black's resignation. PRISM is required to have a County employee with a strong financial background sit on the committee, and historically it has been occupied by a Trindel Board member.

#### **IV. Closed Session**

- a. Conference with Labor Negotiators: *Government Code Section 54957.6 David Nelson and Andrew Fischer are designated representatives for staff. Informational for review and comment.*
- b. Executive Directors Evaluation: *Government Code Section 54957.6 Andrew Fischer*

#### **V. Reconvene in Open Session**

- a. Report Out of Closed Session: Report out at 1:54pm on Thursday 22, 2023 with no action taken, and report out again on Friday June 23, 2023 at 10:49 am with no action taken.
- b. Executive Directors Contract:

Motion by Nichole Williamson, Alpine County, to approve Executive Director's three-year contract for the period June 26, 2023 through June 26, 2026. Full contract is attached to these minutes as Exhibit A.

Seconded by Van Maddox, Sierra County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc

NOES: None

Abstains: None

Absent: Mono

## **VI. Consent Calendar**

- a. Approval of January 26-27, 2023 Board of Directors Minutes: An action item to approve the minutes of the prior board meeting.
- b. Check Register & Invoices: An action item to approve check register and invoices from the third quarter of fiscal year 2022-23.
- c. Review of Conflict-of-Interest Code: Annual Review of the Trindel Conflict of Interest Code as Required by FPPC and CAJPA.
- d. Review of Investment Policy: Annual Review of the Trindel Investment Policy pursuant to CA Gov. Code sec. 53646(A).

President Nathan Black of the County of Sutter asked if all Board Members reviewed the items on the consent calendar i.e., items VI.a, VI.b, VI.c, VI.d, hearing no comment he advised that a motion would be entertained.

Motion by Kaline Moore of Colusa County to approve all items on the consent calendar, VI.a, VI.b, VI.c, and VI.d.

Seconded by Gabriel Hydrick of Tehama County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absence.

AYES: Alpine, Colusa, Del Norte, Lassen, Modoc, Plumas, San Benito, Sierra, Sutter, Tehama, Trinity

NOES: None

Abstains: None

ABSENT: Mono

## **VII. Reports**

- a. Committee Reports

- i. *Claims Review Committee*

Andrew Fischer, Executive Director for Trindel Insurance Fund, presented on the Claims Review Committee (CRC) activities since the January, 2023 Board of Directors meeting. The CRC met the last Friday of the months of February, March, April, and May regarding a request for settlement authority regarding a general liability claim against the County of San Benito. Ultimately, the CRC did not grant the County authorization to use pooled funds for settlement purposes but allowed the County to use the banking layer within their SIR.

*ii. Executive Committee*

Andrew Fischer presented on the activities of the Executive Committee since the January, 2023 Board of Directors meeting. The Executive Committee met the last Friday of the months of February, March, April, and May in closed session for Executive Director evaluations, and conference with labor negotiators. The Executive Committee approved the creation of the Senior Positions, in accordance with authorization granted to them by the Board of Directors at the January, 2023 meeting, and assisted in review of the salary schedule update. No further action was taken.

**b. Department Reports**

*i. Risk Control Department*

Rachael Hartman, Director of Risk Control, presented the Risk Control Department report. The Risk Control Department sends out webinar links every month for member staff to take advantage of virtual trainings in furtherance of assisting the members in achieving high scores on the Loss Prevention Audit. The Risk Control team has also performed 36 in-person trainings or inspections from January through May of 2023. Tehama and Trinity Counties have more on-site visits due to changes in the County Departments with new employees. The Law Enforcement and Department Safety Representative (DSR) Conference were both a success. With the support of the Del Norte Sheriff by making trainings mandatory, 3 leadership trainings all in one day was a success, and reached all of the department employees. Board members responded in agreement and stated they appreciated the month end reviews and would like to see them continue. Andrew Fischer commented that this last years DSR conference was the best conference he has ever seen.

*ii. Liability Property Department*

Sean Houghtby, Director of Property and Liability Claims, presented the Property and Liability Claims Department report for the 3<sup>rd</sup> quarter 2023 activities. He advised that a PRISM general liability claims audit was conducted and he will be presenting the audit later in the agenda. There was one large settlement in the amount of 7 million, the settlement was on an older case and covered by PRISIM so there will be no effect to county premiums. Sean reported that he is planning on visiting every County and conducting a file review at each in the coming year. Dangerous Condition of Public Property claims are on the rise as the most frequent loss, and second most frequent are related to personal injury claims against law enforcement. For the 22-23 fiscal year they have opened 153 new liability claims, and advised on the amount incurred on new matters as well as on existing liability claims. He reported on Counties with the most open claims, and the amount of liability claims closed within the year. For the property program, he updated on the amount of claims filed thus far within the fiscal year, advised on the most frequent type of loss, as well as the most severe, and reported on the Counties with the most property claims. Sean reported on liability trainings coming up in July and the County Counsel Risk Management Summit in October. Debra Lucero of Plumas County requested that County Administrative Officers (CAO) be included on training opportunities in addition to Risk Management, and County Counsel staff. Trent Tuthill, Trinity County Alternate, requested more specific data to get a better picture of the Property and Liability Claims history of the County of Trinity.

*iii. Workers' Compensation Department*

Andrew Fischer, Executive Director and Interim Director of Workers' Compensation, reviewed the Workers' Compensation department Report for the 3<sup>rd</sup> quarter of 2023. Andrew reported that he started in the Worker's Compensation Department and filling in as the Director for this department has given him an opportunity to go back and be the boots-on-the-ground with the Workers' Comp team. Tim Vincent from PRAXIS has been assisting with the supervisory reviews to adhere to PRISM's Claims Handling Guidelines. The

PRISM Workers' Compensation claims administration audit was just completed, and the results of the audit are to be presented at the fall board meeting. Jennifer Loomis-Martens has been assigned as the adjuster for Colusa County. Andrew shared that we have hired new a new Workers' Compensation Technician, Sarah Torres. Adjuster's and technicians have been working on adjusters' credits, training opportunities, and expand professional network by meeting with providers, legal, judges, attorneys, etc. The Workers' Compensation Department has also been working on a peer review system which has been successful in another JPA. This peer review is a great opportunity for career development, and experience. With increased Risk Control efforts, training requests, and data specifically dialed in for each county, there has been a downward trend in workers' compensation claims (example of Sutter County given). Andrew then presented the data on the tables advising of what the important metric factors are for evaluating the Workers' Compensation program, and efficacy of the Risk Control program.

*iv. Administration Department*

Andrew Fischer reviewed the Administration Department Report for 3<sup>rd</sup> quarter of fiscal year 22-23. Orientation for Tehama and Trinity given for new employees at the County. Andrew discussed future training opportunities, County orientations, and investment opportunities in addition to all of the activities the department has undertaken since the last Board meeting in January. For the future, we are focusing efforts on law enforcement, return to work efforts, investments, Captive/Increased pooling layer benchmarking, and the items on the strategic plan. Debra Lucero of Plumas inquired about investment trainings for County Treasurer's, and Andrew discussed upcoming presentation from Keven Webb of RW Baird for 6-week Investment Bootcamp Training with the Executive Committee.

c. Treasurers Report

Andrew Fischer reviewed the Treasurers Report for December 2022 through March 31<sup>st</sup> 2023 along with an updated balance from May 31<sup>st</sup>, 2023 (see agenda) showing investment in CAMP, and the positive impact the interest rate increase has had on our fixed income investment opportunities. Andrew also reported on a first ever milestone in Trindel's history where our investment income has surpassed the budgeted monthly expenses.

d. Report on Workers' Compensation and General Liability pool performance: Review of assets and liabilities as of 3/31/23.

Andrew Fischer reviewed the Workers' Compensation and General Liability pool performance Report as of March 31<sup>st</sup> 2023 with a statement of net position, and ultimate claim liabilities to actual reserves for both the Workers' Compensation and General Liability pools. Discussed financial modeling with the actuaries to develop milestones/benchmarking for feasibility evaluation of increasing pooling layers or creating a Captive Insurance program. The pools are doing well and have not had to provide any payouts as of March 31, 2023.

## **VIII. Programs**

a. Program Premiums: Action item to approve premium contributions for fiscal year 2023-2024.

Andrew Fischer presented an overview of premium contributions for all members in the 2023-2024 coverage year. Program premiums are based on actual excess insurance costs of the prior year. Certain members elected to increase confidence levels to slowly shore up deficits in certain programs, and assessments are included for those members in deficits. The Board discussed benefits to the increase in the banking layers for

future planning, as that is an important aspect of Trindel. The Board also discussed excess premiums, billing, and transferring surplus funds to other programs to shore up any deficit. Landfill coverage, increases in property expenses due to extreme winter weather/fires, differences in programming funding were also discussed, and the increased costs of PRISM's excess programs. Chester Robertson, Modoc County, requested that we show the percentage increase on the spreadsheets to compare to prior year, and Andrew advised that they are on the spreadsheet but we just didn't print that portion for the Board packet.

Motion by Tony Shaw of Lassen County to approve premiums for fiscal year 2023-2024.

Seconded by Gabriel Hydrick of Tehama County.

Motion carried with 10 Ayes, 0 Noes, 0 Abstains and 2 Absences.

AYES: Colusa, Del Norte, Lassen, Modoc, Plumas, San Benito, Sierra, Sutter, Tehama, Trinity

NOES: None

Abstains: None

ABSENT: Mono, Alpine

*b. 2023-2024 Budgets: Action item to approve the budgets for all departments, and programs for fiscal year 2023-2024.*

Jack Contos, Financial Analyst for Trindel Insurance Fund, went over budgets for all activities and programs for the 2023-2024 fiscal year (see agenda). There has been a reduction in expenses which means those savings will be coming back to member counties. Insurance has gone up, and as a precaution, we are using the high end of PRISM projections to be safe for the 23-24 excess insurance expense. Jack began pursuing CPA and Andrew continues in the NACO Leadership academy. Administration department is proposing to double travel expenses to offer more county orientations for new personnel to go in line with the strategic plan. There is also an increase to board meeting expenses with inflation of fuel prices, food, and lodging expenses. There are also additional expenses with rebranding and a need to replace the printer as well as the server that is listed on the 2023-2024 Capital Outlay worksheet. Nathan Black of Sutter County requested to have an additional column added to demonstrate monetary difference alongside the percentage. Debra Lucero, Plumas County, is requesting an allocation and employee list sheet to accompany budget in the future. Nathan suggested adding employee allocations to the salary row information.

Motion by Tony Shaw of Lassen County to approve budget for fiscal year 2023-2024.

Seconded by Debra Lucero of Plumas County.

Motion carried with 10 Ayes, 0 Noes, 0 Abstains and 2 Absences.

AYES: Del Norte, Lassen, Modoc, Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Colusa

NOES: None

Abstains: None

Absent: Mono, Alpine

c. Workers' Compensation Memorandum of Coverage (MOC) 2023-2024: Action item to approve the Workers' Compensation MOC for the fiscal year 2023-2024.

Andrew Fischer presented Workers' Compensation Memorandum of Coverage 2023-2024. This document was created in 2021 recommendation from CAJPA as part of the accreditation process. The MOC that was created mirrors the coverage provided by PRISM and has since had no changes. The only updates are updating the dates to reflect the 2023-2024 coverage year.

Motion by Gabriel Hydrick of Tehama County to approve Workers' Compensation MOC for coverage year 2023-2024.

Seconded by Kaline Moore of Colusa County.

Motion carried with 10 Ayes, 0 Noes, 0 Abstains and 2 Absences.

AYES: Lassen, Modoc, Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Colusa, Del Norte

NOES: None

Abstains: None

Absent: Mono, Alpine

d. General Liability Memorandum of Coverage (MOC) 2023-2024: Action item to approve the General Liability MOC for fiscal year 2023- 2024.

Andrew Fischer presented General Liability Memorandum of Coverage 2023-2024. This document has had no changes, but only been updated to reflect the dates for coverage year 2023-2024.

Motion by Debra Lucero of Plumas County to approve General Liability MOC for coverage year 2023-2024.

Seconded by Suzie Hawkins of Trinity County.

Motion carried with 10 Ayes, 0 Noes, 0 Abstains and 2 Absences.

AYES: Modoc, Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Colusa, Del Norte, Lassen

NOES: None

Abstains: None

Absent: Mono, Alpine

e. Property Memorandum of Coverage (MOC) 2023-2024: Action item to approve Property Memorandum of Coverage for fiscal year 2023-2024.

Andrew Fischer presented Property Memorandum of Coverage 2023-2024. This document has updated for SIR increases in the PRISM Property MOC schedule of deductibles, and dates to reflect the coverage year 2023-2024.

Motion by Debra Lucero of Plumas County to approve Property MOC for coverage year 2023-2024.

Seconded by Suzie Hawkins of Trinity County.

Motion carried with 10 Ayes, 0 Noes, 0 Abstains and 2 Absences.

AYES: Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Colusa, Del Norte, Lassen, Modoc

NOES: None

Abstains: None

Absent: Mono, Alpine

- f. General Liability Claims Administration Audit: Action item to approve bi- annual excess insurer general liability claims audit conducted by PRAXIS Claims Consulting.

Sean Houghtby presented the 2022 PRISM General Liability Claims Administration Audit. The procedures for claims administration at Trindel are excellent, the only negative findings in the audit were related to outside/County Counsel not meeting the reporting requirement deadlines. The lowest score was 94% which is a great score. It was a banner year! Jason of Sutter shared working and communicating with County Counsel has been a help to the claims audit process. Gina Dean of PRISM congratulated us on a job well done, and advised that it is rare to see such high scores. Andrew Fischer commended Sean Houghtby for an excellent job on taking over the program, and advised the Board that the audit occurred one month after Sean started at Trindel.

Motion by Debra Lucero of Plumas County to approve the audit.

Seconded by Gabriel Hydrick of Tehama County.

Motion carried with 10 Ayes, 0 Noes, 0 Abstains and 2 Absences.

AYES: Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Colusa, Del Norte, Lassen, Modoc

NOES: None

Abstains: None

Absent: Alpine, Mono

## **IX. General Business**

- a. Financial Statements as of 03/31/2023: Review Statement of Net Position, Statement of Revenues Expenses and changes in Net Assets for third quarter of fiscal year 2022-2023.

Andrew Fischer presented the financial statements as of 3/31/2023. Andrew advised that the administration funds showing positive balances will result is discounted county premiums by means of applying half of the balance of each fund, as of 6/30/2023, to the premiums that will be sent out in October, 2023. Negative balances in the smaller programs will be sorted out on an individual member basis at the time of dividend issuance so as to apply the potential dividends in surplus funded programs to shore up any deficits in the smaller programs with negative deficits.

- b. Budget Adjustments for fiscal year 2022-2023: Action/Discussion item to approve budget adjustments for the Administration Department, and Property and Liability Claims Department.

Andrew Fischer presented the budget adjustments for the Administration and Property and Liability Claims departments. Due to higher than anticipated costs associated with Board Meetings, Insurance Expense,

Calpelra, staff trainings, and office equipment/IT in the Administration department we need to move \$14,000 from salaries, and \$26,000 from professional fees to apply \$25,000 to Board Meeting expenses, \$6,387 to Insurance expense, \$1,000 to training, \$50 to bank service charges, \$3,880 to CALPELRA, \$600 to printing and reproduction expense, \$700 for office supplies, and \$2,450 to communications and IT expense. This is a net zero adjustment without need of additional revenue. For the Property and Liability Claims department adjustment we moved \$13,500 from salaries and applied \$1,250 to utilities/housekeeping expense, \$1,750 to office materials and supplies expense, and \$10,500 to communications/IT expense. These were necessary as the cost associated with onboarding the new Director of Property and Liability Claims was more expensive than budgeted but the adjustment is a net zero that does not require additional revenue.

Motion by Chester Robertson of Modoc County to approve the budget adjustments.

Seconded by Gabriel Hydrick of Tehama County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: San Benito, Sierra, Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc, Plumas

NOES: None

Abstains: None

Absent: Mono

- c. Authorize Treasurer Duties: *Action to approve the Executive Director as Treasurer of Trindel Insurance Fund to invest, sell, or exchange securities for the 2023-2024 fiscal year as required by CA Government Code Section 53607.*

Andrew Fischer presented the authorization of Treasurer Duties to the Board of Directors. Every year the board is required to approve/deny the authorization of Treasurer duties per the provisions of CA. Government Code Section 53607 for the Executive Director to invest, sell, or exchange securities for the 2023-2024 fiscal year.

Motion by Gabriel Hydrick of Tehama County to approve authorization of treasurer duties for fiscal year 2023-2024.

Seconded by Kaline Moore of Colusa County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Sierra, Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc, Plumas, San Benito

NOES: None

Abstains: None

Absent: Mono

- d. Election of President, Vice-President, and Secretary: *Action item to elect President, Vice-President, and Secretary for fiscal year 2023-2024.*

The Board discussed the nomination and election for President, Vice-President, and Secretary for fiscal year 2023-2024. The Board decided that current elected members will remain the same for 2023-2024: Nathan Black of Sutter County will serve as President, Nichole Williamson of Alpine County will serve as Vice-

President, and Van Maddox of Sierra County will serve as Secretary. Andrew Fischer shared that the Secretary of the board has to be an Auditor and the board President and Vice-President must be Directors of the Board, and not Alternates according to the Trindel by-laws. The President, Vice-President, and Secretary will automatically be on the Executive Committee and Claims Review Committee. Chester noted that having a variety from different size counties is important when making decisions on behalf of Trindel.

Motion by Debra Lucero of Plumas County to approve the elections of Nathan Black, Sutter County, to serve as President, Nichole Williamson, Alpine County, to serve as Vice-President, and Van Maddox, Sierra County, to serve as Secretary for the 2023-2024 fiscal year.

Seconded by Kaline Moore of Colusa County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc, Plumas, San Benito, Sierra

NOES: None

Abstains: None

Absent: Mono

- e. Appointment of two members to the Executive Committee: Action item to appoint two members to the Executive Committee.

Nathan Black lead discussion for nominations for 2 members to be on the Executive committee and Claims review committee for the 2023-2024 fiscal year.

Motion by Nichole Williamson of Alpine County to elect Chester Robertson, Modoc County, to remain on the Executive Committee and Claims Review Committee for the 2023-2024 fiscal year.

Seconded by Henie Ring, San Benito County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc, Plumas, San Benito, Sierra, Sutter

NOES: None

Abstains: None

Absent: Mono

Motion by Tony Shaw, Lassen County, to elect Travis Goings to have a seat on the Executive Committee and Claims Review Committee for the 2023-2024 fiscal year.

Seconded by Nichole Williamson, Alpine County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc, Plumas, San Benito, Sierra, Sutter, Tehama

NOES: None

Abstains: None

Absent: Mono

- f. Presentation from Kevin Webb from RW Baird: Informational

*presentation from Kevin Webb on fixed income investment strategies for governmental risk pools, and economic update.*

Presentation from Kevin Webb of RW Baird Investments- Kevin Webb a CFA for RW Baird presented a presentation titled Philosophy of Sleep-Adjusted Returns. Presentation about portfolio construction- 5 points of Suitability: 1. Liquidity, 2. Duration, 3. Credit, 4. Market Rate of Return, 5. Legal Investments. Discussed future workshops and training opportunities "Excelling at Bonds Bootcamp". This was informational only, and lasted roughly 30 minutes. No action was taken on this item by the Board.

- g. Senior Positions: Action item for the board to approve/ratify the Executive Committee's approval of the creation of Senior Positions for each department.*

Motion by Nichole Williamson, Alpine County, to approve Senior Positions.

Seconded by Van Maddox, Sierra County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc

NOES: None

Abstains: None

Absent: Mono

- h. Salary Schedule Resolution 23-01: Action item to approve Salary Schedule for fiscal year 2023-2024.*

Motion by Nichole Williamson of Alpine County to approve salary schedule for 2023-2024.

Seconded by Van Maddox of Sierra County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc

NOES: None

Abstains: None

Absent: Mono

- i. Resolution 23-02: Action item to approve resolution 23-02 to reflect \$1,000 contribution to Trindel non-management employee's cafeteria plan.*

Motion by Nichole Williamson of Alpine County to approve resolution 23-02.

Seconded by Van Maddox of Sierra County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc

NOES: None

Abstains: None

Absent: Mono

- j. Resolution 23-03: Action item to approve resolution 23-03 to reflect \$1,000 contribution to Trindel management employee's cafeteria plan.*

Motion by Nichole Williamson of Alpine County to approve resolution 23-03.

Seconded by Van Maddox of Sierra County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc

NOES: None

Abstains: None

Absent: Mono

- k. Cafeteria Plan Policy: Action item to approve revisions to Cafeteria Plan Policy to reflect \$1,000 contribution.*

Motion by Nichole Williamson of Alpine County to approve cafeteria plan.

Seconded by Van Maddox of Sierra County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc

NOES: None

Abstains: None

Absent: Mono

- l. Future Meetings: Informational for review and comment, select date and location of Fall 2023 meeting and location of winter 2024 meeting.*

Andrew Fischer led a discussion to plan our next two Board of Directors' meetings. In discussion for the fall meeting Gina Dean of PRISM shared that the PRISM meeting will be in Monterey on October 5<sup>th</sup> and 6<sup>th</sup> of 2023. If Trindel was able to host their meeting on Wednesday October 4<sup>th</sup> in the same location, PRISM would be able to cover the majority of the costs to save Trindel money. The board agreed this was the best decision and unanimously decided to hold the meeting at the InterContinental in Monterey, in conjunction with the PRISM Board meeting, on Wednesday October 4<sup>th</sup> 2023 at 8:30 am. In order to have a centralized location and

cut back on costs, our winter meeting will be held on Feb 8th-9<sup>th</sup> 2023 at Granzellas in Williams, California. Trindel has had a long history of utilizing this location and the venue is cost effective and accommodating.

Motion by Suzie Hawkins of Trinity County to approve Future meeting plans.

Seconded by Nichole Williamson, Alpine County.

Motion carried with 11 Ayes, 0 Noes, 0 Abstains and 1 Absences.

AYES: Plumas, San Benito, Sierra, Sutter, Tehama, Trinity, Alpine, Colusa, Del Norte, Lassen, Modoc

NOES: None

Abstains: None

Absent: Mono

**X. Adjournment: 10:29 am.**

*Disability Access: The meeting room is wheelchair accessible and disabled parking is available at the meeting location. If you are a person with a disability and you need disability-related modification or accommodations to participate in this meeting, please contact the Executive Director at (phone) 530-623-2322, (fax) 530-623-5019 or (email) [dnelson@trindel.org](mailto:dnelson@trindel.org). Requests for such modifications or accommodations must be made at least two full business days before the start of the meeting.*

# **EXHIBIT A**

## AGREEMENT FOR PROFESSIONAL SERVICES

THIS AGREEMENT for Professional Services ("Agreement") is made as of the Agreement Date set forth below by and between TRINDEL INSURANCE FUND, ("FUND"), and

ANDREW FISCHER "EXECUTIVE DIRECTOR"

In consideration of the Services to be rendered, the sums to be paid, and each and every covenant and condition contained herein, the parties hereto agree as follows:

### OPERATIVE PROVISIONS

1. **SERVICES.** The EXECUTIVE DIRECTOR shall provide those services with respect to the matters described in Attachment "A". EXECUTIVE DIRECTOR shall provide said services at the time, place and in the manner specified in Attachment "A".

2. **TERM.**

Commencement Date: June 26, 2023 Termination Date: June 26, 2026

This agreement supersedes all previous agreements. This agreement will terminate in the event of the EXECUTIVE DIRECTOR's death. If a termination should occur on other than the end of a payroll period, the EXECUTIVE DIRECTOR's compensation and benefits shall be payable on a pro rata basis for the partial month of service, with the number of days worked as the numerator over the number of working days in the month of termination as the denominator.

1 **PAYMENT.** FUND shall pay EXECUTIVE DIRECTOR for services rendered pursuant to this Agreement at the time and in the amount set forth in Attachment "B". The payment specified in Attachment "B" shall be the only payment made to EXECUTIVE DIRECTOR for services rendered pursuant to this Agreement.

2 **FACILITIES, EQUIPMENT AND OTHER MATERIALS AND OBLIGATIONS OF THE FUND.** The FUND shall, at its sole cost and expense, furnish all facilities, equipment, and other materials which may be required for furnishing services pursuant to this Agreement, except as provided in this paragraph. Facility location shall be at the discretion of the FUND. FUND shall furnish EXECUTIVE DIRECTOR only those facilities, equipment, and other materials necessary to perform those obligations listed in Attachment "A".

3 **ADDITIONAL PROVISIONS.** Those additional provisions unique to this Agreement are set forth in Attachment "C".

4 **GENERAL PROVISIONS.** The general provisions set forth in Attachment "D" are part of this Agreement. Any inconsistency between said general provisions and any other terms or conditions of this Agreement shall be controlled by the other terms or conditions insofar as it is inconsistent with the general provisions.

5. **ATTACHMENTS.** All attachments referred to herein are attached hereto and by this reference incorporated herein. Attachments include:

Attachment A –Services, Attachment B –Payment, Attachment C -General Provisions

6. **AGREEMENT DATE.** The Agreement Date is June 26, 2023.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the day here first written above.

**FUND**  
TRINDEL INSURANCE FUND

  
\_\_\_\_\_  
NATHAN BLACK  
President

**EXECUTIVE DIRECTOR**  
ANDREW FISCHER

  
\_\_\_\_\_  
ANDREW FISCHER  
Executive Director

## **Attachment A**

**SCOPE OF SERVICES AND DUTIES.** During the contract period, the EXECUTIVE DIRECTOR shall have the authority, within the general supervision and policy direction of the Board of Directors and Executive Committee of the FUND, to perform those duties, as set forth in the Executive Director Job Description approved by the Board of Directors meeting, a portion of which is repeated below:

**ESSENTIAL DUTIES AND RESPONSIBILITIES** including, but are not limited to, the following:

1. Explore development of primary and/or excess insurance programs within and without the structure of PRISM (formerly CSAC-Excess Insurance Authority).
2. Oversee effective loss prevention, workers compensation and safety strategies and Programs and other programs as may be determined and approved by the Board of Directors.
3. Supervise and evaluate subordinate staff.
4. Determine coverage forms and appropriate retention levels for new and on-going programs.
5. Advise the Board on the purchase of reinsurance/excess insurance as needed to protect the assets of the Fund and Members from catastrophic losses.
6. Develop/review/improve equitable methods of allocation of premium charges among the Members, as appropriate/needed.
7. Maintain records of all program costs for budget and planning purposes, for the Fund and each member.
8. Supervise contractors providing services.
9. Provide and maintain agendas, minutes and reports for all Board of Directors and Executive and Special Committee meetings and shall attend all Board and Executive and Special Committee meetings.
10. Collaborate with third party administrators, legal counsel and members on claims which involve or may involve liability of the Fund and/or Members.
11. Prepare the Fund budget for consideration by the Board of Directors
12. Assist in the recruitment and selection of contractors/service providers.
13. Assist/negotiate terms and price of primary and/or reinsurance/excess insurance policies, contractors and service providers.
14. Maintain all books and records in a manner that maintains the Fund's accreditation with the California Association of Joint Powers Agencies (CAJPA).

15. Maintain subsidiary accounts of all members which show each Members share of cash, revenue, expenditures and equity.
16. Maintain all financial records to be in compliance with all federal and state requirements.
17. Establish annual goals and objectives to be approved by the Trindel Insurance Board.
18. Provides Members with guidance related to Risk Management questions and issues.
19. Actively participate and represent the Fund at CSAC-EIA meetings.
20. Maintain banking relationships and invest surplus funds in accordance with investment policy approved annually by the Board.

## Attachment B

A.1. FUND shall pay EXECUTIVE DIRECTOR as follows:

B.1 **SALARY. FUND** shall pay EXECUTIVE DIRECTOR for EXECUTIVE DIRECTOR's services at a rate of \$13,750 per month commencing on ~~July~~ <sup>June 16, 2023</sup>, 2023. Compensation will be reviewed and negotiated annually in accordance with provision 0.4 of Attachment C "PERFORMANCE EVALUATION" of this agreement.

B.2 **BENEFITS.** Benefits shall be as set forth in Resolution No. 23-03 Management Employee Benefits. All retirement benefits shall be in compliance with current and subsequent Federal and State legislation.

B.3 **TRAVEL COSTS.** The EXECUTIVE DIRECTOR's ordinary and necessary travel expenses incurred while executing duties under this contract shall be paid for or reimbursed by the FUND. Travel expenses will include overnight accommodations and meals and is subject to the provisions set forth in Resolution No. 02-10 including any amendments thereto. All receipts must be submitted for approval and reimbursement first to the President of the FUND and, if necessary, to the Executive Committee. When the EXECUTIVE DIRECTOR uses his personal vehicle the FUND will reimburse for mileage at the IRS rate.

B.4 **FACILITIES.** An office shall be provided by the FUND for the EXECUTIVE DIRECTOR. The FUND shall provide all ordinary and necessary office equipment, software and supplies.

## ATTACHMENT C

## GENERAL PROVISIONS

0.1. **ASSIGNMENT.** Neither this Agreement nor any duties or obligations hereunder shall be assigned by the EXECUTIVE DIRECTOR without consent of the FUND.

0.2. **SUCCESSORS AND ASSIGNS.** This Agreement shall be binding upon the heirs, executors, administrators, successors and assign of the respective parties.

0.3. **AT WILL EMPLOYMENT/INTEGRATED CONTRACT.** It is the mutual understanding and agreement of the parties that the employment framed by this Agreement is an at-will hiring, and the office of the EXECUTIVE DIRECTOR is not a permanent office.

Consistent with the "at will" nature of the Executive Director's employment Trindel Insurance Fund may terminate the Executive Director's employment with 60 day notice during this agreement, without cause. In that event, this Agreement shall automatically terminate concurrently with the effective date of the termination. The Executive Director understands acknowledges that as an "at will" employee, he will not have permanent status. Among other things, he will have no property interest in his employment, no right to be terminated or disciplined only for just cause, and no right to appeal, challenge, or otherwise be heard regarding any such termination or other disciplinary action the Trindel Insurance Fund may, in its discretion, take during the Executive Director's employment.

The term of this Agreement shall be ~~July 1, 2023~~ <sup>June 30, 2023</sup>, until June 30, 2026, unless earlier terminated by either party in accordance with this Agreement. Trindel Insurance Fund shall notify the Executive Director in writing no later than January 15, 2026, whether it intends to negotiate a renewal of this Agreement.

On or before the effective date of any such termination without cause, the Executive Director shall receive as severance pay a lump sum equal to the lesser of six months' salary or the remainder of the term of the contract, whichever is less, including health benefits but no retirement contribution. The Executive Director shall not be entitled to any severance pay or additional compensation in the event of his resignation, retirement or termination for cause.

The Executive Director may resign his employment with the Trindel Insurance Fund with 60 day written notice. His resignation shall be deemed effective on the 60 day date on the notice, and this agreement shall automatically terminate on that same date, unless otherwise mutually agreed to in writing by the parties.

This instrument contains the entire agreement between the parties. It may not be amended, augmented, diminished or otherwise modified except by a written instrument subscribed by both parties. All negotiations between the parties are superseded by the signing of the Agreement. No claimed tentative agreement or oral agreement prior to the date of execution of this Agreement is binding upon either party.

0.4 **PERFORMANCE EVALUATION.** FUND shall complete a performance evaluation on the EXECUTIVE DIRECTOR annually at the fall Board of Director's meeting.