

December 13, 2023 Executive Committee Meeting Minutes

An Executive Committee meeting for the Surplus Lines Stamping Office of Texas was held in-person at 1601 E. Pflugerville Pkwy, Suite 3301, Pflugerville, TX 78660 on December 13, 2023.

Agenda

December 13, 2023 Executive Committee Meeting Agenda		
Item 1.	Call to order; Establishment of Quorum	Garrett Sprowls, Executive Committee Chair
Item 2.	Executive Session - Discussion and deliberation of the performance, compensation, and benefits of the Executive Director of the Surplus Lines Stamping Office of Texas (Personnel Matters - Texas Govt. Code §551.074). - Discussion and review of General Counsel contract (Consultations with Attorney - Texas Govt Code § 551.071(2)).	Garrett Sprowls, Executive Committee Chair
Item 3.	Open Session - Discussion and appropriate action regarding the performance, compensation, and benefits of the Executive Director of the Surplus Lines Stamping Office of Texas. - Discussion and review of General Counsel contract	Garrett Sprowls, Executive Committee Chair
Item 4.	Discussion and Appropriate Action: - Committee Charter Review	Garrett Sprowls, Executive Committee Chair
Item 5.	Adjournment	Garrett Sprowls, Executive Committee Chair

Item 1. Call to Order | Garrett Sprowls, Committee Chair

Garrett Sprowls, Chair of the Executive Committee, called meeting to order on December 13, 2023, at 10:03 a.m.

Meeting was held in-person and a conference call-in number was provided in the Public Meeting Notice. Written notice of this meeting proposed agenda, and all related meeting materials were provided to the Texas Department of Insurance Deputy Commissioner of the Financial Regulation Division and designees on December 1, 2023, in accordance with the Plan of Operation, Section 2(c)(2).

Written notice of this meeting and related agenda was provided to the Executive Committee and submitted for publication to the Office of the Secretary of State on December 6, 2023, in accordance with the Plan of Operation, Section 2(c)(1) and the Chapter 551 of the Tex. Gov't Code. Sprowls called roll to determine participating members pursuant to the Plan of Operation Section 2(c)(6).

Committee Members Present:

Garrett Sprowls, Committee Chair
Leslie Milvo, Secretary
Jeff Klein, via teleconference

Other Attendees:

Greg Brandon, Executive Director, SLTX
Donna Aug, Director of Finance, SLTX
Sholonda Stone, Director of IT, SLTX
Cheyenne Herrera, Director of Operations, SLTX
Denisse Amezcua, Director of Human Resources, SLTX
Marissa Gamez, Administrative Assistant, SLTX
Barbra Hernandez, Office of Financial Counsel, Texas Department of Insurance
John Carter, Office of Financial Regulation, Texas Department of Insurance

Minutes were taken by SLTX staff.

Chambers made the following administrative housekeeping announcements before moving forward with agenda:

1. Antitrust activity or discussion are prohibited at all Stamping Office functions. This prohibition includes the exchange of information concerning individual company rates, coverages, market practices, claims settlement practices, expenses, or any other competitive aspect of an individual company's operation.
2. We will not have a public comments session. Public and media attendees listening by telephone should always mute lines.
3. Representatives of state agencies and members of the public are welcome to observe or record this Board meeting; however, must refrain from asking questions or interjecting comments during the committee's deliberations.
4. State agency personnel present may be asked questions about agency policies if those questions relate to an agenda item.
5. Members, counsel, and staff participating by conference call should identify themselves when speaking. Please mute lines when not speaking.

Item 2. Executive Session**Presenter: Garrett Sprowls, Committee Chair**

Sprowls announces that the executive committee will go into an executive session to discuss and deliberate the performance, compensation, and benefits of the Executive Director of the Surplus Lines Stamping Office of Texas (Personnel Matters - Texas Govt. Code §551.074), as well as the discussion and review of General Counsel contract (Consultations with Attorney - Texas Govt Code §551.071(2)). The committee goes into an executive session at 10:07 a.m.

Sprowls concludes the executive session and reconvenes the executive meeting at 11:14 a.m.

Item 3. Open Session**Presenter: Garrett Sprowls, Committee Chair**

Sprowls asks if there are any questions or discussion concerning the performance, compensation, and benefits of the Executive Director of the Surplus Lines Stamping Office of Texas (Personnel Matters - Texas Govt. Code §551.074), as well as the discussion and review of General Counsel contract (Consultations with Attorney - Texas Govt Code §551.071(2)). Mr. Klein stated that the materials were scientific in nature regarding the peer reviews of the

industry and the non-admitted industry and were reviewed in-depth and deemed acceptable.

Sprowls asks, based on closed session discussions, if there is a recommendation from this Committee. A motion was made to recommend to the Board of Directors for its approval the following compensation and benefits for the Executive Director of the Surplus Lines Stamping Office of Texas, Mr. Greg Brandon:

1. Payment of an annual bonus in the amount of 25% of the 2023 salary with payment no later than December 31, 2023;
2. A raise of 8% of annual salary to be effective January 1, 2024; and
3. Payment of deferred compensation in the amount of \$23,000 plus \$7500 "catch up" with payment to be made no later than January 31, 2024.

MOTION: Leslie Milvo

SECOND: Jeff Klein

The motion passed unanimously.

Item 5. Discussion & Appropriate Action: Committee Charter Review

Presenter: Garrett Sprowls, Committee Chair

Sprowls goes over the requirement of the Plan of Operation Section 2(C)(11) which states: each board committee must have a charter and review the charter at least annually. Sprowls states that all members were provided with a copy.

The current charter was reviewed, and the committee members were given the opportunity to suggest revisions or discuss any items related to the charter. It was suggested to revise the date and the name of the chair on the last page of the document.

After some discussion a motion was made and seconded to revise the date and name of the chair on the last page of the document with no other changes to the charter itself.

MOTION: Jeff Klein

SECOND: Leslie Milvo

The motion passed unanimously.

Item 5. Adjournment

Presenter: Garrett Sprowls, Committee Chair

Sprowls makes a motion to adjourn.

MOTION: Garrett Sprowls

SECOND: Jeff Klein

The motion is approved, and meeting adjourned at 11:18 a.m.



Jeff Klein, Committee Secretary