



1750 Creekside Oaks Drive, Suite 200, Sacramento, CA 95833
(800) 541-4591 Fax (916) 244-1199
<https://www.planjpa.org/>

BOARD OF DIRECTORS MEETING AGENDA

**Thursday, December 5, 2024
9:30 a.m.**

**Toll House Hotel
140 S. Santa Cruz Avenue
Los Gatos, CA 95030**

In compliance with the Americans with Disabilities Act, if you need a disability-related modification or accommodation to participate in this meeting, please contact Katie Sullivan at (916) 244-1164 or (916) 244-1199 (fax). Requests must be made as early as possible and at least one full business day before the start of the meeting.

Documents and materials relating to an open session agenda item that are provided to the Pooled Liability Assurance Network (PLAN) JPA Board of Directors less than 72 hours prior to a regular meeting will be available for public inspection at 1750 Creekside Oaks Dr., Suite 200, Sacramento, CA 95833.

- | | | |
|--------------------|---|----------|
| <u>Page</u> | 1. CALL TO ORDER | |
| | 2. INTRODUCTIONS | |
| | 3. APPROVAL OF AGENDA AS POSTED (OR AMENDED) | A |
| | 4. PUBLIC COMMENTS - The Public may submit any questions in advance of the meeting by contacting Katie Sullivan at: katie.sullivan@sedgwick.com . This time is reserved for members of the public to address the Board relative to matters of the Board of Directors not on the agenda. No action may be taken on non-agenda items unless authorized by law. Comments will be limited to five minutes per person and twenty minutes in total. | |
| | 5. ICE BREAKER | |

Page	6. CONSENT CALENDAR	A
	If a Board Member would like to discuss any item listed, it may be pulled from the Consent Calendar.	
5	*A. Minutes from the June 20, 2024, Board of Directors Meeting	
16	*B. Minutes from the September 20, 2024, Special Board of Directors Meeting	
21	*C. Minutes from the September 26, 2024, Special Board of Directors Meeting	
26	*D. Risk Management Grant Fund Balances as of September 30, 2024	
27	*E. Unaudited Financial Statements as of June 30, 2024	
33	*F. PLAN JPA Claim Policy	
39	*G. Proposed PLAN JPA Defense Panel Counsel List	
	<i>Recommendation: Staff recommends the Board of Directors approve the Consent Calendar.</i>	
	7. GENERAL MANAGER’S REPORT	
44	*A. Report from PLAN JPA’s General Manager	I
	<i>Recommendation: None.</i>	
	8. FINANCIAL MATTERS	
47	A. Update from PLAN JPA Interim Finance Manager	I
	<i>Recommendation: None.</i>	
48	B. Consideration of the Captive Feasibility Study	A
	<i>Recommendation: Staff recommends the Board of Directors approve a Captive Feasibility Study.</i>	
	9. RISK CONTROL MATTERS	
49	A. 2024/25 Risk Control Update	I
	<i>Recommendation: None.</i>	
	10. ADMINISTRATIVE MATTERS	
53	*A. Consideration of Update to the PLAN JPA Bylaws	A
	<i>Recommendation: Staff recommends the Board of Directors approve the proposed update to the PLAN JPA Bylaws.</i>	
83	*B. Consideration of Appointment of Risk Control Manager	A
	<i>Recommendation: The Executive Committee recommends the Board of Directors appoint Shane Baird as PLAN JPA Risk Control Manager.</i>	
85	*C. Consideration of Appointment of Finance Manager	A
	<i>Recommendation: The Executive Committee recommends the Board of Directors appoint Joe Roy as PLAN JPA Finance Manager.</i>	
88	D. Consideration of Request for Proposal for Actuarial Services	A
	<i>Recommendation: The Executive Committee recommends the Board of Directors approve its Finance Committee to review, prepare, and release the Request for Proposal for actuarial services.</i>	

- 89 E. Consideration of Request for Proposal for Financial Auditing Services **A**
 Recommendation: The Executive Committee recommends the Board of Directors approve its Finance Committee to review, prepare, and release the Request for Proposal for financial auditing services.

11. STATE OF THE MARKET

- 90 A. State of the Market **I**
 Recommendation: None.

12. CLAIMS MATTERS

- 91 A. Litigated Claims Trends **I**
 Recommendation: None.
- 92 B. Review of Defense Counsel Panel Survey **I**
 Recommendation: None.
- 93 C. Introduction of PLAN JPA's Third-Party Administrator, Carl Warren **I**
 Recommendation: None.

13. CLOSED SESSION

- A. Pursuant to Government Code Section 54956.95(a), the Board of Directors will hold a closed session to discuss the following claims:
- James Mankin v. City of Benicia
 - Mahesh Karoshi v. City of Campbell
 - Yenissa Carrete v. City of Campbell
 - Jiya Kothari, et al v. City of Cupertino
 - Daniel Sanchez, et al v. City of San Bruno
 - Shashi Sharma v. City of South San Francisco
- B. Pursuant to Government Code Section 54957.1, the Board of Directors will report in open session any reportable action taken in closed session.

14. CLOSING COMMENTS

This time is reserved for comments by Board members and/or staff and to identify matters for future Board business.

- A. Board of Directors
B. Staff

15. ADJOURNMENT

NOTICES:

- The following Board of Directors meeting will be held on June 26, 2025, at 10:00am via videoconference.

December 5, 2024

Agenda Item 6.A.-G.

CONSENT CALENDAR

SUBJECT: Consent Calendar

BACKGROUND AND HISTORY:

The Consent Calendar consists of items that require approval or acceptance but are self-explanatory and require no discussion. If a Board member would like to discuss any item listed, it may be pulled from the Consent Calendar.

RECOMMENDATION:

Staff recommends the Board of Directors approve the Consent Calendar.

REFERENCE MATERIALS ATTACHED:

- A. Minutes from the June 20, 2024, Board of Directors Meeting
- B. Minutes from the September 20, 2024, Special Board of Directors Meeting
- C. Minutes from the September 26, 2024, Special Board of Directors Meeting
- D. Risk Management Grant Fund Balances as of September 30, 2024
- E. Unaudited Financial Statements as of June 30, 2024
- F. PLAN JPA Claim Policy
- G. Proposed PLAN JPA Defense Panel Counsel List

**POOLED LIABILITY ASSURANCE NETWORK JOINT
POWERS AUTHORITY
(PLAN JPA)**

**MINUTES OF THE
BOARD OF DIRECTORS MEETING OF JUNE 20, 2024**

A regular meeting of the Board of Directors was held on June 20, 2024, Via Zoom videoconference.

MEMBERS PRESENT: Rebecca Mendenhall, President, San Carlos
Kevin Bryant, Vice President, Woodside
Maria Ojeda, American Canyon (*non-voting participant*)
George Rodericks, Atherton
Michael Guina, Burlingame
Helen Yu-Scott, Burlingame (*Alternate*)
Will Fuentes, Campbell
Vanessa Guerra, Cupertino (*non-voting participant*)
Sarah Monnastes, Dublin
Tomohito Oku, East Palo Alto
Diane Pitman, Foster City
Kenneth Stiles, Half Moon Bay (*Alternate, non-voting participant*)
Jan Cooke, Hillsborough
Gabrielle Whelan, Los Gatos
Isabel Carlos, Milbrae (*non-voting participant*)
Shruti Shah, Milpitas (*Alternate*)
Cathreene Ingham-Watters, Newark
Yulia Carter, Pacifica
Sharif Etman, Portola Valley
Darcy Smith, San Bruno
Monica Labossiere, Saratoga (*Left during Agenda Item 7.B*)
Jason Wong, South San Francisco
Christina Penland, Suisun City

MEMBERS ABSENT: Kim Imboden, Benicia
Cody Einfalt, Los Altos Hills
Donald Larkin, Morgan Hill
Christa Johnson, Ross
Greg Chanis, Tiburon

OTHERS PRESENT:

Eric Dahlen, General Manager
Katie Sullivan, Assistant General Manager
Min Su, Finance Manager *(Left at Closed Session)*
Bill Taylor, Risk Control Manager *(Left at Closed Session)*
John Burdette, Assistant Analyst *(Left at Closed Session)*
Susan DeNardo, Litigation Manager
Marc Zafferano, Board Counsel
Seth Cole, Alliant Insurance Services *(Left at Closed Session)*
Dorienne Zumwalt, Sedgwick Claims Administration *(Left at Closed Session)*
Miguel Beas, Senior Accountant *(Left at Closed Session)*
Jon Paulsen, Sedgwick Vice-President of Pooling *(Left at Closed Session)*
Shannon Brangan, Campbell *(Left at Closed Session)*
Aarin Bailey, Campbell *(Left at Closed Session)*
Sarahi Vargas Garcia, Sedgwick *(Left at Closed Session)*

1. CALL TO ORDER

The June 20, 2024, Board of Directors meeting was called to order at 9:32 a.m. by President Rebecca Mendenhall.

2. INTRODUCTIONS

Roll call introductions were made it was determined a quorum was present.

3. APPROVAL OF AGENDA AS POSTED (OR AMENDED)

Michael Guina moved to approve the agenda as posted. Yulia Carter seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

4. PUBLIC COMMENTS

None.

5. CONSENT CALENDAR

Kevin Bryant moved to approve the following items: A) Minutes from the November 29-30, 2023, Annual Workshop; B) Minutes from the March 28, 2024, Special Board of Directors Meeting; C) 2023/24 Risk Control Update; D) Risk Management Grant Fund Balances as of May 30, 2024; E) Treasurer's Report as of March 31, 2024; F) Investment Performance Report as of March 31, 2024; G) Investment Policy Memo from PFM Asset Management; H) Investment Policy – Revised March 14, 2024; I) 2024 Sewer and Storm Water Summit Proposal; and J) PLAN JPA Conflict of Interest Code & Biennial Notice. George Rodericks seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

6. GENERAL MANAGER'S REPORT

A. Report from PLAN JPA's General Manager

Eric Dahlen, PLAN's General Manager, provided updates to the Board on the following topics:

- **Third-Party Request for Proposal Update**

In March of this year, the Board approved the release of a Request for Proposals (RFP) for the Third-Party Administrator services for claims management. An Ad-Hoc Committee was established consisting of Rebecca Mendenhall (San Carlos), Jason Wong (South San Francisco), Christa Johnson (Ross), Darcy Smith (San Bruno), and Christina Penland (Suisun City).

Mr. Dahlen reported three responses were received. Proposers consisted of Sedgwick, George Hills, and Carl Warren. He advised the Ad-Hoc Committee would meet within the upcoming months to review the proposals and conduct interviews.

- CAJPA Membership

Earlier this year, the Board of Directors approved the JPA's Strategic Plan and within the plan, certain initiatives were established to engage the membership and push the pool to ensure operational and best practices are aligned with the long-term goal of accreditation through the California Associate of Joint Powers Authorities (CAJPA).

Mr. Dahlen informed the Board PLAN JPA will become a member of CAJPA and PLAN members will have access to educational and training opportunities through CAJPA.

- Risk Management Grant Fund

The Risk Management Grant Fund (Grant Fund) has served members well since it's inception; however, over the last three program years, many of the funds have consistently gone unutilized which has become a liability struck against the pool's assets.

Mr. Dahlen stated staff will thoroughly review options and bring them forward to the next Risk Management Committee meeting for vetting. The Board directed staff to fund the Grant Fund for the 2024/25 Program Year.

- Governance

Katie Sullivan, PLAN JPA Assistant General Manager, informed the Board PLAN JPA's governing documents, including the Joint Powers Agreement and the Bylaws, will be reviewed by staff and cleaned up per conversations held during the April Executive Committee meeting. Changes will be brought forward in December at the Annual Workshop.

7. ADMINISTRATIVE MATTERS

A. Governing Documents Review and Update

Mr. Dahlen reminded the Board the Memoranda of Coverage (MOC) for the General Liability and Property Programs are reviewed by staff annually to ensure necessary coverage updates are done prior to the new program year. He stated while there was concern regarding a proposed change to the MOC for the California Affiliated Risk Management Authority (CARMA), PLAN JPA's excess coverage provider, around inverse condemnation, after a review done by PLAN's Coverage Counsel, Byrne Conley, no other changes to PLAN's Liability MOC are needed at this time.

Additionally, no other changes to the Property Program MOC are needed for the 2024/25 Program Year.

Jan Cooke moved to approve the changes to the Memorandum of Coverage for the Liability and Property Programs for 2024/25. Kevin Bryant seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

B. Consideration of Financial Audit, Actuarial Agreements, and Coverage Counsel Agreements

Mr. Dahlen reviewed the following with the Board of Directors:

- Financial Auditor

In 2021, PLAN JPA entered into an agreement with James Marta & Company (Marta) for financial auditing services for the fiscal years ending June 30, 2022, 2023, and 2024. In March of 2024, staff was contacted by Marta who was requesting an 18% fee increase for the currently contracted fiscal year, as well as the next two upcoming years.

After a brief discussion, the Board agreed to hold Marta to the previously contracted fee for the current program year and to go out for RFP for financial auditing services.

- Actuarial Services

In July 2019, PLAN JPA entered into an agreement with Bickmore Actuarial for consulting services. This agreement is set to expire on June 30, 2024. Staff was contacted by Bickmore Actuarial with a request to engage in another five-year contract with a 7% fee increase.

The Board discussed and agreed to engage in a one-year extension and directed staff to create an RFP to ensure PLAN JPA is getting the best pricing and to do their due diligence.

Gabrielle Whelan moved to complete the current agreement with James Marta & Company for financial auditing services and to move forward with a Request for

Proposal. Sarah Monnastes seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

Kevin Bryant moved to approve the amendment with Bickmore Actuarial for actuarial services and the agreement with Byrne Conley for coverage counsel services. Diane Pitman seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

C. Discussion Regarding Attendance and Consideration of Resolution to Establish Meeting Dates for the 2024/25 Program Year

At the April 25, 2024, Executive Committee meeting, the Executive Committee reviewed Resolution No. 2024-01: Establishing Meeting Dates for the 2024/25 Program Year, which included the continuation of the PLAN JPA Annual Workshop. Another change to the schedule is the elimination of the March Board of Directors meeting in which members would receive preliminary budgetary numbers. Staff begins receiving requests for this information as early as January; therefore, moving forward and in lieu of the March Board meeting, staff will provide preliminary budget information immediately following the Finance Committee meeting.

Mr. Dahlen reminded the Board PLAN JPA is a member-driven risk sharing pool and business can only be conducted when a quorum of the membership has been reached. Over the last several program years, staff has had to cancel and reschedule both committee and Board meetings due to lack of attendance; thereby, preventing business from being conducted under the Brown Act. Mr. Dahlen reviewed the following options to help rectify this issue:

- 1) Reaffirmation of position responsibilities – where each appointed director and their respective alternates would reaffirm their commitment to serving on the Board.
- 2) Replacement of director/alternate – should a member agency not attend any Board meeting during the program year, staff would notify the member the position has been abandoned and a new representative will need to be assigned.

3) Financial penalty – issuing a fine to non-participating agencies.

Discussion ensued around attendance, with the Board in agreement that virtual meetings are more convenient as it eliminates travel time to and from a location. However, the benefits to in-person meetings are highly valuable to the success of the pool. With the elimination of the March Board meeting, the Board agreed the June Board meeting should be held in person, instead of virtual. Additionally, the Board directed staff to work to clarify member ability to appoint up to two alternates and if alternates could serve on PLAN JPA's subcommittees.

Kevin Bryant moved to approve Resolution No. 2024-01: Establishing Meeting Dates for the 2024/25 Program Year. Yulia Carter seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

D. State of the Market – Liability and Property

Seth Cole, Alliant, provided a State of the Market review for the General Liability and Property Programs and what the pool could expect for the upcoming renewal market.

Mr. Cole also covered the requirements for the cyber renewal and informed the members on what they will need to do to do to protect themselves but also be eligible for the renewals.

8. RISK CONTROL MATTERS

A. Consideration of 2024/25 Risk Control Plan

Bill Taylor, PLAN JPA Risk Control Manager, presented the 2024/25 Risk Control Plan with the comments and guidance provided by the Executive Committee at their April 2024 meeting, the December 2023/24 Annual Workshop, and staff interactions with PLAN JPA members. PLAN JPA members continue to use the core services of the risk control service plans, and it is recommended to keep those services in order to address relevant risk issues facing PLAN members.

The proposed risk control service plan for 2024/25 includes:

- Focused Member Services

- Development of Focused Self-Assessments Materials
- Risk Control Service Days on Request
- Regional Training
- Oversight of the Risk Management Fund Reimbursements
- Unlimited Phone and Email Consultation
- Sedgwick Risk Control Website Resources

Yulia Carter moved to approve the 2024/25 Risk Control Service Plan. Diane Pitman seconded the motion A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

B. Consideration of Fixed Pricing Agreement with DataWorks Right of Way Assessment Management & Condition Assessment

Dangerous Conditions of Roadway claims (streets) for PLAN JPA members have resulted in incurred losses of \$4,515,731 over the past 10 years. Effective management of right-of-way assets, including sidewalks, street signs, storm drains, ADA curb ramps, signals, light poles, and other infrastructure can enhance public safety and reduce an entity's exposure to dangerous conditions of public property claims.

Mr. Taylor reminded the Board that DataWorks, and affiliate of Precision Concrete Cutting, has provided PLAN JPA with a fixed pricing agreement for right of way inventory and condition assessments. PLAN JPA has established fixed pricing agreements with other vendors including Precision Concrete Cutting, Total Aquatics Management, and DKF Solutions. Mr. Taylor reviewed the benefits of the agreement with DataWorks, informing the agreement is designed to provide PLAN members with favorable pricing for the infrastructure condition assessments.

George Rodericks moved to approve the fixed pricing agreement with DataWorks. Kevin Bryant seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

9. FINANCIAL MATTERS

A. Consideration of the 2024/225 Draft Operating Budget

Min Su, PLAN JPA Finance Manager presented the Draft 2024/25 Operating Budget. Per the preliminary operating budget, the overall budgeted contributions were projected to increase from \$32.7 million to \$40.1 million, a 22.3% increase. The Liability program was projected to increase by 22.8% while the Property program was projected to increase by 19.2% from the prior year.

The risk-sharing layer in the Liability Program, member retentions up to \$1 million is presented at the 60% Confidence Level and with a 2% discount factor. Based on current actuarial report dated March 11, 2024, member contributions increased by 35.5% due to substantial claim losses and adverse development, as well as estimated payroll increasing by 8.8% for the pool. Contributions for the California Affiliated Risk Management Authority (CARMA), PLAN's \$9 million excess \$1 million coverage provider, are increasing by 24.4% due to adverse claim development and purchased excess coverage from \$10 million to \$35 million increased by 13.6%.

PLAN JPA's Property Program is increasing 29.2% due to a 5% increase in Confidence Level for the 2024/25 Program Year. The increase in Confidence Level funding was part of the three-year Rehabilitation Plan to provide long-term stability in the Property Program. Excess property coverage increased by 12.1% over prior year.

Administrative expenses are budgeted to increase 3% over the prior year.

Yulia Carter moved to approve the 2024/25 Operating Budget, subject to final numbers. Kevin Bryant seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

10. UPDATE FROM SEDGWICK CLAIMS ADMINISTRATION

Dorienne Zumwalt, Sedgwick Claims Administration, was in attendance to provide an update to the Board of Directors.

Ms. Zumwalt reviewed the open claims by fiscal year for the General Liability program, informing the Board by the end of June, the claims administration staff will have completed 73 claim reviews with PLAN JPA members.

11. CLOSED SESSION

A. The Board convened to closed session, pursuant to Government Code section 54956.95(a) at 11:10 a.m. to discuss the following claims:

- Chengguo Dong v. City of Burlingame
- Harshit Sharma, et al v. City of Cupertino
- Daniel Sanchez, et al v. City of San Bruno
- 4A23045D74G-001 – City of South San Francisco – 02/09/2023

B. Pursuant to Government Code Section 54957.1, the Committee reconvened to open session at 11:31 a.m. The following actions were taken under closed session:

No reportable action was taken during closed session.

12. ELECTIONS

A. Review of Candidates to Fill PLAN JPA Committees and Officer Positions

Annually, the Board approves the candidates to serve on PLAN JPA's committees. Each committee must consist of no less than three members of the Board of Directors except for the Executive Committee, which consists of nine designated members. Each committee shall appoint a chairperson. Additionally, per the Bylaws, each Officer shall serve a two (2) year term.

Ms. Sullivan informed the Board of the following needed appointments:

- 1) Any interested participants to serve on the Risk Management or Finance committees.
- 2) Election of Officers to fill the respective roles:
 - a. Treasurer

Ms. Sullivan reminded the Board of the departure of Pak Lin, Town of Colma, in January 2024 which led to the appointment of Will Fuentes, City of Campbell, as Treasurer to serve

the remainder of Ms. Lin's term. Mr. Fuentes will need to be reappointed as Treasurer for the term of July 1, 2024, through June 30, 2026.

Sarah Monnastes, City of Dublin, and Diane Pitman, City of Foster City, volunteered to serve on PLAN JPA's Risk Management Committee.

Kevin Bryant moved to appoint Will Fuentes as PLAN JPA Treasurer. George Rodericks seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

George Rodericks moved to appoint Sarah Monnastes and Diane Pitman to the Risk Management Committee. Kevin Bryant seconded the motion. A roll call vote was taken and the motion passed unanimously by Maria Ojeda, George Rodericks, Michael Guina, Will Fuentes, Sarah Monnastes, Tomohito Oku, Diane Pitman, Kenneth Stiles, Jan Cooke, Gabrielle Whelan, Isabel Carlos, Shruti Shah, Cathreene Ingham-Watters, Yulia Carter, Sharif Etman, Darcy Smith, Rebecca Mendenhall, Monica Labossiere, Jason Wong, Christina Penland, and Kevin Bryant.

13. CLOSING COMMENTS

A. Board of Directors

None.

B. Staff

None.

14. ADJOURNMENT

The Regular Meeting of the PLAN JPA Board of Directors was adjourned at 11:41 a.m.



Katie Sullivan, Assistant Board Secretary

**POOLED LIABILITY ASSURANCE NETWORK JOINT
POWERS AUTHORITY
(PLAN JPA)**

**MINUTES OF THE BOARD OF DIRECTORS
SPECIAL MEETING OF SEPTEMBER 20, 2024**

A Special Meeting of the Board of Directors was held on September 20, 2024, via Zoom Videoconference.

MEMBERS PRESENT: Rebecca Mendenhall, President, San Carlos
Kevin Bryant, Vice President, Woodside
Maria Ojeda, American Canyon (*non-voting participant, left during Agenda Item 5.A*)
Michael Guina, Burlingame
Helen Yu-Scott, Burlingame (*Alternate, non-voting*)
Renee Eshun, Colma
Vanessa Guerra, Cupertino (*non-voting participant*)
Sarah Monnastes, Dublin
Tomohito Oku, East Palo Alto
Diane Pitman, Foster City (*non-voting participant*)
Lisa Rossi, Half Moon Bay
Jan Cooke, Hillsborough
Gabrielle Whelan, Los Gatos (*left during Agenda Item 5.A*)
Isabel Carlos, Millbrae
Mike Sung, Millbrae (*Alternate, non-voting*)
Shruti Shah, Milpitas
Donald Larkin, Morgan Hill
Cathreene Ingham-Watters, Newark
Stephanie Coy, Pacifica
Christa Johnson, Ross (*non-voting participant*)
Cyndie Martel, Ross (*Alternate*)
Jenny Liu, San Carlos (*Alternate, non-voting participant*)
Monica LaBossiere, Saratoga
Jason Wong, South San Francisco (*non-voting participant*)
Christina Penland, Suisun City
Cindy Safe, Woodside (*Alternate, non-voting participant*)

MEMBERS ABSENT: Will Fuentes, Treasurer, Campbell
George Rodericks, Atherton
Kim Imboden, Benicia
Cody Einfalt, Los Altos Hills
Sharif Etman, Portola Valley
Darcy Smith, San Bruno
Greg Chanis, Tiburon

OTHERS PRESENT: Eric Dahlen, General Manager
Katie Sullivan, Assistant General Manager
Kassandra Batista, Administrative Analyst
Susan DeNardo, Litigation Manager
Marc Zafferano, Board Counsel

1. CALL TO ORDER

The September 20, 2024, Special Board of Directors meeting was called to order at 2:02 p.m. by President Rebecca Mendenhall.

2. INTRODUCTIONS

Roll call introductions were made and it was determined there was a quorum present.

3. APPROVAL OF AGENDA AS POSTED (OR AMENDED)

Michael Guina moved to approve the agenda as posted. Donald Larkin seconded the motion. A roll call vote was taken and the motion passed unanimously by Rebecca Mendenhall, Kevin Bryant, Maria Ojeda, Michael Guina, Renee Eshun, Sarah Monnastes, Tomohito Oku, Lisa Rossi, Jan Cooke, Gabrille Whelan, Isabel Carlos, Shruti Shah, Donald Larkin, Cathreene Ingham-Watters, Stephanie Coy, Cyndie Martel, Monica Labossiere, and Christina Penland.

4. PUBLIC COMMENTS

None.

5. CONTRACTS

A. Review and Consideration of the Third-Party Administration Request for Proposal Results

Eric Dahlen, PLAN JPA General Manager, reminded the Board in November 2023, the Board held a discussion regarding the performance of its service providers. At the conclusion of its discussion, the Board provided authority to the Executive Committee, and Marc Zafferano, Board Counsel, to oversee the Request for Proposal (RFP) process for Third-Party Administration (TPA) services. During the January 2024 Executive Committee, the Executive Committee approved a proposal with Clovis Consultants and Associates for management of the RFP; however, in a Special Executive Committee meeting, the Executive Committee terminated the agreement with Clovis Consultants and Associates. During the March 2024 Special Board of Directors meeting, the Board established an Ad hoc Committee consisting of the following:

- Rebecca Mendenhall, PLAN JPA President, City of San Carlos
- Darcy Smith, City of San Bruno
- Christa Johnson, Town of Ross
- Christina Penland, City of Suisun City
- Jason Wong, City of South San Francisco

Over the next few months, the RFP was released and staff received proposals from three companies: Sedgwick, Carl Warren, and George Hills. All proposals were reviewed and all companies were invited for interviews. The Ad Hoc Committee evaluated the proposals and interviewed respondents. The Ad Hoc Committee provided comments and written feedback regarding their respective selections, along with a forced ranking system to staff, informing of their selection of Carl Warren. Staff was instructed to begin contract discussions.

Mr. Dahlen informed the Board the new contract with Carl Warren has a price structure that would save PLAN JPA approximately \$30,000 per year for the first three years, and if the pool extends the contract by the two optional years, the pool would save \$136,000 per program year. He stated the total savings would be approximately \$292,000 over five program years.

Various members of the Ad Hoc Committee provided their individual feedback, mentioning the benefit of location as Carl Warren operates out of the Bay Area and the pricing structure being lower than the current TPA, despite that the original price of Carl Warren was higher; however, after negotiations between Mr. Dahlen and Carl Warren, Carl

Warren came back with better overall pricing for all proposed services. The price break is notable due to rising insurance rates and cost savings measures are important. Additionally, it was noted that Carl Warren has a current practice of calling the claimant ahead of sending a denial letter which aids in communications and prevents any confusion in the claims process.

A question arose regarding the 21% fee for subrogation and if that would fall to the member if the third-party refused to pay it. Mr. Dahlen advised that the cost is to be included in the fee charged to the other party and not charged to the member; however, he would reach out to Carl Warren for more information.

The Board continued to ask questions regarding Carl Warren references, claim history, and the amount of adjusters available for PLAN JPA. Carl Warren provided information on the adjusters along with their resumes, stating the senior adjusters on the account have years of experience and at least two new members of staff would be hired for this contract, with potential candidates are already being interviewed.

A few questions around the \$750 charge per claim arose as there was some confusion on when the pool would be charged this amount. It was clarified that charge is for Carl Warren to take over any current claims that PLAN JPA has with their current TPA. Extensive work will need to be done to inform the claimants of a new administration. The charge would also apply to any claims over the 550 threshold. The amount of current claims PLAN JPA has will need to be researched and brought to the Board at a later date.

During discussion quorum was lost and Ms. Mendenhall directed the Board to provide any additional questions to staff. Staff was directed to perform reference checks for Carl Warren and to schedule another Special Board meeting to review and approve a new TPA to allow the necessary transition time for a January 1st start date.

6. CLOSING COMMENTS

A. Board of Directors

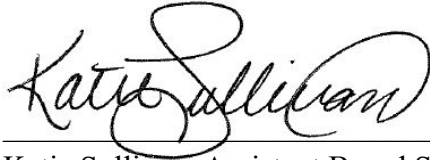
None.

B. Staff

None.

7. ADJOURNMENT

The Special Meeting of the PLAN JPA Board of Directors was adjourned at 3:08 p.m.

A handwritten signature in black ink, reading "Katie Sullivan". The signature is written in a cursive style with a large, looping "S" for the last name.

Katie Sullivan, Assistant Board Secretary

**POOLED LIABILITY ASSURANCE NETWORK JOINT
POWERS AUTHORITY
(PLAN JPA)**

**MINUTES OF THE BOARD OF DIRECTORS
SPECIAL MEETING OF SEPTEMBER 26, 2024**

A Special Meeting of the Board of Directors was held on September 26, 2024, via Zoom Videoconference.

MEMBERS PRESENT: Rebecca Mendenhall, President, San Carlos
Will Fuentes, Treasurer, Campbell
Michael Guina, Burlingame
Renee Eshun, Colma
Kristina Alfaro, Cupertino (*arrived during Agenda Item 5.A*)
Sarah Monnastes, Dublin
Tomohito Oku, East Palo Alto (*non-voting participant*)
Diane Pitman, Foster City
Jan Cooke, Hillsborough
Gabrielle Whelan, Los Gatos
Mike Sung, Millbrae (*Alternate*)
Shruti Shah, Milpitas
Cathreene Ingham-Watters, Newark
Stephanie Coy, Pacifica
Christa Johnson, Ross
Darcy Smith, San Bruno
Jenny Liu, San Carlos (*Alternate, non-voting participant*)
Monica LaBossiere, Saratoga
Jason Wong, South San Francisco
Cindy Safe, Woodside (*Alternate*)

MEMBERS ABSENT: Kevin Bryant, Vice President, Woodside
Maria Ojeda, American Canyon
George Rodericks, Atherton
Kim Imboden, Benicia
Lisa Rossi, Half Moon Bay
Thomas Leung, Los Altos Hills
Donald Larkin, Morgan Hill
Sharif Etman, Portala Valley
Christina Penland, Suisun City

Greg Chanis, Tiburon

OTHERS PRESENT:

Eric Dahlen, General Manager
Katie Sullivan, Assistant General Manager
Kassandra Batista, Administrative Analyst
Susan DeNardo, Litigation Manager
Marc Zafferano, Board Counsel

1. CALL TO ORDER

The September 26, 2024, Special Board of Directors meeting was called to order at 2:03pm a.m. by President Rebecca Mendenhall.

2. INTRODUCTIONS

Roll call introductions were made and it was determined there was a quorum present.

3. APPROVAL OF AGENDA AS POSTED (OR AMENDED)

Michael Guina moved to approve the agenda as posted. Gabrielle Whelan seconded the motion. A roll call vote was taken and the motion was passed unanimously by Rebecca Mendenhall, Will Fuentes, Michael Guina, Renee Eshun, Sarah Monnastes, Diane Pitman, Jan Cooke, Gabrielle Whelan, Mike Sung, Shruti Shah, Cathreene Ingham-Watters, Stephanie Coy, Christa Johnson, Darcy Smith, Monica Labossiere, Jason Wong, and Cindy Safe.

4. PUBLIC COMMENTS

None.

5. CONTRACTS

A. Review and Consideration of the Third-Party Administration Request for Proposal Results

Eric Dahlen, PLAN JPA General Manager, reminded the Board of the overall discussion topics during the September 20th Board of Directors meeting regarding the approval of the contract with Carl Warren for Third-Party Administration (TPA) services. He advised towards the end of discussion, a quorum was lost and the Board could not take action.

Mr. Dahlen received a few additional questions from the Board and reviewed the following:

- With a new TPA does that change the PLAN Defense Counsel Panel?
 - o Nothing changes with the PLAN Defense Counsel Panel. The Executive Committee establishes and maintains the panel of defense attorneys. Any TPA that works for PLAN JPA will work with the established panel.
- What was the longevity of the senior staff for the new company?
 - o A concern with the incumbent company was staff turnover and as such is a concern for the proposed TPA company. The claims manager has been with Carl Warren for 11 years. Both claims supervisors have been with Carl Warren for 6 plus years. The Executive Vice President has been with company for greater than five years. Carl Warren will have to hire two new claims adjusters to satisfy the needs of this contract.
- Overall pricing between the three proposals received:
 - o A table of pricing information was presented from each company. Carl Warren charges \$763,000, George Hills \$835,000, and Sedgwick \$794,000. The fee will drop on year 4 due to transfer fee and starting costs.
- How much did Sedgwick recover for PLAN in fiscal year 23/24 through their subrogation efforts?
 - o Sedgwick reported \$765,000. PLAN JPA finance team has been asked to investigate that number and verify, if possible.
 - o Carl Warren is listing a 21% fee per recovery for subrogation. Per Carl Warren, approximately 70% of the time they are able to recover fees from the third party, meaning the client would be charged about 5% on 30% of the claims where the full amount cannot be recovered.
- Trust Account
 - o The TPA would set up, adjust, and maintain a trust account where they are an executor of the account. PLAN JPA funds this account where a balance of \$250k to \$400k is maintained. Typically, the funds in those accounts incur an interest and Carl Warren proposed that the interest would be given to them. This is not how PLAN operates with the current TPA as the account funded for that company does not incur interest.

- Confirmation that the fees proposed are for up to 550 new claims per year not the number of active claims.
 - o Susan DeNardo, PLAN JPA Litigation Manager, found that PLAN JPA currently has 362 open claims. Between 380 – 440 claims were opened in the 23/24 fiscal year. The fee that would be charged account for newly filed claims not current claims. PLAN does not have claims that would exceed that number.

Marc Zafferano, Board Counsel, spoke to the reference checks for Carl Warren. The company listed four references: The County of Marin, City of Santa Clara, The City of Sunnyvale, and California Joint Powers Insurance Authority (CJPIA). He sent urgent emails explaining the need to receive reference as well as provided a list of questions from Ms. Mendenhall and Mr. Dahlen. Mr. Zafferano was able to have a conversation with a representative of the City of Santa Clara who stated has a good relationship with Carl Warren. The City of Santa Clara advised Carl Warren is very good about responding to claimants, especially those who have been denied. They also noted there was a brief problem with adjusters but those adjusters are no longer with Carl Warren and there have been no problems since. The representative couldn't comment on subrogation since that is an in-house service for the City. The City of Santa Clara also noted Carl Warren is good at adjusting services to the need of the client, they are hands off in terms of making strong recommendations to settle or not settle, and often agree with what the City recommends. Mr. Zafferano concluded by mentioning that the City of Santa Clara is pleased with Carl Warren's services and they are very collaborative.

Christa Johnson moved to terminate the contract with Sedgwick, PLAN JPA's current Third-Party Administrator, effective December 31, 2024. Sarah Monnastes seconded the motion. The motion passed unanimously by Rebecca Mendenhall, Will Fuentes, Michael Guina, Renee Eshun, Kristina Alfaro, Sarah Monnastes, Diane Pitman, Jan Cooke, Gabrielle Whelan, Mike Sung, Shruti Shah, Cathreene Ingham-Watters, Stephanie Coy, Christa Johnson, Darcy Smith, Monica Labossiere, Jason Wong, and Cindy Safe.

Christa Johnson moved to approve the agreement with Carl Warren for Third-Party Administration Services. Diane Pitman seconded the motion. The motion passed unanimously by Rebecca Mendenhall, Will Fuentes, Michael Guina, Renee Eshun, Kristina Alfaro, Sarah Monnastes, Diane Pitman, Jan Cooke, Gabrielle Whelan, Mike Sung, Shruti Shah, Cathreene Ingham-Watters, Stephanie Coy, Christa Johnson, Darcy Smith, Monica Labossiere, Jason Wong, and Cindy Safe.

6. CLOSING COMMENTS

A. Board of Directors

None.

B. Staff

None.

7. ADJOURNMENT

The Special Meeting of the PLAN JPA Board of Directors was adjourned at 2:38 p.m.

A handwritten signature in black ink, reading "Katie Sullivan". The signature is written in a cursive style with a large, looping "S" for the last name.

Katie Sullivan, Assistant Board Secretary

**GRANT FUND ALLOCATION
FOR FISCAL YEAR 2024-2025**

Member	2024/25 Liability Program Funding	Allocation Percentage	2024/25 GRANT FUND	CarryOver From 23/24	Total Available at start of fiscal year	July 2024	Aug 2024	Sept 2024	Oct 2024	Nov 2024	Dec 2024	Jan 2024	Feb 2024	Mar 2024	April 2024	May 2024	June 2024	Total Grants Expensed in 24/25	Risk Mgmt Grant Available for Use
AMERICAN CANYON	\$ 606,828	2.22%	\$ 11,124	\$ 520.62	\$ 11,644.62													-	\$ 11,644.62
ATHERTON	420,360	1.54%	7,706	36,107.86	43,813.86													-	43,813.86
BENICIA	1,222,115	4.48%	22,403	53,217.95	75,620.95		31,000.00											31,000.00	44,620.95
BURLINGAME	1,248,513	4.58%	22,887	81,610.71	104,497.71													-	104,497.71
CAMPBELL	1,400,692	5.14%	25,676	27,855.41	53,531.41													-	53,531.41
COLMA	153,127	0.56%	2,807	10,764.41	13,571.41													-	13,571.41
CUPERTINO	1,468,135	5.38%	26,913	64,237.46	91,150.46													-	91,150.46
DUBLIN	1,974,347	7.24%	36,192	35,818.20	72,010.20													-	72,010.20
EAST PALO ALTO	787,087	2.89%	14,428	65,930.17	80,358.17													-	80,358.17
FOSTER CITY	967,664	3.55%	17,738	62,359.95	80,097.95													-	80,097.95
HALF MOON BAY	406,567	1.49%	7,453	30,201.71	37,654.71													-	37,654.71
HILLSBOROUGH	579,391	2.12%	10,621	0.00	10,621.00													-	10,621.00
LOS ALTOS HILLS	286,938	1.05%	5,260	18,684.86	23,944.86													-	23,944.86
LOS GATOS	975,227	3.58%	17,877	17,039.40	34,916.40													-	34,916.40
MILLBRAE	733,354	2.69%	13,443	43,885.90	57,328.90													-	57,328.90
MILPITAS	2,498,647	9.16%	45,803	56,873.30	102,676.30													-	102,676.30
MORGAN HILL	1,421,611	5.21%	26,060	144,565.69	170,625.69													-	170,625.69
NEWARK	1,396,089	5.12%	25,592	65,528.81	91,120.81													-	91,120.81
PACIFICA	1,445,970	5.30%	26,506	134,811.89	161,317.89													-	161,317.89
PORTOLA VALLEY	159,389	0.58%	2,922	16,415.12	19,337.12													-	19,337.12
ROSS	122,046	0.45%	2,237	2,085.00	4,322.00													-	4,322.00
SAN BRUNO	1,531,793	5.62%	28,080	0.65	28,080.65													-	28,080.65
SAN CARLOS	1,182,698	4.34%	21,680	10,310.13	31,990.13													-	31,990.13
SARATOGA	896,744	3.29%	16,438	60,056.57	76,494.57		15,183.00											15,183.00	61,311.57
SOUTH SAN FRANCISCO	1,820,106	6.67%	33,365	35,976.29	69,341.29													-	69,341.29
SUISUN CITY	1,024,018	3.75%	18,772	61,714.41	80,486.41													-	80,486.41
TIBURON	342,304	1.25%	6,275	32,038.06	38,313.06													-	38,313.06
WOODSIDE	204,040	0.75%	3,742	3,606.46	7,348.46													-	7,348.46
GRAND TOTAL	\$ 27,275,800	100%	\$ 500,000	\$ 1,172,217.02	\$ 1,672,217.02	\$ -	\$ 46,183.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 46,183.00	\$ 1,626,034.02

PLAN JPA
Statement of Net Position
As of June 30, 2024 and June 30, 2023
(Unaudited)

	<u>June 30, 2024</u>	<u>June 30, 2023</u>	<u>Variance</u>	
			<u>\$</u>	<u>%</u>
Assets				
Current Assets				
Cash and cash equivalents				
Cash - Operating Accounts	\$ 6,186	\$ 374,558	\$ (368,372)	-98.3%
Cash - LAIF (FMV)	55,040	52,409	2,631	5.0%
Cash - CAMP Liquidity	16,283,474	14,807,645	1,475,828	10.0%
Cash - Camp Pool	303,472	73,197	230,275	314.6%
Restricted Cash (Claims Trust)	661,103	(201,902)	863,005	427.4%
Investments	208,176	238,967	(30,791)	-12.9%
Receivables				
Member deductible Receivable	628,334	339,444	288,890	85.1%
Reinsurance/Excess Receivable	-	110	(110)	-100.0%
Interest Receivable	234,786	148,004	86,782	58.6%
Prepaid Expenses	-	-	-	0.0%
Total Current Assets	18,380,570	15,832,432	2,548,138	16.1%
Noncurrent Assets				
Investments	35,255,704	33,933,693	1,322,011	3.9%
Total Assets	53,636,274	49,766,125	3,870,149	7.8%
Liabilities				
Current Liabilities				
Accounts Payable	174,355	90,100	84,255	93.5%
Other Accrued Liabilities	4,959	26	4,932	18668.5%
Unearned Contributions	-	-	-	0.0%
Risk Management Grant Payable	1,172,217	1,159,251	12,966	1.1%
Claims Liabilities	9,364,118	5,804,000	3,560,118	61.3%
Total Current Liabilities	10,715,649	7,053,378	3,662,271	51.9%
Noncurrent Liabilities				
Claims Liabilities	20,949,078	19,768,588	1,180,491	6.0%
Total Liabilities	31,664,727	26,821,965	4,842,762	18.1%
Net Position	\$ 21,971,546	\$ 22,944,160	\$ (972,614)	-4.2%

PLAN JPA
Statement of Revenues, Expenses & Changes in Net Position
For the Year Ended June 30, 2024 and June 30, 2023
(Unaudited)

	June 30, 2024	June 30, 2023	Variance \$	%
Operating Revenues				
Premium Contributions	\$ 32,832,284	\$ 26,609,070	\$ 6,223,214	23.4%
Total Revenues	<u>32,832,284</u>	<u>26,609,070</u>	<u>6,223,214</u>	<u>23.4%</u>
Operating Expenses				
Claims Paid - Net	5,896,223	6,082,588	(186,365)	-3.1%
Claims Admin & Audit	796,067	766,714	29,353	3.8%
Incr/(Decr) in Reserves, IBNR & ULAE	4,740,609	4,201,112	539,496	12.8%
Sub-total Claims Expense	<u>11,432,899</u>	<u>11,050,414</u>	<u>382,485</u>	<u>3.5%</u>
Other Direct Expenses:				
Liability Program				
Excess Insurance - Liability	15,140,059	12,176,485	2,963,574	24.3%
Other Insurance	60,487	56,020	4,467	8.0%
Property Program				
Excess Insurance - Property	6,978,284	4,946,701	2,031,583	41.1%
Flood Insurance	58,018	56,436	1,582	2.8%
Excess Cyber Coverage	413,932	382,887	31,045	8.1%
Employment Liability Program				
Excess Insurance - ERMA	216,026	100,487	115,539	115.0%
Loss Prevention				
Risk Control Services	309,143	298,440	10,703	3.6%
Risk Management Grant	500,000	-	500,000	100.0%
Resolute Guard	60,200	60,050	150	0.2%
Sewer Summit	13,951	9,940	4,011	40.4%
Sub-total Other Direct Expenses	<u>23,750,102</u>	<u>18,087,447</u>	<u>5,662,655</u>	<u>31.3%</u>
Total Claims and Direct Expenses	<u>35,183,000</u>	<u>29,137,861</u>	<u>6,045,139</u>	<u>20.7%</u>
Administrative Expenses				
Program Administration	1,027,406	997,482	29,924	3.0%
Audit Fees	22,900	22,900	-	0.0%
Actuarial Studies	33,830	38,430	(4,600)	-12.0%
Legal Counsel	43,768	45,265	(1,497)	-3.3%
Bank Fees	2,762	2,689	73	2.7%
Meetings & Conferences	28,736	7,248	21,488	296.4%
Bad Debt Expense	110	-	110	100.0%
Miscellaneous Expense	5	1,100	(1,095)	-99.5%
Other Expenses	115	11,038	(10,922)	-99.0%
Total Administrative Expenses	<u>1,159,518</u>	<u>1,115,115</u>	<u>44,404</u>	<u>4.0%</u>
Operating Income (Loss)	<u>(3,510,234)</u>	<u>(3,643,905)</u>	<u>133,671</u>	<u>3.7%</u>
NONOPERATING INCOME				
Miscellaneous Income	885	-	885	100.0%
Investment Income (Loss)	2,536,736	867,018	1,669,718	192.6%
Total nonoperating income	<u>2,537,621</u>	<u>867,018</u>	<u>1,670,603</u>	<u>192.7%</u>
Change in Net Position	(972,614)	(2,776,887)	1,804,274	65.0%
Beginning of year	22,944,160	25,721,047	(2,776,887)	-10.8%
End of year	<u>\$ 21,971,546</u>	<u>\$ 22,944,160</u>	<u>\$ (972,614)</u>	<u>-4.2%</u>

PLAN JPA
Budget vs Actual
Year-to-Date June 30, 2024
(Unaudited)

	<u>Actual</u>	<u>Budget</u>	<u>\$ Variance</u>	<u>% Variance</u>
Revenues				
Member Contributions	\$ 32,832,284	\$ 32,743,063	\$ 89,221	0.3%
Misc. Income	885	-	885	0.0%
Investment Income	2,536,736	78,406	2,458,330	3135.4% a
Total Revenues	35,369,905	32,821,469	2,548,436	7.8%
Expenses				
Claims Related Expenses				
Claims Expense	10,636,832	6,137,000	4,499,832	73.3% b
Claims Admin & Audit	796,067	809,165	(13,098)	-1.6%
Sub-total Claims Related Expense	11,432,899	6,946,165	4,486,734	64.6%
Insurance Expense				
Liability Program				
Excess Insurance - Liability	15,140,059	15,140,059	-	0.0%
Other Insurance	60,487	61,091	(604)	-1.0%
Property Program				
Excess Insurance - Property	6,978,284	6,978,285	-	0.0%
Flood Insurance	58,018	58,018	-	0.0%
Excess Cyber Coverage	413,932	413,932	-	0.0%
Employment Liability Program				
Excess Insurance - ERMA	216,026	126,805	89,221	70.4% c
Sub-total Insurance Expense	22,866,807	22,778,190	88,617	0.4%
Loss Prevention Expense				
Risk Control Services	309,143	307,393	1,750	0.6%
Risk Management Fund	500,000	500,000	-	0.0%
Resolute Guard	60,200	142,100	(81,900)	-57.6% d
Sewer Summit	13,951	20,000	(6,049)	-30.2%
Sub-total Loss Prevention Expense	883,294	969,493	(86,199)	-8.9%
Administration				
Program Administration	1,027,406	1,027,406	-	0.0%
Financial Audit	22,900	22,900	-	0.0%
Actuarial Studies	33,830	52,448	(18,618)	-35.5% e
Legal Counsel	43,768	57,377	(13,609)	-23.7% f
CAJPA Accreditation	-	12,000	(12,000)	-100.0% g
Bank Fees	2,762	6,000	(3,238)	-54.0%
Meetings & Conferences	28,736	55,000	(26,264)	-47.8% h
Training & Workshops	-	5,000	(5,000)	-100.0%
Allowance for Contingencies	115	10,000	(9,885)	-98.8%
Sub-total Administrative Expenses	1,159,518	1,248,131	(88,613)	-7.1%
Total Expenses	36,342,518	31,941,979	4,400,539	13.8%
Budgeted Net Income (Loss)	\$ (972,614)	\$ 879,490	\$ (1,852,103)	-210.6%

Notes:

The budget is 100% completed through June 30, 2024. Any significant budget variances (+/- 25%; greater than \$10,000) are explained below.

a Investment income increased, over prior year, primarily due to higher yield rates for CAMP Liquidity.

b Claims paid in the 2023/24 fiscal year was \$5.9 million, which contributed to overall claims expense. In addition, claims reserves for the liability program increased by \$4.7 million from prior year.

c Employment liability increased due to the City of Burlingame adding coverage mid year.

d Budgeted for all members to participate in Resolute Guard services, but not all members participated in 2023/24 Fiscal Year.

e Actuarial Studies fees were lower than expected for current year and consistent with prior year's costs.

f Legal Counsel fees were lower than expected for current year and consistent with prior year's costs.

g CAJPA Accreditation was not pursued in current fiscal year.

h More meetings were budgeted for than occurred.

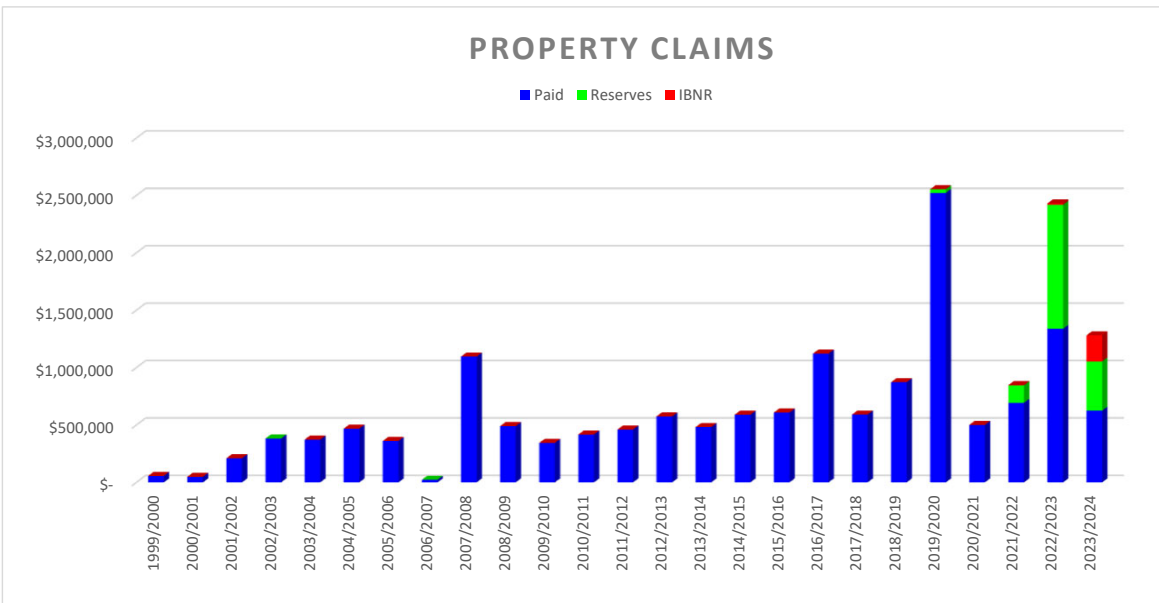
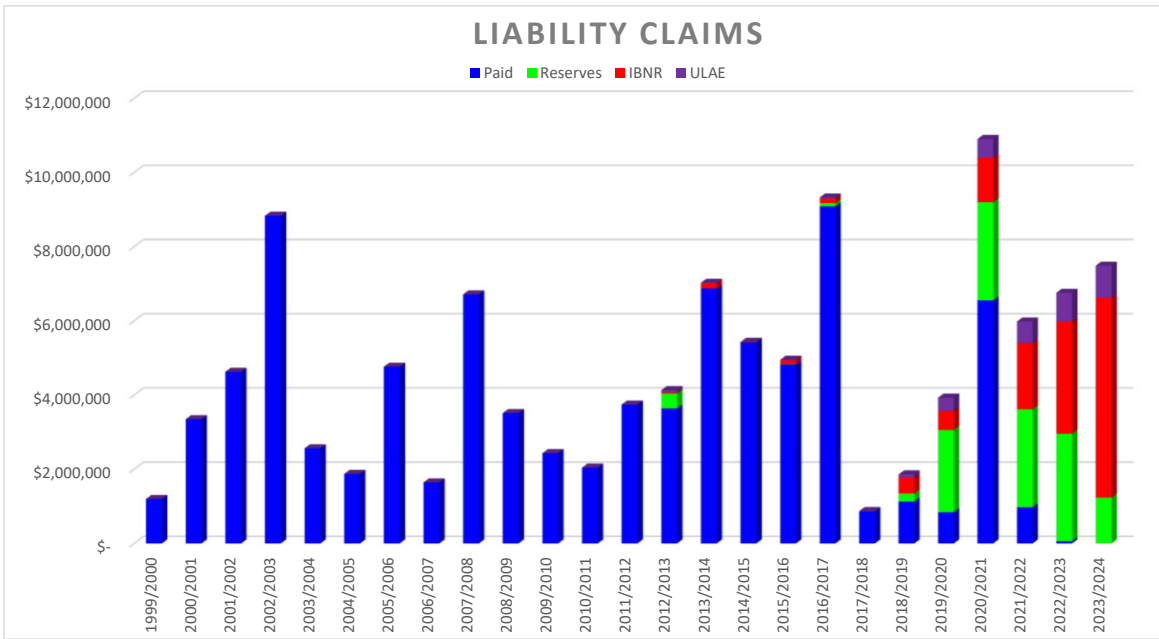
PLAN JPA
Statement of Net Position by Program
As of June 30, 2024 and June 2023
(Unaudited)

	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023	Total
	Liability	Liability	Property	Property	
Assets					
Cash and Investments	\$ 49,307,055	\$ 46,294,065	\$ 3,466,099	\$ 2,984,503	\$ 52,773,154
Accounts Receivable	628,334	339,444	-	-	628,334
Interfund Receivable	784,084	784,084	-	-	784,084
Reinsurance/Excess Receivable	-	110	-	-	-
Interest Receivable	234,786	148,004	-	-	234,786
Prepaid Expenses	-	-	-	-	-
Advance to - Property	784,084	1,568,168	-	-	784,084
Total Assets	51,738,343	49,133,875	3,466,099	2,984,503	55,204,442
Liabilities					
Current Liabilities					
Accounts Payable	159,824	72,079	14,531	18,020	174,355
Interfund Payable	-	-	784,084	784,084	784,084
Other Accrued Liabilities	3,967	26	992	-	4,959
Unearned Contributions	-	-	-	-	-
Risk Management Grant Payable	1,172,217	1,159,251	-	-	1,172,217
Claims Liabilities	7,972,000	5,000,000	1,392,118	804,000	9,364,118
Total Current Liabilities	9,308,008	6,231,356	2,191,725	1,606,104	11,499,733
Noncurrent Liabilities					
Advance From - Liability	-	-	784,084	1,568,168	784,084
Claims Liabilities	20,406,451	19,283,423	542,628	485,165	20,949,078
Total Noncurrent Liabilities	20,406,451	19,283,423	1,326,712	2,053,333	21,733,162
Total Liabilities	29,714,458	25,514,779	3,518,437	3,659,437	33,232,895
Net Position	\$ 22,023,885	\$ 23,619,095	\$ (52,338)	\$ (674,935)	\$ 21,971,546

"Reserves for IBNR & ULAE" is stated at discounted, expected confidence level.

PLAN JPA
Statement of Revenues, Expenses & Changes in Net Position By Program
For the Year Ended June 30, 2024 and June 30, 2023
(Unaudited)

	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023	
	Liability	Liability	Property	Property	Total
Operating Revenues					
Premium Contributions	\$ 22,200,709	\$ 19,232,125	\$ 10,631,575	\$ 7,376,945	\$ 32,832,284
Total Revenues	22,200,709	19,232,125	10,631,575	7,376,945	32,832,284
Operating Expenses					
Claims Paid - Net	4,498,998	4,099,025	1,397,224	1,983,563	5,896,223
Claims Admin & Audit	636,854	613,369	159,213	153,345	796,067
Incr/(Decr) in Reserves, IBNR & ULAE	4,095,028	4,320,909	645,581	(119,796)	4,740,609
Claims Expense	9,230,880	9,033,303	2,202,019	2,017,112	11,432,899
Other Direct Expenses:					
Liability Program					
Excess Insurance-Liability	15,140,059	12,176,485	-	-	15,140,059
Other Insurance	60,487	56,020	-	-	60,487
Property Program					
Excess Insurance - Property	-	-	6,978,284	4,946,701	6,978,284
Flood Insurance	-	-	58,018	56,436	58,018
Excess Cyber Coverage	-	-	413,932	382,887	413,932
Employment Liability Program					
Excess Insurance - ERMA	216,026	100,487	-	-	216,026
Loss Prevention					
Risk Control Services	247,315	236,763	61,829	61,677	309,143
Risk Management Grant	500,000	-	-	-	500,000
Resolute Guard	-	48,040	60,200	12,010	60,200
Sewer Summit	11,161	9,940	2,790	-	13,951
Sub-total Other Direct Expenses	16,175,048	12,627,735	7,575,053	5,459,711	23,750,102
Total Claims and Direct Expenses	25,405,928	21,661,038	9,777,072	7,476,823	35,183,000
Administrative Expenses					
Program Administration	821,922	797,983	205,484	199,499	1,027,406
Audit Fees	18,320	18,320	4,580	4,580	22,900
Actuarial Studies	27,064	30,744	6,766	7,686	33,830
Legal Counsel	35,015	36,212	8,754	9,053	43,768
Bank Fees	2,210	2,151	552	538	2,762
Meetings & Conferences	22,989	1,100	5,747	-	28,736
Miscellaneous Expense	4	5,799	1	1,450	5
Bad Debt Expense	88	-	22	-	110
Other Expenses	92	5,799	23	1,450	
Total Administrative Expenses	927,611	892,308	231,907	222,806	1,159,518
NONOPERATING INCOME					
Misc. Income	885	-	-	-	885
Investment Income	2,536,736	867,018	-	-	2,536,736
Total nonoperating income	2,537,621	867,018	-	-	2,537,621
Change in Net Position	(1,595,210)	(2,454,203)	622,596	(322,684)	(972,614)
Beginning of year	23,619,095	26,073,298	(674,935)	(352,251)	22,944,160
End of year	\$ 22,023,885	\$ 23,619,095	\$ (52,338)	\$ (674,935)	\$ 21,971,546





1750 Creekside Oaks Drive, Suite 200, Sacramento, CA 95833
(800) 541-4591 Fax (916) 244-1199

<https://www.planjpa.org/>

Claim Policy
Adopted 10/8/03
Revised
~~10/30/23~~10/20/2024

1.0 Policy

It is the policy of the Executive Committee of the Board of Directors of the PLAN Joint Powers Authority (PLAN JPA) to provide policy guidance to staff of Sedgwick assigned to the PLAN JPA Program so that Sedgwick professionally manages all claims submitted by Members, provides experienced legal counsel to defend covered claims, and resolves coverage or settlement disputes in a fair and cost-effective manner.

2.0 Scope

This Claims Policy applies to the Claims Management and Legal Defense Programs established in the Liability Memorandum of Coverage Agreement.

3.0 Objectives

In order to provide a system that will professionally manage claims submitted to PLAN JPA in a manner that provides Members the full benefits of the Memorandum of Coverage (MOC), this policy has the following objectives:

1. Maintain sufficient resources to manage claims
2. Provide experienced legal counsel to defend covered claims
3. Resolve disputes in a fair and cost-effective manner

3.1 Claims Management

To provide stability and expertise in the management of its claims and to ensure they are investigated, evaluated, and resolved in a timely and professional manner:

- The ~~Third Party~~Third-Party Administrator shall maintain an electronic claims management system to be used for regular claims processing by each assigned adjuster. The PLAN JPA Litigation ~~Member~~Manager shall have access to that system. PLAN JPA members shall have access to their claims on the system.
- Each Member shall designate a Claims Liaison in writing as a primary point of contact for resolving claims.

- The Adjuster will work closely with the Claims Liaison to establish an effective claims management program for the Member.
- PLAN JPA shall conduct an audit of the Claims Management Program by a qualified outside firm at least once every two years.

3.2 Defense Counsel Panel List

- ~~The Executive Committee shall maintain a Defense Counsel List of highly qualified attorneys. The Defense Counsel List may be amended by the Executive Committee at any time upon request by a Member, the Litigation Manager, or at the Executive Committee's discretion.~~
- PLAN JPA's Litigation Manager shall maintain a Defense Counsel List of highly qualified attorneys.
- In accordance with PLAN JPA's Master Program Document, the Litigation Manager shall have authority to add experienced attorneys to the Defense Counsel Panel List, without approval from PLAN JPA's Executive Committee or Board of Directors.
- PLAN JPA's membership and the Third-Party Administrator may propose to the Litigation Manager attorneys for appointment to PLAN JPA's Defense Counsel Panel Counsel.
- Litigation Management or the Third-Party Administrator Claims Supervisor may send a request for application to the proposed panel counsel.
- The Litigation Manager (or Third-Party Administrator's Supervising Claims Program Manager with the Litigation Manager's authority) may retain non-panel counsel to represent a member when defense of a particular matter requires specialized knowledge. To accept assignment, such non-panel attorneys must agree to comply with PLAN JPA's Litigation Management Guidelines, save and except for maximum rate limitations.
- Attorneys with proven history on a comparable public entity defense panel may waive the application requirement if they agree to follow PLAN JPA's Litigation Management Guidelines.
- The Executive Committee has the authority to resolve disputes over the assignment of counsel if notice is provided by the member within 30 days of assignment of defense counsel.
- The objections for all counsel on the list are to work closely with claims staff and the Member, resolve lawsuits in a timely and effective manner, and to abide by PLAN JPA's Litigation Management Guidelines.
- ~~Legal defense of all covered claims, not subject to a reservation of rights, may only be provided by attorneys on the latest approved Defense Counsel List.~~
- The ~~TPA assigned adjusters and~~ PLAN JPA Litigation Manager ~~has~~ve the authority to assign counsel ~~from the list~~ and to enforce the Litigation Management Guidelines, provided that approval of a Member Entity's request for specific defense counsel shall not be unreasonably withheld.

3.3. Coverage Determination

It is PLAN JPA's policy to provide each Member the full benefits of the MOC when analyzing coverage for a claim while protecting all Members by denying payment of uncovered claims and/or providing a defense under a reservation of PLAN's right to decline indemnity.

- PLAN JPA staff, legal counsel, or designee (Coverage Counsel) shall be responsible for informing Members of coverage decisions.

A Member may accept as final a coverage decision made by PLAN JPA staff, legal counsel, or Coverage Counsel, or any subsequent coverage decision as outlined below, or may appeal said decision by submitting a written notice of appeal submitted within ninety (90) days of the date of the previous written determination of coverage.

- A Member may appeal the coverage determination made by PLAN JPA staff, legal counsel, or Coverage Counsel to the Executive Committee.
- A Member may appeal the coverage determination made by the Executive Committee to the Board of Directors.

A Member may require binding arbitration of the coverage determination made by the Board of Directors by submitting a written notice requesting such arbitration within ninety (90) days of the date of the Board of Director's written determination.

If the Member and the PLAN JPA Litigation Manager cannot agree on an arbitrator within thirty (30) days of the Member's request for arbitration, each party will choose an arbitrator.

The two arbitrators will select a third arbitrator within thirty (30) days of their appointment.

The parties shall submit their cases to the third arbitrator by written and oral evidence at a hearing. The arbitrator shall be relieved of all judicial formality and shall seek to enforce the intent of the parties.

The decision of the arbitrator shall be binding and final and not subject to appeal except for grounds of fraud and gross misconduct by the arbitrator. The award will be issued within thirty (30) days of the close of the hearings. The parties shall jointly and equally share with the other the expense of the arbitrator.

4.0 Settlement Authority

- The Litigation Manager is authorized to settle any claim with an ultimate net loss equal to or less than two hundred thousand dollars (\$200,000) in excess of the Member's remaining retained limit at the time of settlement
- All other settlements above a Member's self-insured retention shall be approved by the Executive Committee or Board of Directors.

5.0 Reporting

The Litigation Manager will provide the Executive Committee at least once a program yearly-year a report that summarizes open and closed losses greater than Member retentions and that describes progress in achieving its claims management goals and benchmarks.

Members shall report all claims in accordance with the Memorandum of Coverage and PLAN Claim Handling Guidelines, including those settled within the Member's authority, to the TPA in a timely manner.

Each Member will receive a quarterly report listing the Member's open claims and activity since the last report, including all payments made to settle claims on the Member's behalf.

6.0 Claim Program Standards

PLAN JPA's Third Party Administrator shall seek to maintain the following standards in managing claims in accordance with the TPA Program Claim Handling Guidelines and Best Practices and with the Litigation Manager's oversight on reported claims:

- Prompt and adequate investigation of coverage, liability~~liability~~, and damages.
- Initial report sent to member addressing issues above.
~~addressing issues above sent to member within 2 weeks~~
- Make recommendation to accept or reject, a claim within 30 days
- Appropriate diary follow up to resolve outstanding issues.
- Response to all correspondence in a timely manner.
- Adequate reserves posted and adjusted as needed.
- Clear documentation of all activities and thought process in resolving claim.

With respect to the criteria outlined in this policy, the Executive Committee is granted the authority to deviate from the policy when it is appropriate to do so based upon evaluation of the following criteria:

- Favorable or unfavorable claim issues that need to be addressed;
- Legal issues or legislation expected to impact a claim settlement or claims procedures; and
- Risk exposures that impact the viability of the program.

7.0 Policy Adoption

The Claim Policy shall be adopted by majority vote of the Board of Directors. The policy shall be reviewed annually by the Claims Committee. Any modifications are subject to Board approval.

Reference: ~~Sedgwick (TPA) PLAN Program Claim Handling Guidelines and Best Practices~~ TPA PLAN Program Claim Handling Guidelines and Best Practices
PLAN JPA's Litigation Management Guidelines
 PLAN JPA's ' ~~List of Approved Counsel~~ Defense Counsel Panel List

PROPOSED PLAN JPA LIST OF APPROVED COUNSEL

4-23-24 10:30:2024

FIRM	ADDRESS	PHONE	EMAIL	ATTORNEYS
<i>Practice Areas: Insurance Coverage, Appeals</i>				
Allen, Glaessner, Hazelwood & Werth	180 Montgomery St. 12 th Floor, San Francisco, CA 94104	(415) 697- 2000	MHazelwood@aghwlaw.com DAllen@aghwlaw.com PGlaessner@aghwlaw.com	Mark Hazelwood Dale Allen Peter Glaessner
Bertrand, Fox, Elliot Osman & Wentzel	2749 Hyde Street San Francisco, CA 94109 1300 Clay Street, Ste. 58 Oakland, CA 9461	(415) 353- 0999 (510) 466- 6380	GFox@BFESF.com ROsman@BFESF.com EElliot@bfesf.com MWenzel@bfesf.com	Greg Fox Richard Osman Gene Elliott - ADA Michael Wenzel
<u>Cholakian & Associates</u>	<u>461 Second St., Suite 452</u> <u>San Francisco, Ca 94107</u>	<u>(650 871-9544 ext. 201</u>	<u>kcholakian@cholakian.net</u>	<u>Kevin K. Cholakian</u>
Clapp, Moroney, Vucinich, Beeman & Scheley	1111 Bayhill Dr. San Bruno, CA 94066	(650) 989- 5400	JVucinich@ClappMoroney.com	Jeffrey Vucinich
Law Offices of Dawn Ceizler	165 Lennon Lane, Ste. 101 Walnut Creek, CA 94598	(925) 932- 8225	dc@ceizler.com	Dawn Ceizler
Hayes, Scott, Bonino, Ellingson, McKay LLC	203 Redwood Shores Pkwy 4 th Floor, Ste. 480 Redwood City, CA	(650) 486- 2869	mbonino@hayesscott.com	Mark Bonino

Practice Areas: Police, Civil Rights, Dangerous Condition, ADA				
Kaufman, Delewich & Voluck, LLP	425 California Str., Ste. 2100 San Francisco, 94104	(415) 926-7600	ahamoy@kdvlaw.com agaus@kdvlaw.com rserrano@kdvlaw.com	Aimee Hamoy Arthur Gaus Roger Serrano
Howard, Rome, Martin, Ridley	1900 O'Farrell Str., Ste 280 San Mateo, CA 94403	(650) 365- 7715	tmaster@hrmrlaw.com sridley@hrmrlaw.com lrauch@hrmrlaw.com bgundert@hrmrlaw.com	Todd Master Shawn Ridley Lisa Rauch Bob Gundert
Leone and Alberts	1390 Willow Pass Rd., Suite 700 Concord, CA 94520	(925) 974- 8600	bduus@leonealberts.com	Brian Duus
McDowell - Cotter	2070 Pioneer Court San Mateo, CA 94403	(650) 324- 9300	drosenbaum@mcdlawyers.net jemmaneel@mcdlawyers.net	David Rosenbaum Jennifer Emmaneel
Matheny, Sears, Linkert and Jaime	3638 American River Dr., Sacramento, CA 95864	(916) 978-3434	RBangle@mathenysears.com	Ray Bangle
McNamara, Ney, Beatty, Slattery, Borges & Ambacher	3480 Buskirk Ave Suite 250 Pleasant Hill, CA 94523	(925) 939- 5330	James.Fitzgerald@Mcnamaralaw.com Noah.Blechman@Mcnamaralaw.com	James Fitzgerald Noah Blechman
Orbach Huff & Henderson, LLP	6200 Stoneridge Mall Pleasanton, CA 94588	(510)350-3582	kgilbert@ohhlegal.com caguilar@ohhlegal.com nfine@ohhlegal.com rhom@ohhlegal.com	Kevin Gilbert Carolyn Aguilar Nicholas Fine Randolph Hom

<i>Practice Areas: Police, Civil Rights, Dangerous Condition/Premises Liability, ADA</i>				
RIVERA HEWITT PAUL LLP	11341 Gold Express Drive Suite 160 Gold River, CA 95670	(916) 922-1200	SHewitt@rhplawyers.com JPaul@rhplawyers.com DChopra@rhplawyers.com CJanof@rhplawyers.com WMotooka@rhplawyers.com JNathan@rhplawyers.com	Shannan Hewitt Jonathan Paul Dalbir Chopra Christopher Janof Wendy Motooka Jill Nathan
<i>Practice Areas: Appellate</i>				
Wilke Fleury, LLP	621 Capitol Mall, Suite 900 Sacramento, CA 95814	(916) 281-6184	snicholson@wilkefleury.com	Suzanne Nicholson
<i>Practice Areas: Dangerous Condition/Premises Liability, Direct Negligence, Inverse Condemnation, Civil Rights, Police</i>				
Law Office of Matthew Orebic	1870 San Antonio Ave. Berkeley, CA 94707	(510) 808-2000	Matthew@OrebicLaw.com	Matthew Orebic
<i>Practice Areas: Dangerous Condition/Premises Liability, Direct Negligence, Civil Rights</i>				
Rankin	96 N. Third Street, Ste. 560 San Jose, CA 95112	(408) 293-0463 (408)759-0552	Jeffrey@Rankinstock.com	Jeffrey Oneal
<i>Practice Areas: Police, Dangerous Condition/Premises Liability, Direct Negligence, Civil Rights</i>				
Hawkins Parnell & Young, LLP	345 California City St. Ste 2850 San Francisco, CA 94105	(415) 979-2073	DLewis@hpylaw.com	Danielle Lewis

<i>Practice Areas: Police, Dangerous Condition/Premises Liability, Inverse Condemnation</i>				
Angelo Kilday & Kilduff	601 University Ave. Ste 150 Sacramento, CA 95825	(916) 564- 6100 (916) 564-6263	ckilduff@akk-law.com	Kevin Dehoff Serena Warner
<i>Practice Areas: Police, Dangerous Condition/Premises Liability, Inverse Condemnation, Appellate</i>				
Lewis Brisbois	633 W. 5th St. Ste 4000 Los Angeles, CA 90071	(213) 358- 6041 (213) 680- 5104 (213) 580- 3845	Tony.Sain@lewisbrisbois.com Dana.Fox@lewisbrisbois.com Matthew.Harrison@lewisbrisbois.com	Tony M. Sain Dana Alden Fox Matthew P. Harrison
<i>Practice Areas: Police, Dangerous Condition/Premises Liability, Inverse Condemnation, Appellate</i>				
Davis, Bengtson & Young, APLC	1960 The Alameda Ste. 210 San Jose, CA 95126	(408)261-4245 (408)261-4206	eric@dbj-law.com mdavis@dbj-law.com sdippell@dbj-law.com	Eric J. Bengston Mark Davis Steven B. Dippell
<i>Practice Areas: Police, Dangerous Condition/Premises Liability</i>				
Castillo Moriarty Tran & Robinson	75 Southgate Avenue Daly City, CA 94015	(415) 213-4098	jtran@cmtrlaw.com pmoriarty@cmtrlaw.com jrobinson@cmtrlaw.com evieira-ducey@cmtrlaw.com jlaughlin@cmtrlaw.com	Joanne Tran Patrick Moriarty John Robinson Edward Vieira-Ducey John P. Laughlin
<i>Practice Areas: Insurance Coverage Litigation</i>				
Law Office of Blane A. Smith	455 University Avenue, Suite 270 Sacramento, CA 95825	(916) 679-1245	bsmith@blanesmith.com	Blane Smith

December 5, 2024

Agenda Item 7.A.

GENERAL MANAGER'S REPORT

SUBJECT: Report from PLAN JPA's General Manager

BACKGROUND AND HISTORY:

Eric Dahlen, General Manager, will be in attendance to provide updates to the PLAN JPA Board of Directors on the following topics:

Annual Workshop Recap

1. Risk Management Grant Fund Program
2. Captive Education
3. Vendor Stewardship Report

CARMA Claims Audit:

PLAN JPA will be included in the CARMA claims audit this year. CARMA conducts a claims audit every two (2) years instead of every three (3) which is PLAN's standard timeframe. In addition, both JPAs utilize the same auditing firm for these services. It is likely the cost of the claims audit can be eliminated by PLAN moving forward as it will be assumed by CARMA.

- Still meets CAJPA standards.
- May help position PLAN to participate as a full member within CARMA; thereby lowering excess policy costs.

Staffing Update:

Katie Sullivan has been the Analyst on PLAN JPA since its inception in December 2017 and the Assistant General Manager since October 2019. In May of 2023, Ms. Sullivan relocated to Texas and unfortunately, will no longer be able to continue in a remote capacity with Sedgwick. Ms. Sullivan's last day will be December 31, 2024.

Considering Ms. Sullivan's departure, Kassandra Batista, Analyst, has been assigned to fill the analyst vacancy being left by Ms. Sullivan. Ms. Batista comes to Sedgwick having previously worked for the State of California in various capacities, including with the Secretary of State's office. She joined Sedgwick at the end of June 2024, and has been working closely with Ms. Sullivan.

Short of any concerns from the Board of Directors, Ms. Batista will assume the position of Administrative Analyst for PLAN JPA immediately.

RECOMMENDATION:

None.

REFERENCE MATERIALS ATTACHED:

Resume – Ms. Kassandra Batista

Kassandra Batista

Sacramento, CA 95833 • (916) 805-1579 • kbatista9317@gmail.com

Dynamic professional with a strong background in providing clerical support at the journey level. Skilled in handling sensitive and confidential file materials, processing administrative actions, and preparing correspondence. Possesses comprehensive knowledge of laws, rules, and regulations, ensuring compliance and accurate document review. Collaborates effectively with management, peers, and stakeholders, adept at tactfully addressing public inquiries. Committed to delivering exceptional support and accurate information.

Experience

OCTOBER 2021 – APRIL 2024

Office Technician | Secretary of State | Sacramento, CA

Organize and maintain case files, providing administrative support. This involves managing a case hearing log and tracking system for administrative actions against notaries public. I prepare case files for legal counsel and handle services of process. I track suspense dates, enter decisions into the system, and communicate outcomes to county clerks and complainants. I also track civil penalties and monitor due dates for potential future actions. I compare names of candidates and active notaries public with DCSS lists to identify individuals in arrears of support payments. I create enforcement cases, process child support actions, and handle correspondence. I suspend or revoke notary commissions if necessary and track suspense dates. I maintain accuracy and attention to detail throughout.

FEBRUARY 2019 – OCTOBER 2021

Program Technician II | Secretary of State | Sacramento, CA

Reviewing Notary Public documents and Apostille requests for compliance, ensuring accurate data entry into the Secretary of State (SOS) database. Working closely with the investigation unit, I processed notary applications involving individuals with conviction history, creating case files, and updating the system accordingly. I conducted thorough reviews of received documents, interacted with customers, generated letters and certificates, and utilized various software applications. Additionally, I operated office equipment and prepared correspondence for non-compliant applicants.

OCTOBER 2017 – FEBRUARY 2019

Program Technician I | California Department of Fish and Wildlife | Sacramento, CA

Processed fishing and hunting license applications, ensuring compliance with relevant codes and regulations. Proficient in interpreting and enforcing laws, while accurately maintaining customer records in ALDS. Skilled in issuing suspensions and holds for non-compliant licenses and preparing application packs for internal review. Experienced cashier with effective communication skills, providing guidance to applicants. Proficient in MS Office and adept at operating office equipment.

JULY 2017 – FEBRUARY 2019

Program Technician | California Secretary of State | Sacramento, CA

Create and update customer accounts, ensuring accurate and up-to-date records. This included reviewing various documents to ensure they complied with filing requirements and making determinations on document acceptability following established protocols. I communicated these decisions with customers both verbally and in writing, providing clear and concise information. Additionally, I retrieved and validated records, cross-referencing them with database entries for quality control purposes. I processed customer requests promptly and efficiently, providing status updates as needed. Generating customer correspondence such as letters, copies, or certificates was also part of my regular duties, utilizing a variety of filing methods including paper files, electronic systems, and computer software. Furthermore, I managed cashiering tasks such as balancing receipts, preparing daily deposits, and reconciling accounting reports. Throughout these responsibilities, I consistently upheld a professional demeanor when interacting with customers, whether at the public counter or over the telephone. Managed business filings for the Business Programs division's Statement of Information unit, handling data entry for LLC and Corporate filings for California-based businesses. Demonstrated strong attention to detail, consistently meeting error rate quotas. Proficient in interpreting laws and regulations to ensure compliance with state requirements for accurate and timely completion of business filings.

MARCH 2017 – JULY 2017

Key Data Operator | California Franchise Tax Board | Sacramento, CA

Keying in data to assist in the verification process and data entry of tax forms submitted by individuals and corporations. I efficiently identified and input workloads in a timely manner, consistently meeting production standards. Additionally, I effectively navigated IPacs and ICapture systems, leveraging my skills to complete workloads accurately and efficiently.

MARCH 2017 – MARCH 2013

Merchandise | Naturwood Home Furnishings | Sacramento, CA

Accurately entering detailed furniture orders and sales information into the system while maintaining data integrity. This included utilizing Microsoft Office tools such as Outlook for efficient communication with vendors and furniture representatives. Additionally, I managed office equipment like fax machines and copiers to support daily operations. Handling incoming calls on a multi-line phone system and efficiently transferring them was also part of my responsibilities. I provided exceptional customer service, addressed complaints, scheduled deliveries, and conducted order status checks to ensure customer satisfaction. Moreover, I supported the sales team by assisting with price quotes, providing product information, and managing vendor inquiries. A key aspect of my role involved creating and managing pricing spreadsheets using Excel, facilitating retail markups for the sales and merchandising department, and overseeing the maintenance of retail and wholesale server operations.

Furthermore, I developed a system to track custom furniture orders for domestic and international manufacturers, which streamlined our processes and became an integral part of our normal business operations.

Education

JUNE 2011

High School Diploma – Rosemont High School

Skills

Microsoft Office Suite – Excel, Word, Outlook, Visio

Investigative

Analytical

Problem Solving

Oral and written communication

Critical Thinking

Computer literacy

Research

December 5, 2024

Agenda Item 8.A.

FINANCIAL MATTERS

SUBJECT: Update from PLAN JPA Interim Finance Manager

BACKGROUND AND HISTORY:

Joe Roy, PLAN JPA's Interim Finance Manager, will be in attendance to provide an update on the following financial matters:

Unaudited Financial Statements as of June 30, 2024

Staff has prepared the unaudited Statement of Net Position (Balance Sheet), Statement of Revenues, Expenses, and Changes in Net Position (Income Statement), Budget Versus Actual, Statement of Net Position by Program, Statement of Revenues, Expenses & Changes in Net Position By Program, and Claims Graph by Program. Overall, PLAN's Net Position decreased by \$973K from the prior year. The Liability program's Net Position decreased \$1.6M by while the Property program's Net Position increased by \$623K. The Liability Program's funding level remained consistent year-over-year, and was funded at a 60% Confidence Level, with a 2% Discount Factor in the fiscal year ending in 2024. The Property Program's funding level was increased from a 70% Confidence Level in the prior fiscal year to a 75% Confidence Level in the fiscal year ending in 2024, with a consistent year-over-year Discount Factor of 2%.

Financial Audit

PLAN JPA is currently in the process of going through a financial audit. The audit firm (James Marta & Company, LLP) will be conducting fieldwork during the 2nd week of December.

Target Net Position Ratio Update

PLAN JPA developed a Target Net Position Policy to guide in making annual funding, dividend, and assessment decisions, and as a measuring tool. The intent was not to mandate a course of action should ratios fall within or outside the target parameters, but to be used as a tool in determining the overall health of the program and to provide a comparison of various benchmarks from year-to-year. The Ratios have been updated based upon the most recent unaudited financial statements. Staff will discuss the ratios and the outcome.

RECOMMENDATION:

None.

REFERENCE MATERIALS ATTACHED:

None.

December 5, 2024

Agenda Item 8.B.

FINANCIAL MATTERS

SUBJECT: Consideration of the Captive Feasibility Study

BACKGROUND AND HISTORY:

A captive insurance company is wholly owned and controlled by its members. A Joint Powers Authority (JPA) may want to form a captive insurance company in order to invest contributions in a diversified portfolio of stocks and bonds, achieve higher investment returns over the long-term, and use those returns to offset the rising costs of coverage (i.e., increasing the discount rate used to set rates and record claim liabilities).

Over the past several years, there has been a trend of California JPAs forming captive insurance companies as a way to expand their investment programs and achieve higher returns on their long-term investments. For example, California Affiliated Risk Management Authorities (CARMA), a PLAN excess insurance provider, formed their captive in 2022. Other JPAs that have formed captives include PRISM, ACWA-JPIA, ASCIP, NBSIG and CalJPA.

In order for the Board of Directors to assess whether the formation of a captive is an appropriate step for PLAN, a “Captive Feasibility Study” may be performed. The study would provide factors such as: (i) domicile options, (ii) formation considerations, (iii) quantitative comparisons of regulatory issues, premium taxes and regulatory fees, capitalization requirements, taxation issues, investment restrictions and (iv) quantitative assessments of startup costs, annual operating costs, expected costs of coverage transferred to the captive and the creation of forecasted proforma financial statements.

RECOMMENDATION:

Staff recommends the Board of Directors approve a Captive Feasibility Study.

REFERENCE MATERIALS ATTACHED:

None

December 5, 2024

Agenda Item 9.A.

RISK CONTROL MATTERS

SUBJECT: 2024/25 Risk Control Update

BACKGROUND AND HISTORY:

Shane Baird, Interim Risk Control Manager, will be in attendance to provide updates to the PLAN JPA Board of Directors on the following topics:

Focused Member Services

Eleven (11) members were identified as having a 2024/25 ex-mod greater than 120% (based on the *Proposed 2024/2025 Operating Budget*). Three (3) of the eleven (11) members responded and consented to an initial “getting to know you” meeting with each member to explore what risk control issues they are most interested in addressing and/or what is keeping them up at night regarding risk management. Our goal continues to be to help members reduce their loss experience.

Some members chose:

- Including us in their safety and/or risk management meetings.
- Development of loss trend analyses of their worker’s compensation and their liability experience to help them better focus their safety and risk control efforts.
- Scheduling facility safety inspections and safety training.
- Development/revision of compliance plans.

Follow up meetings were held throughout the year and open projects will continue for these members into the new program year.

Risk Control staff scheduled several webinars on focused topics (see next section on regional training), which we believe apply to most members. Going forward rather than focusing on members with high ex-mods, risk control services will be focused on those topics which currently generate the highest losses.

Development of Focused Self-Assessments Materials

Risk Control staff continues to build and refine documents for focused self-assessment and companion best practice documents. A Vehicle Uses and Operations Assessment checklist was updated and distributed to all members during the last year.

Regional Training

The risk control service plan calls for the provision of four regional training sessions, which includes the 2024 Sewer and Stormwater Summit. PLAN JPA members continue to respond favorably to the provision of regional training when offered in an online format; members have commented that online training saves the time and expense of traveling back and forth around the bay area. Staff arranged for nine webinars (regional trainings) covering topics such as urban forest management plans, law enforcement early intervention systems, stormwater emergency planning,

December 5, 2024

**Agenda Item 9.A.
Page 2**

dangerous conditions of roadways, tree work safety, industrial ergonomics/safe-lifting, defensive driver safety, preventing same levels falls, hearing conservation/bloodborne pathogens, and eye wash training. The nine webinars were well received. An additional six regional webinars will be scheduled for the 2024/25 year.

Oversight of the Risk Management Grant Fund Reimbursements

The Risk Control Manager continues to review the submissions for Risk Management Grant Fund Reimbursements to ensure submissions are within the program guidelines and submitted by authorized personnel and will provide guidance as needed regarding proposed expenditures. Reimbursements made since July 1, 2024, include:

Member	Expended For	Amount
Benicia	PARMA Conference (x3)	\$1,127.00
Benicia	Sidewalk Offset Repairs	\$31,000.00
Benicia	Benchmark Analytics Software for Police Department	\$25,000.00
Saratoga	Tree Risk Assessment	\$1,815.00
Saratoga	New Roof Ladders	\$13,368.00

Member	Pre-Approvals	Amount
East Palo Alto	Precision Concrete Cutting	\$30,000.00
Saratoga	Public Solutions Consulting - Tree Inventory and Pruning Cycle	\$33,670.00

PROPOSED 2024/25 RISK CONTROL SERVICE PLAN

As PLAN JPA members continue to use the core services from prior risk control service plans, staff recommends keeping those services while adding new ones to address evolving risk issues.

The proposed risk control service plan for 2024/25 includes:

- Risk Control Orientation
- Member Services & Outreach
- Focused Assessments on Designated Topics
- Regional Training
- Self-Assessment Checklists & Materials
- Oversight of the Risk Management Grant Fund Reimbursements
- Sedgwick Risk Control Website Resources
- Unlimited Phone and Email Consultation

Risk Control Orientation

Staff will conduct member services campaigns and/or orientation meetings with each new member, new Board member, or other personnel, as requested by the member, to provide an overview of risk control services and resources.

Member Services

Members can request risk control services to assist with their liability and employee safety risk management programs. Staff can provide members with risk control services equivalent of up to four service days annually. Staff uses the service days referenced to spread resources and service coverage but acknowledge that some members use more than others. Services are wide-ranging and may include the following: risk control service plan development, safety training plan development, hazard inspections, on-site and virtual safety training sessions, consultative support on safety committees, assistance with written programs, and on-site or virtual ergonomic evaluations. Members are encouraged to contact the PLAN JPA Risk Control Manager to discuss their risk control needs and schedule services.

Focused Assessments on Designated Topics

Since many members have some of the same exposures to liability issues, rather than focus on individual members, it is proposed that during the 2025/26 Program Year focused assessments be completed for all PLAN members on particular topics that appear to be driving our liability losses.

During each quarter of 2024/25, a focused assessment checklist will be sent to each member for the topic for that quarter. Members will be asked to complete the self-assessment checklist and return it to the Risk Services Manager. Based on the results of these assessments, recommendations will be developed to assist each member in addressing their particular exposures. Recommendations could include using grant funds for specific purposes, policy updates, providing training and webinars to PLAN members on specific topics. Additional services generated from this focused review will fall under Member Services.

Regional Training

Risk Control staff will coordinate at least four (4) regional training events (including the annual Sewer and Stormwater Summit). These events will be held either virtually or in-person. This service includes topic research, trainer selection and fees, event management, and materials coordination.

Self-Assessment Checklists & Materials

Risk Control staff will continue to build a library of materials related to liability risk management self-assessments. The documents developed will include focused self-assessment forms for each of the risk management topics, risk management best practices related to each topic, and a selection of exemplary documents associated with the risk management assessment topics. The library of materials will be posted on the Sedgwick Risk Control Resources webpage as each material is developed.

Oversight of the Risk Management Grant Fund Reimbursements

The Risk Control Manager will continue to review Risk Management Grant Fund. Reimbursement submissions to ensure they are within the program guidelines and submitted by authorized personnel. The Risk Control Manager will also provide guidance regarding proposed expenditures, as needed, and will submit an annual report regarding member usage of the Risk Management Reimbursement Grant funds.

December 5, 2024

Agenda Item 9.A.
Page 4

Sedgwick Risk Control Website Resources

Members will have unlimited access to all resources available on the Sedgwick Risk Control website, which includes over 300 online streaming videos, hundreds of safety training handouts, risk management regulatory publications, recorded safety webinars, sample programs, forms, and checklists. In addition, members will be invited to participate in all live webinars and will be included in the distribution of risk control safety communications.

Unlimited Phone and Email Consultation

Members have unlimited access to Sedgwick Risk Control professionals for technical information and guidance. This service provides one central resource to help answer risk management questions.

RECOMMENDATION:

None.

REFERENCE MATERIALS ATTACHED:

None.

December 5, 2024

Agenda Item 10.A.

ADMINISTRATIVE MATTERS

SUBJECT: Consideration of Update to the PLAN JPA Bylaws

BACKGROUND AND HISTORY:

The Bylaws for PLAN JPA were adopted on November 2, 2017, and last reviewed/modified on July 1, 2023. Over the past year, PLAN members have requested updates and clarifications regarding Alternate Directors and committee service.

Article VII – Directors, the Bylaws state the following:

“4. Alternate Directors. Alternate Directors may attend any meeting of the Board of Directors but may vote only if the Director for whom the Alternate Director serves is absent. All provisions of these Bylaws relating to Directors shall also apply to Alternate Directors.”

PLAN JPA Board Counsel has reviewed the proposed changes to the Bylaws and has provided feedback.

RECOMMENDATION:

Staff recommends the Board of Directors approve the proposed update to the PLAN JPA Bylaws.

REFERENCE MATERIALS ATTACHED:

- PLAN JPA Bylaws – (Redlined)

BYLAWS

OF THE

**POOLED LIABILITY ASSURANCE NETWORK JOINT POWERS AUTHORITY
(PLAN JPA)**

July 1, 2019

Updated: July 1, 2023

Updated: December 5, 2024

Table of Contents

Contents

ARTICLE I - NAME	3
ARTICLE II - OFFICES	3
ARTICLE III - RECITALS AND OBJECTIVES	3
ARTICLE IV - NONPARTISAN ACTIVITIES	5
ARTICLE V - DEDICATION OF ASSETS	6
ARTICLE VI - MEMBERSHIP	6
ARTICLE VII - DIRECTORS	8
ARTICLE VIII - COMMITTEES	13
ARTICLE IX - OFFICERS	17
ARTICLE X -	20
PURCHASE OF INSURANCE	20
ARTICLE XII - RECORDS AND REPORTS	24
ARTICLE XIII - CONSTRUCTION AND DEFINITIONS	27
ARTICLE XIV - AMENDMENTS	27
ARTICLE I	3
NAME	3
ARTICLE II	3
OFFICES	3
ARTICLE III	3
RECITALS AND OBJECTIVES	3
ARTICLE IV	4
NONPARTISAN ACTIVITIES	4
ARTICLE V	5
DEDICATION OF ASSETS	5
ARTICLE VI	5
MEMBERSHIP	5
ARTICLE VII	7
DIRECTORS	7
ARTICLE VIII	11
COMMITTEES	11
ARTICLE IX	13
OFFICERS	13

<u>ARTICLE X</u>	15
<u>PURCHASE OF INSURANCE</u>	15
<u>ARTICLE XII</u>	18
<u>RECORDS AND REPORTS</u>	18
<u>ARTICLE XIII</u>	20
<u>CONSTRUCTION AND DEFINITIONS</u>	20
<u>ARTICLE XIV</u>	20
<u>AMENDMENTS</u>	20

**BYLAWS OF POOLED LIABILITY ASSURANCE
NETWORK JOINT POWERS AUTHORITY
(PLAN JPA)**

ARTICLE I - NAME

The name of this group self-insurance program shall be Pooled Liability Assurance Network Joint Powers Authority (PLAN JPA).

ARTICLE II - OFFICES

1. Principal Office. The principal office for the management of the business of PLAN JPA ("principal executive office") is located at 1750 Creekside Oaks Drive, Sacramento, CA 95833. The Board of Directors may change the principal executive office from one location to another. Any change of this location shall be noted by the Secretary on these Bylaws, or this section may be amended to state the new location.
2. Other Offices. For purposes of PLAN JPA, the jurisdictional area of PLAN JPA is the territory of the member entities. The Board of Directors may at any time establish branch or subordinate offices at any place or places where PLAN JPA is qualified to conduct its activities.

ARTICLE III - RECITALS AND OBJECTIVES

1. The cities listed in Appendix I (each a "Member Entity" and collectively the "Member Entities") have entered into a Joint Powers Agreement (the "Agreement") effective as of July 1, 2018. Under the Agreement, PLAN JPA has agreed to provide liability and other lines of coverage, claims management, and risk management services to each Member Entity. In return, each Member Entity has agreed to make premium payments including Administrative and Program Premiums to PLAN JPA, and to cooperate with PLAN JPA in the claims management and risk management programs.
2. The purpose of the Agreement is to benefit the citizens of each Member Entity by establishing a stable, cost-effective self-insurance, risk sharing and risk management program (PLAN JPA) for each Member Entity.
3. The objectives of PLAN JPA shall be to benefit the citizens of each Member Entity in the area of risk management, including:

- a. Establish overall policy in implementing the Agreement;
- b. Receive and collect all of the Administrative Premium and Program Premiums and all other amounts required to be paid to PLAN JPA pursuant to the Agreement;
- c. Exercise such rights and remedies conferred on PLAN JPA pursuant to the Agreement as may be necessary or convenient:
 - i. to enforce payment of the Administrative and Program Premiums and any other amounts

- required to be paid to PLAN JPA,
 - ii. otherwise to protect the interests of PLAN JPA in the event of a default by any Member Entity under the Agreement; and
 - d. The right to establish the policy for a mandatory claims management and risk management program.
4. PLAN JPA does not have employees. Directors, Alternate Directors, Officers, and Committee Members are employees of their respective Member Entities. Each Member Entity is therefore responsible for its own employment and post-employment obligations. PLAN JPA Members do not jointly or severally have employment liabilities as participants in PLAN JPA.
5. All capitalized terms shall have the meaning given to them in the Agreement.

ARTICLE IV NONPARTISAN ACTIVITIES

PLAN JPA is formed under the California Government Code Sections 6500, et seq., for the public purposes described above, and it shall be nonprofit and nonpartisan. PLAN JPA shall not participate or intervene (including publishing or distributing statements) in any political campaign on behalf of any candidate for public office.

ARTICLE V - DEDICATION OF ASSETS

The properties and assets of PLAN JPA are irrevocably dedicated to promoting the social welfare of the citizens of the Member Entities. No part of the net earnings, properties, or assets of PLAN JPA, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any Director of PLAN JPA. On liquidation or dissolution, all properties and assets and obligations shall be ~~distributed~~ ~~and distributed and~~ paid over to the Member Entities.

ARTICLE VI - MEMBERSHIP

1. All Prior ABAG PLAN members that duly sign the appropriate resolution and Joint Powers Agreement are included as members of PLAN JPA at its formation.
2. As respects any potential future Member Entities (Members), any governmental agency which is authorized to participate in a joint powers agreement under the Government Code and is located within the State of California may become a Member of PLAN JPA by agreeing to be bound by the Governing Documents and by complying with all of the following requirements:
 - a. Submit a completed application for membership 90 days before the start of the program year. The application must be accompanied by the Board of Directors' approved fee, which shall be returned if membership is approved;
 - b. Submit a signed resolution acknowledging participation under the terms and conditions which then prevail;

- c. Execute the Agreement then in effect and agree to be bound by any subsequent amendments to the Agreement;
 - d. Agree to be a Member for at least three consecutive fiscal years after commencement of membership;
 - e. Be accepted for membership by a two-thirds vote of the Board of Directors;
 - f. Appoint, in writing, a Director and one Alternate Director to the Board; and
 - g. Ensure the Director and Alternate Director file with the Administrator the required Fair Political Practices Commission (FPPC) forms upon assuming office, annually, and upon termination of office.
-

3. The Administrator shall evaluate each applicant, including its most recent audited financial statement and associated management letters, and may schedule and coordinate a safety inspection of the facilities of the applicant. The Administrator shall report the results of the evaluation and inspections to the Executive Committee who shall provide a recommendation to the Board of Directors. A two- thirds vote of the Board of Directors is required to approve the application, based upon the Executive Committee's recommendation, the application, and any evaluations, inspections, reports, or other material pertinent to the decision.

ARTICLE VII DIRECTORS

2.1. Powers.

- a. General Powers. Subject to the provisions of the Government Code and any limitations in the Agreement, and these Bylaws, the business and affairs of PLAN JPA shall be managed, and all delegated powers shall be exercised, by or under the direction of the Board of Directors.
- b. Specific powers. Without prejudice to these general powers, and subject to the same limitations, the Directors shall have the power to:
 - i. select and remove all Officers of PLAN JPA and legal counsel to PLAN JPA; prescribe any powers and duties for them that are consistent with law, the Joint Powers Agreement, and with these Bylaws; and fix their compensation, if any;
 - ii. change the principal executive office or the principal business office in the State of California from one location to another;
 - iii. borrow money and incur indebtedness on behalf of PLAN JPA, as authorized by the Joint Powers Agreement; annually set Administrative Premium, and Program Premiums within the standards and criteria set forth in the Bylaws;
 - iv. annually set an Administrative Premium allocation formula;
 - v. provide legal defense, claims management and risk management services for Member Entities; and
 - vi. collect Program Premiums and Administrative Premiums.

- ### **3.2. Numbers.**
- The authorized number of Directors shall be equal to the number of Member Entities in PLAN JPA.

4.3. Appointment of Directors and Alternates.

- a. The governing body of each Member Entity in PLAN JPA shall each appoint one (1) Director and at least one (1) voting Alternate Director (Alternate) to serve at the respective Member Entity's pleasure.
- b. Each appointment shall set forth the Director's or Alternate Director's ~~name and his/her~~ position with the Member Entity.

5.4. Alternate Directors. Alternate Directors may attend any meeting of the Board of Directors but may vote only if the Director for whom the Alternate Director serves is absent. *Pursuant to Article VIII, Alternate Directors may be appointed to and serve on any Board Committees, except for the Executive Committee. All other provisions of these Bylaws relating to Directors shall apply to Alternate Directors.* ~~All provisions of these Bylaws relating to Directors shall also apply to Alternate Directors.~~

6.5. Vacancies.

- a. Events Causing Vacancy. A vacancy or vacancies in the Board of Directors shall be deemed to exist on the occurrence of the following:
 - i. the death, resignation, or removal of any Director;
 - ii. the removal, dismissal or resignation of a Director from the position he/she held with the appointing Member Entity at the time of his/her appointment;
 - iii. the declaration by resolution of the Board of Directors of a vacancy of the office of a Director who has been declared of unsound mind by an order of court or convicted of a felony or has been found by final order or judgment of any court to have breached a duty under the Joint Powers Agreement or California Government Code Section 6500 et seq.; or
 - iv. the increase of the authorized number of Directors.
- b. Resignations. Except as provided in this paragraph, any Director may resign, which resignation shall be effective on giving written notice to the President or the Secretary unless the notice specifies a later time for the resignation to become effective. No Director may resign when PLAN JPA would then be left without a duly elected Director or Alternate Director in charge of its affairs.
- c. Vacancies. Pursuant to Section 3 of this Article, the Member Entity shall appoint a Director, or Alternate Director, at any time to fill any vacancy or vacancies.
- d. Reduction or Increase in Number of Directors. The authorized number of Directors shall be reduced by one (1) for each Member Entity who has withdrawn, has been expelled from PLAN JPA or whose Coverage has been canceled. The authorized number of Directors ~~shall be~~ shall be increased by one (1) for each addition or reinstatement of a Member Entity.

e. Interested Directors. The Directors shall be subject to the California Law pertaining to Local Agencies, including but not limited to Conflict of Interest Codes, the Fair Political Practices Act, the Ralph M. Brown Act (“Brown Act”) and Government Code Section 1090.

~~7.6.~~ Place of Meetings; Meetings by Telephone. Upon seventy-two (72) hours’ notice, regular meetings of the Board of Directors may be held at any place permitted under the Brown Act. Special meetings of the Board shall be held at any place permitted by the Brown Act. Any meeting, regular or special, may be held by conference telephone or similar communication equipment, with notice as provided by the Brown Act and, so long as all Directors and members of the public participating in the meeting

can hear those remotely participating, and a majority of the quorum of the Directors are present in person at such meeting.

8.7. Regular Meetings. Regular meetings of the Board of Directors shall be held at such time as shall from time to time, and no less than one time per fiscal year, and be fixed by the Board of Directors.

9.8. Special Meetings.

- a. Authority to call. Special meetings of the Board of Directors for any purpose may be called at any time by the President, Vice President, the Secretary, or any three (3) Directors.

10.9. Notice.

- a. Manner of Giving -- Regular Meetings. Notice of the time and place of regular meetings shall be given by posting at the location of the meeting in compliance with the Brown Act and to each Director by one of the following methods:
 - i. by personal delivery of written notice;
 - ii. by first-class mail, postage paid;
 - iii. by facsimile; or
 - iv. by email.
- b. Manner of Giving -- Special Meetings. Notice of the time and place of special meetings shall be in compliance with the Brown Act and given to each Director by any of the methods set forth in Subsection 9(a), or by telephone communication, either directly to the Director or to a person at the Director's office who would reasonably be expected to communicate such notice promptly to the Director.
- c. Address. All such notices shall be given or sent to the Director's address or telephone number as shown on the records of PLAN JPA.

d. Notice Contents. The notice shall state the time and place for the meeting, and the purpose(s) of the meeting.

e. Ralph M. Brown Act. The noticing and conduct of all meetings shall comply with the Brown Act.

~~11~~10. Quorum. A majority of the authorized number of Directors shall constitute a quorum for the transaction of business, except to adjourn as provided in Section 11 of this Article VII. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors

~~12~~11. Adjournment. A majority of the Directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place as provided in the Brown Act.

~~13~~12. Reimbursement. Directors and members of committees may receive such reimbursement of expenses as may be determined by resolution of the Board of Directors to be just and reasonable.

~~14~~13. Delegation of Powers. The Board of Directors may delegate any of its powers.

ARTICLE VIII ~~-~~ COMMITTEES

1. Committees of Directors. In addition to the ~~Claims Committee,~~ Risk Management Committee, and Finance Committee, the Board of Directors may, by resolution adopted by a majority of the Directors then in office, designate one (1) or more committees, each consisting of two (2) or more Directors or Alternate Directors, as provided in Article VII, Section 4, to serve at the pleasure of the Board. Any committee, to the extent provided in the resolution of the Board, shall have all the authority of the Board, except that no committee, regardless of Board resolution, may:
 - a. Take any ~~final action~~ final action ~~on action~~ on action ~~on which matters,~~ under which, ~~the under Law~~ the Law governing Joint Powers ~~Authorities~~ Authorities ~~or~~ Authorities or California Law regarding Local Agencies, requires approval of a majority of all the Directors;
 - b. Approve reimbursements of the Directors for serving on the Board or on any committee;
 - c. Amend or repeal bylaws or adopt new bylaws;
 - d. Amend or repeal any resolution of the Board of Directors which by its express terms is not so amendable or repealable;
 - e. Appoint any other committees of the Board of Directors or the members of these committees; or
 - f. Approve any transaction (1) to which PLAN JPA is a party and one (1) or more Directors have a material financial interest; or (2) between PLAN JPA and one (1) or more of its Directors or between PLAN JPA or any person or entity in which one (1) or more of its Directors have a material financial interest.
2. Meetings and Action of Committees. Meetings and action of committees shall be governed by, and held and taken in accordance with, the provisions of Article VII of these Bylaws, concerning meetings of Directors, with such changes in the context of these Bylaws as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time for regular meetings of committees may be determined either by resolution of the Board of Directors or by resolution of the Executive Committee. Special meetings of committees may also be called by the President or committee chair. Notice of special meetings of committees shall also be given to any and all Alternate Directors, who shall have the right to attend all meetings of the committee. Minutes shall be kept of each meeting of any committee and shall be filed with the corporate records. The Board of Directors may adopt rules for the government of any committee not inconsistent with the provisions of these Bylaws.

3. Executive Committee. A standing committee consisting of nine Directors: the President and Vice President, the Chair of each standing committee, or if the chair of a standing committee is the President or Vice President of the Board, a representative of such standing committee appointed by the committee and ~~five~~ at-large Directors of the Board elected by the Board. The Executive Committee may exercise all powers of the Board necessary to further the timely and orderly conduct of business, except it may not:
 - a. Set premiums;
 - b. Select or remove Officers or legal counsel to PLAN JPA, except in cases of emergency or where the legal counsel is unavailable or unable to perform his or her duties until the next meeting of the

Board of Directors. Any selection of legal counsel shall be subject to ratification by the Board of Directors at its next meeting;

c. Borrow money; or

d. Amend these Bylaws or the Joint Powers Agreement.

4. Risk Management Committee. A standing committee consisting of no less than three (3) Directors appointed by the Board shall be charged with the duty and responsibility of:

a. Reviewing and making recommendations to the Board for risk management programs, including but not limited to, voluntary and mandatory program changes in Member Entity activities, and restrictions on coverage; and

~~a.~~ Reviewing and making recommendations to the Board on applications for admissions, expulsion, withdrawal notices and proposals for cancellation, including but not limited to, the terms and conditions under which such admissions, withdrawals, ~~expulsionsexpulsions~~, and cancellations are implemented.

~~b.~~

~~5.~~ Finance Committee. A standing committee consisting of no less than three Directors appointed by the Board shall be charged with the duty and responsibility of reviewing and

c. making recommendations to the Board on the results of PLAN JPA's annual financial audit, reviewing and making recommendations to the Board regarding PLAN JPA's investments and Investment Policy.

ARTICLE IX ~~-~~ OFFICERS

1. Officers. The officers of PLAN JPA shall be the President, ~~and~~ Vice President, ~~Secretary~~ Secretary, and a Treasurer. All officers shall be Directors with the exception of Secretary, which is best served by the current board-appointed General Manager.
2. Election of Officers. At the first meeting of the Board of Directors, and at each annual meeting thereafter, nominations for the officers shall be made and seconded by a Director. If more than two (2) names are received in nomination for any one office, balloting shall occur until a nominee receives a majority of the votes cast; provided that after the first ballot the nominee receiving the fewest votes shall be dropped from the balloting. Each officer shall serve a two (2) year term. Any officer except the President and Vice President may succeed himself/herself and may serve any number of consecutive or non-consecutive terms. The President and Vice President may succeed himself/herself only if his/her first term was filled as a result of a vacancy in the office.
3. Removal of Officers. An Officer may be removed, with or without cause, by a two-thirds (2/3) vote of the Board of Directors at a regular or special meeting.
4. Vacancies. Any vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled for the balance of the vacated term in the manner prescribed in these Bylaws for regular appointments to that office; provided, however, that such vacancies may be filled at any regular or special meeting of the Board of Directors.
5. Resignation of Officers. Any Officer may resign at any time by giving written notice to the President or Secretary. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any, of PLAN JPA under any contract to which the Officer is a party.
6. Responsibilities of Officers and Assigned Positions.
 - a. President of the Board. The President of the Board shall preside at meetings of the Board of Directors and exercise and perform such other powers and duties as may be from time to time assigned to him/her by the Board of Directors or prescribed by the Bylaws.
 - b. Vice President of the Board. The Vice President of the Board shall fulfill all the duties of the President in his/her absence.
 - c. Secretary. The General Manager for PLAN JPA shall serve as the Secretary and shall be appointed by the President. The Secretary may assign certain responsibilities to an Assistant Secretary of his/her choosing. The Secretary shall attend to the following:

- i. Book of minutes. The Secretary shall keep or cause to be kept, at the principal executive office or such other place as the Board of Directors may direct, a book of minutes of all meetings and actions of Directors and committees of Directors, with the time and place of

- holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at such meetings and the proceedings of such meetings.
- ii. Notices, seal and other duties. The Secretary shall give, or cause to be given, notice of all meetings of the Board of Directors required by the Bylaws to be given. He or she shall keep the seal of PLAN JPA, if any, in safe custody. He or she shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.
- d. Treasurer. The Treasurer may assign responsibilities to an Assistant Treasurer, who shall be the Finance Manager for PLAN JPA. Together, the Treasurer and Assistant Treasurer shall attend to the following:
- i. Books of account. Keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the PLAN JPA, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The books of account shall be open to inspection by any Director at all reasonable times.
- ii. Deposit and disbursement of money and valuables. Deposit all money and other valuables in the name and to the credit of PLAN JPA with such depositories as may be designated by the Board of Directors; shall disburse the funds of PLAN JPA as may be ordered by the Board of Directors; shall render to the President and Directors, whenever they request it, an account of all of his/her transactions as Treasurer and Assistant Treasurer and of the financial condition of PLAN JPA; and shall have other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

~~ARTICLE X - ARTICLE X PURCHASE OF INSURANCE~~
PURCHASE OF INSURANCE

Purchase of Coverage. In conformance with the procedures and criteria set forth in Article III of these Bylaws, the Board of Directors may cause PLAN JPA to purchase commercial insurance or reinsurance or terminate commercial insurance or reinsurance upon a majority vote of the membership of the Board of Directors.

**ARTICLE XI - INDEMNIFICATION OF DIRECTORS, OFFICERS,
EMPLOYEES, AND OTHER AGENTS**

1. Definitions. For the purpose of this Article, "agent" means any person who is or was a Director, Officer, employee, or other agent of PLAN JPA, or is or was serving at the request of PLAN JPA as a director, officer, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, or was a director, officer, employee, or agent of a foreign or domestic corporation that was a predecessor of this PLAN JPA or of another enterprise at the request of the predecessor ABAG PLAN; "proceeding" means any threatened, pending, or completed action

or proceeding, whether civil, criminal, administrative, or investigative; and "expenses" includes, without limitation, all attorneys' fees, costs, and any other expenses incurred in the defense of any claims or proceedings against an agent by reason of his position or relationship as agent and all attorneys' fees, costs, and other expenses incurred in establishing a right to indemnification under this Article.

2. Successful Defense by Agent. To the extent that an agent of PLAN JPA has been successful on the merits in the defense of any proceeding referred to in this Article, or in the defense of any claim, issue, or matter therein, the agent shall be indemnified against expenses actually and reasonably incurred by the agent in connection with the claim. If an agent either settles any such claim or sustains a judgment rendered against him or her, then the provisions of Sections 3 through 5 of this Article shall determine whether the agent is entitled to indemnification.
-

3. Actions Brought by Persons Other Than PLAN JPA. Subject to the required findings to be made pursuant to Section 5 of this Article, below, PLAN JPA shall indemnify any person who was or is a party, or is threatened to be made a party, to any proceeding other than an action brought by, or on behalf of, PLAN JPA or the Attorney General for any breach of duty relating to assets held by PLAN JPA, by reason of the fact that such person is or was an agent of PLAN JPA, for all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with the proceeding.
4. Action Brought by or On Behalf of PLAN JPA.
 - a. Claims settled out of court. If an agent settles or otherwise disposes of a threatened or pending action brought by or on behalf of PLAN JPA, with or without court approval, the agent shall receive no indemnification for either amounts paid pursuant to the terms of the settlement or other disposition or for any expenses incurred in defending against the proceeding, unless it is settled with the approval of the Attorney General.
 - b. Claims and suits awarded against agent. PLAN JPA shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action brought by or on behalf of PLAN JPA by reason of the fact that the person is or was an agent of PLAN JPA, for all expenses actually and reasonably incurred in connection with the defense of that action, provided that both of the following are met:
 - i. the determination of good faith conduct required by Section 5, below, must be made in the manner provided for in that section; and
 - ii. upon application, the court in which the action was brought must determine that, in view of all the circumstances of the case, the agent should be entitled to indemnity for the expenses incurred. If the agent is found to be so entitled, the court shall determine the appropriate amount of expenses to be reimbursed.
5. Determination of Agent's Good Faith Conduct. The ~~indemnification granted~~indemnification to~~granted~~ to an agent in Sections 3 and 4 of this Article above is conditioned on the following:
 - a. Required standard of conduct. The agent seeking reimbursement must be found, in the manner provided below, to have acted in good faith, in a manner he/she believed to be in the best interest

of PLAN JPA, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use in similar circumstances. The termination of any proceeding by judgment, order, settlement, conviction, or on a plea of noel contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith or in a manner which he/she reasonably believed to be in the best interest of PLAN JPA or that he/she had reasonable cause to believe that his/her conduct was unlawful. In the case of a criminal proceeding, the person must have had no reasonable cause to believe that his/her conduct was unlawful.

b. Manner of determination of good faith conduct. The determination that the agent did act in a manner complying with Paragraph (a) above shall be made by:

- i. the Board of Directors by a majority vote of a quorum consisting of Directors who are not parties to the proceeding; or
- ii. the court in which the proceeding is or was pending. Such determination may be made on application brought by PLAN JPA or the agent or the attorney or other person rendering a defense to the agent, whether or not the application by the agent, attorney, or other person is opposed by PLAN JPA.

6. Limitations. No indemnification or advance shall be made under this Article, except as provided in Sections 2 or 5(b)(iii), above, in any circumstance when it appears:

- a. That the indemnification or advance would be inconsistent with a provision of the Articles or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or
- b. that the indemnification would be inconsistent with any condition expressly imposed by a court in approving a settlement.

7. Advance of Expenses. Expenses incurred in defending any proceeding may be advanced by PLAN JPA before the final disposition of the proceeding on receipt of an undertaking by or on behalf of the agent to repay the amount of the advance unless it is determined ultimately that the agent is entitled to be indemnified as authorized in this Article.

8. Contractual Rights of Non-directors and Non-officers. Nothing contained in this Article shall affect any right to indemnification to which persons other than Directors and Officers of PLAN JPA, or any subsidiary hereof, may be entitled by contract or otherwise.

9. Insurance. The Board of Directors may adopt a resolution authorizing the purchase and maintenance of Director's and Officer's insurance, or any other insurance, on behalf of any agent of PLAN JPA against any liability deemed appropriate by the Board.

ARTICLE XII - RECORDS AND REPORTS

1. Maintenance of Corporate Records. PLAN JPA shall keep:
 - a. Adequate and correct books and records of account; and
 - b. Minutes in written form of the proceedings of its Board, and committees of the Board.

All such records shall be kept at PLAN JPA's principal executive office, or if its principal executive office is not in the State of California, at its principal business office in this state.

2. Inspection Rights.

- a. Any Member Entity may inspect the accounting books and records and minutes of the proceedings of the Board and committees of the Board, at any reasonable time, for a purpose reasonably related to such person's interest.
- b. Any inspection and copying under this section may be made in person or by an agent or attorney or the entity entitled thereto and the right of inspection includes the right to copy and make extracts.

3. Maintenance and Inspection of Articles and Bylaws. PLAN JPA shall keep at its principal executive office, or if its principal executive office is not in the State of California, at its principal business office located in this state, the original or copy of the Articles and Bylaws as amended to date, which shall be open to inspection by any Member Entity at all reasonable times during office hours. If the principal executive office of PLAN JPA is outside the State of California and PLAN JPA has no principal business office in this state, the Secretary shall, on the written request of any member of the governing body of a Member Entity furnish to that member a copy of the Articles and Bylaws as amended to date.

4. Inspection by Directors. Every Director shall have the absolute right at any reasonable time to inspect all books, records, and documents of every kind and the physical properties of PLAN JPA. This inspection by a Director may be made in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents.

5. Annual Report.

- a. Not later than one hundred twenty (120) days after the close of PLAN JPA's fiscal year, the Board shall cause an annual report/financial audit prepared by a certified public accountant to be sent to the governing body of each Member Entity. Such report shall contain the following information in reasonable detail:
 - i. the assets and liabilities, including the trust funds, of the PLAN JPA as of the end of the fiscal year;
 - ii. the principal changes in assets and liabilities, including trust funds, during the fiscal year;
 - iii. the revenue or receipts of PLAN JPA, both unrestricted and restricted to particular purposes, for the fiscal year; and
 - iv. the expenses or disbursements of PLAN JPA, for both general and restricted purposes, during the fiscal year.
- b. The report required by this Section shall be accompanied by any report thereon of independent

accountants, or, if there is no such report, by the certificate of an authorized Officer of PLAN JPA that such statements were prepared without audit from the books and records of PLAN JPA.

6. Fiscal Year. PLAN JPA's fiscal year shall be from July 1 to June 30.

ARTICLE XIII ~~-~~ CONSTRUCTION AND DEFINITIONS

Unless the context requires otherwise, the general provisions, rules of construction, and ~~definitions~~ ~~in definitions~~ ~~-the in the~~ California Government Code Section 65000, et seq. and the California Government Code related to Local Agencies shall govern the construction of these Bylaws. Without limiting the generality of the above, the masculine gender includes the feminine and neuter, the singular number includes the plural, the plural number includes the singular, the term "person" includes both PLAN JPA and a natural person and any capitalized term not defined in these Bylaws shall have the meaning ascribed to them in the Agreement.

ARTICLE XIV ~~-~~ AMENDMENTS

1. Amendment by Directors. Subject to the limitations set forth below, the Board of Directors may adopt, amend or repeal Bylaws. Such power is subject to the following limitations:
 - a. The Board of Directors may not amend a bylaw provision fixing the authorized number of directors or the minimum and maximum number of directors.
 - b. If any provision of these Bylaws requires the vote of a larger proportion of the Directors than otherwise required by law, such provision may not be altered, amended or repealed except ~~by~~ ~~vote by~~ vote of such larger number of Directors.
 - c. The Board of Directors may not delete or amend Bylaw provisions requiring compliance with the Agreement except as provided in the Agreement.

~~e.~~

December 5, 2024

Agenda Item 10.B.

ADMINISTRATIVE MATTERS

SUBJECT: Consideration of Appointment of Risk Control Manager

BACKGROUND AND HISTORY:

On September 6, 2024, Bill Taylor retired from Sedgwick and subsequently has left PLAN JPA. Mr. Shane Baird was asked to take on the responsibilities of the Risk Control Manager on an interim basis. Mr. Baird has served PLAN JPA since and has represented the pool on several occasions including the CAJPA conference. Based on the details of PLAN's professional services agreement with Sedgwick Risk Control services, the Risk Control team reserves the right to designate the Risk Control Manager.

Working in close cooperation with staff, Sedgwick is presenting Mr. Baird as the new Risk Control Manager for PLAN JPA.

RECOMMENDATION:

The Executive Committee recommends the Board of Directors appoint Shane Baird as PLAN JPA Risk Control Manager.

REFERENCE MATERIALS ATTACHED:

- Resume – Shane Baird

Shane Baird

Senior Risk Manager/Consultant

As an experienced Health, Environment and Safety (HES) professional I have applied my knowledge and experience to job sites for over 16 years. My experience has provided the safety needed for each employee to go home safe each day as well as protected companies from workers compensation claims and high experience modification rates. I enjoy my profession and want an opportunity to share my knowledge so others can benefit from it.

✉ shanebaird@att.net

☎ 6616193520

📍 14821 GLOVER CT, Bakersfield, Ca, United States

WORK EXPERIENCE

Senior Risk Manager/Consultant Sedgwick

04/2022 - Present

California

Achievements/Tasks

- Manage NCCSIF (22 members) Risk Control increasing member engagement.

Contact : Marcus Beverly - 916-660-2725

Senior Risk Manager/Consultant Sedgwick

04/2022 - Present

California

Achievements/Tasks

- Manage LAWCX (31 members) Risk Control providing consulting services

Contact : Rebekah Winger - 916-244-1176

Senior Risk Manager/Consultant Sedgwick

09/2024 - Present

California

Achievements/Tasks

- Manage PLAN JPA (28 members) Risk Control providing consulting services

Contact : Eric Dahlen - 916-244-1143

CERTIFICATES

Certified Safety Professional (CSP)

Construction Health and Safety Technician (CHST)

Advanced Occupational Ergonomics

OSHA 501/511 General Industry Trainer

First Aid, CPR/AED Certified Trainer

OSHA 30

EDUCATION

Occupational Health and Safety
Columbia Southern University, BA

SKILLS

Safety Audits

Confined Space

TapRoot Trained

5-Why

Leadership

Loss Analysis

Trend Analysis

Conduct Safety Trainings

Program Development

Mentor

Team Builder

Communication

VOLUNTEER EXPERIENCE

American Society of Safety Professionals Organization

Tasks/Achievements

- Conference development

ORGANIZATIONS

American Society of Safety Professionals

Board of Certified Safety Professionals

HONOR AWARDS

Associate Risk Management (ARM) - Pending

Name of the institution that issued/awarded it

LANGUAGES

English

Full Professional Proficiency

SUPPORTED CAUSES

All Things Risk and Safety Related

INTERESTS

Family

BBQ

Outdoors

December 5, 2024

Agenda Item 10.C.

ADMINISTRATIVE MATTERS

SUBJECT: Consideration of Appointment Finance Manager

BACKGROUND AND HISTORY:

PLAN's Finance Manager, Min Su, has recently been promoted and has been tasked with additional, yet different, responsibilities. Initially, Mr. Su provided notice to Sedgwick of his intended separation of employment effective October 30, 2024, however during subsequent conversations, Mr. Su rescinded his notice.

Mr. Joe Roy has been working with PLAN JPA as a senior consultant since July 2024. Currently, Mr. Roy, has been named PLAN JPA's Interim Finance Manager and is positioned to assume the duties of Finance Manager.

RECOMMENDATION:

The Executive Committee recommends the Board of Directors appoint Joe Roy as PLAN JPA Finance Manager.

REFERENCE MATERIALS ATTACHED:

- Resume – Joe Roy

Joseph Roy

Phone #: 916.244.1155 • Email: joe.roy@sedgwick.com

EXECUTIVE SUMMARY

Finance Manager with a solid foundation in accounting, finance, and law, who oversees financial operations for public entity risk-pool clients at Sedgwick. With a unique blend of expertise in financial management and legal compliance, I deliver data-driven insights that support board decision-making and enhance organizational efficiency. I lead the financial statement creation process, evaluating year-end results compared to both prior year activities and forecasted budgets. My background as an auditor and corporate attorney equips me with a meticulous approach to financial analysis, risk assessment and economic reporting. My experience in team leadership allows me to foster collaboration and operational excellence among internal departments and with external vendors. As a CPA and licensed attorney, I excel in navigating complex regulatory frameworks and driving strategic initiatives that contribute to sustained financial growth.

CORE COMPETENCIES

- | | | |
|-----------------------------------|--------------------------------------|---|
| • Accounting and Reporting | • GAAP | • Budgeting and Planning |
| • Financial Auditing | • Training and Mentoring | • Treasury Management |
| • Financial Statement Analysis | • Client Service | • Research and Writing |
| • Assessment of Internal Controls | • Sage Intacct (Accounting Software) | • System Improvement and Implementation |

EXPERIENCE

Sedgwick Claims Management Services Inc.

Sacramento, CA

Accounting and Finance Manager

July 2024 – Present

Manages accounting staff to ensure accurate financial reporting and efficient accounting processes. Coordinates between actuarial, auditing, and investment reporting specialists to ensure effective financial reporting. Delivers presentations and addresses member inquiries to ensure knowledgeable actions by decision-makers with respect to public entity risk-pool oversight.

Cleary Gottlieb Steen & Hamilton LLP

San Francisco, CA

Associate - Tax Law Specialist

January 2023 – June 2024

Delivered strategic legal counsel on mergers, acquisitions and other matters pertaining to domestic and international tax law. Conducted extensive legal research to provide comprehensive analysis of securities filings, client records, statutes, and regulations to clients. Developed financial models to assess compliance risks, and crafted public disclosures for transactions up to values of \$7.5B.

Provided research assistance on: Report No. 1480 - Report on Proposed Regulations Regarding Transfers of Energy Tax Credits Under Section 6418 (New York State Bar Association).¹

¹ **Link:** <https://nysba.org/app/uploads/2023/08/1480-Report-on-Proposed-Regulations-Regarding-Transfers-of-Energy-Tax-Credits-Under-Section-6418.pdf?srltid=AfmBOor7vQYYW1SD8diaSnzVozDKbphg8vlfWrq-R1lu9NSbRwTNSw4Y>

Covington and Burling LLP

San Francisco, CA

Associate - Corporate Law Specialist

September 2021 – January 2023

Led due diligence efforts for corporate transactions, directing the activities of specialist attorneys and coordinating cross-functional teams to ensure comprehensive legal and financial coverage. Provided legal advice with respect to corporate structuring, drafted essential corporate governance documents, and gave guidance to start-ups and established firms for debt and equity issuances.

Byrna Technologies Inc. (formerly Security Devices International Inc.)

Wakefield, MA

Summer Associate

May 2019 – July 2019

Advised executives and investors regarding strategic financial planning and compliance for multiple rounds of investment. Drafted public filings, including reports for the Canadian Stock Exchange, ensuring compliance with securities regulations and policies.

Deloitte LLP

Los Angeles, CA

*Audit Senior**Audit Staff*

August 2017 – December 2017

September 2015 – August 2017

Conducted comprehensive financial audits and compliance assessments. Led audit teams to ensure alignment with industry-specific accounting standards and conformance with GAAP. Researched frameworks for accurate reporting on complex accounting issues, including inventory, significant and unusual business transactions, and software capitalization.

VOLUNTEERISM

Mary M. Dower Benevolent Corporation

Bailey, CO

*Treasurer**Board Member*

September 2024 – Present

August 2013 – Present

Wintergreen Adaptive Sports

Wintergreen, VA

Adaptive Ski Instructor

November 2019 – February 2020

EDUCATION

University of Virginia School of Law, Charlottesville, VA*J.D.* May 2021**University of California, Los Angeles, Los Angeles, CA***B.A., Business Economics (Minor: Accounting), March 2015***CREDENTIALS**

Licensed to practice law in California (State Bar of California)

Certified Public Accountant (CPA) (California Board of Accountancy)

December 5, 2024

Agenda Item 10.D.

ADMINISTRATIVE MATTERS

SUBJECT: Consideration of Request for Proposal for Actuarial Services

BACKGROUND AND HISTORY:

PLAN JPA requires independent assessments and reports regarding its financial status. As such, the pool has current agreements in place for actuarial services.

PLAN JPA entered into an agreement with Bickmore Actuarial for actuarial services on July 1, 2019. This agreement was originally set to expire on June 30, 2024. A one-year amendment was issued by PLAN and the agreement will now expire on June 30, 2025.

RECOMMENDATION:

The Executive Committee recommends the Board of Directors approve its Finance Committee to review, prepare, and release the Request for Proposal for actuarial services.

REFERENCE MATERIALS ATTACHED:

None

December 5, 2024

Agenda Item 10.E.

ADMINISTRATIVE MATTERS

SUBJECT: Consideration of Request for Proposal for Financial Auditing Services

BACKGROUND AND HISTORY:

PLAN JPA requires independent assessments and reports regarding its financial status. As such, the pool has current agreements in place for financial auditor services.

PLAN JPA entered into an engagement letter style relationship with James Marta & Company for Independent Financial Audit Services on August 31, 2021. This agreement provided services for fiscal years ending June 30, 2022, 2023, and 2024. PLAN is currently in its final program year of service with James Marta & Company.

RECOMMENDATION:

The Executive Committee recommends the Board of Directors approve its Finance Committee to review, prepare, and release the Request for Proposal for financial auditing services.

REFERENCE MATERIALS ATTACHED:

None

December 5, 2024

Agenda Item 11.A.

STATE OF THE MARKET

SUBJECT: State of the Market

BACKGROUND AND HISTORY:

PLAN's insurance broker, Seth Cole, Senior Vice President with Alliant Insurance Services, will be in attendance to discuss the current State of the Market in anticipation of the 2025/26 Program Year renewal.

RECOMMENDATION:

None.

REFERENCE MATERIALS ATTACHED:

None

December 5, 2024

Agenda Item 12.A.

CLAIMS MATTERS

SUBJECT: Litigated Claim Trends

BACKGROUND AND HISTORY:

Susan DeNardo, PLAN JPA Litigation Manager, will present an overview of PLAN JPA's litigated claims data within the Liability Program. Information provided on litigated claims for the past ten years will include:

- Total number of litigated claims;
- Open and closed claims;
- Reserves;
- Average indemnity incurred; and
- Legal cost paid.

RECOMMENDATION:

None.

REFERENCE MATERIALS ATTACHED:

None

December 5, 2024

Agenda Item 12.B.

CLAIMS MATTERS

SUBJECT: Review of Defense Counsel Panel Survey

BACKGROUND AND HISTORY:

PLAN JPA maintains a panel of defense counsel to handle matters covered by the Liability Memorandum of Coverage. The Annual Review of Defense Counsel is conducted by seeking both qualitative and quantitative data concerning the approved attorneys. To obtain feedback on the qualitative handling of matters, a survey is sent to member employees and representatives who work with assigned defense counsel. That survey seeks information regarding the member evaluation of attorney services provided in several categories: initial claim handling, communication skills, initial analysis, case outcomes, and fees.

The review also seeks to assess quantitative data concerning the fees and costs incurred by each defense attorney in the defense of assigned cases, as well as information concerning efficiency and cost-effectiveness in comparison to other counsel. The quantitative data concerning fees and costs is obtained from a report generated by PLAN JPA's Third Party Administrator containing data on all cases closed over the preceding five years.

Litigation Management will also include information on panel counsel to introduce these attorneys to the Board of Directors.

Susan DeNardo, PLAN JPA's Litigation Manager, will present the results of the Annual Review of Defense Counsel.

RECOMMENDATION:

None.

REFERENCE MATERIALS ATTACHED:

None

December 5, 2024

Agenda Item 12.C.

CLAIMS MATTERS

SUBJECT: Introduction of PLAN JPA’s Third-Party Administrator, Carl Warren

BACKGROUND AND HISTORY:

TPA Transition Update:

In November 2023, the Board held a discussion regarding the performance of its service providers. At the conclusion of its discussion, the Board provided authority to the Executive Committee to oversee the entire Request for Proposal (RFP) process for Third-Party Administration (TPA) and directed staff to work with Marc Zafferano, Board Counsel.

During its January 25, 2024, meeting, the Executive Committee informed staff they wished to establish an Ad-Hoc Committee of members of the PLAN Board of Directors. The Committee informed staff of their selection of Carl Warren and instructed staff to begin contract discussions with the representative(s) with Carl Warren & Company, Inc.

On September 26, 2024, the Board of Directors approved a professional services agreement with Carl Warren & Company to assume the third-party administrator services for PLAN JPA effective January 1, 2025. Both, Carl Warren & Company and the outgoing TPA immediately began working together for a smooth transition of services.

- All indications are that the outgoing TPA has been “very attentive and great to work with.”
- On-going meetings including kick-off, off boarding, data conversion, trust accounting, and other points of coordination and set-up continue without disruption or concern.

RECOMMENDATION:

None.

REFERENCE MATERIALS ATTACHED:

None