

**MINUTES OF THE  
VLCT PROPERTY AND CASUALTY INTERMUNICIPAL FUND, INC.  
SPECIAL BOARD OF DIRECTORS MEETING  
(held concurrently with the VLCT Employment Resource & Benefits Trust Board)  
VIA ZOOM – THURSDAY, SEPTEMBER 19, 2024**

Directors Present: Jackie Higgins, Bruce Urie, Dave Atherton, Rob Gaiotti, Judy Frazier, Bryan Young, Charles Safford, Todd Odit and Kelly Murphy

Staff Present: Joe Damiata, Fred Satink, Ted Brady, Phil Woodward and Kelley Avery

President Higgins called the meeting to order at 1:02 p.m.

**Upon motion (Urie/Atherton), duly adopted, the board voted unanimously to approve the meeting agenda.**

**Upon motion (Atherton/Gaiotti), duly adopted, the board voted unanimously to approve the minutes of the June 7, 2024 board meeting.**

Joe Damiata provided a brief organizational update, including the following:

- VLCT has hired Marguerite Ladd and Kathleen Ramsay for new positions working with Katie Buckley.
- Town Fair will take place on October 2<sup>nd</sup> in Killington at the Grand Hotel with the Annual Meetings being held the day before on October 1<sup>st</sup>.
- All special hazard flood zone claims from July 2023 have now been paid. Staff are still working to close a handful of losses from buildings that are not in special hazard flood zones. Claims from the flooding in July of this year are still being estimated but are expected to come in much lower than last year's flood loss.
- Underwriting is continuing its work with the Origami policy system implementation and testing, which is roughly 80% completed. The Project is tracking over the original estimate by around \$140k due a few different factors. Staff will work to contain costs where they can.
- The Department of Financial Regulation (DFR) has started its long overdue five-year financial examination of PACIF. Key staff and three PACIF Board members have been interviewed, and staff expects to have the final review letter from DFR by year-end.

Fred Satink provided a brief renewal update on info staff has received from Milliman and Guy Carpenter so far. The renewal is still very fluid, but final rate, coverage and reinsurance recommendations will be finalized and presented to the board on October 11.

Joe Damiata and Mr. Satink provided an overview of a proposed revised approach to coverage and limits to downstream liability coverage for dams. At the April meeting, there was consensus among staff and the board to not cover dams in poor or unsatisfactory condition at year-end due to climate change and other factors. Staff sent a memo to impacted members in June. Several members responded back with concerns with some noting they reached out to local insurance brokers for coverage. Subsequently, staff met with our general liability reinsurer and consulted with the state's dam safety engineer and a few impacted members to devise a new approach. The new revised

approach that staff would like to take provides impacted members more time and allows them to retain coverage so long as they take the required steps to make improvements to the dams in poor or unsatisfactory condition in the required timeframe. Staff is seeking the board's input and general approval of the revised approach to providing downstream liability coverage for dams. The board members thanked staff for their efforts on a compromise for these members and agreed with the newly proposed dam liability coverage approach.

Charles Safford presented the Report of the Nominating Committee. The committee met on August 12<sup>th</sup> and recommended the board fill Kathleen Ramsay's vacant seat with Alternate Kelly Murphy. This would leave Ms. Murphy's alternate seat open, and the board has the option of filling that seat at this time or at a future meeting. Staff recently received various nominations for a board vacancy, and those were provided to the board for this meeting.

**Upon motion (Safford/Urie), duly adopted, the board voted unanimously to accept the Report of the Nominating Committee and to appoint Kelly Murphy as full director to fill Kathleen Ramsay's board position and term.**

Ted Brady reviewed the new Annual Meeting format scheduled for Town Fair. Under this new format, the VLCT, PACIF and VERB Annual meetings will take place concurrently with Mr. Brady acting as moderator and the VLCT Board President, Bill Fraser, presiding over the joint meeting. Mr. Brady explained all votes would be conducted by voice since this is a virtual meeting. If any issues are in contention, votes will be done by ballot with online moderators overseeing the counts. Mr. Brady is looking for the board's approval on this new process.

**Upon motion (Atherton/Safford), duly adopted, the board voted unanimously to approve the new joint annual meeting process and to have VLCT Board President Bill Fraser preside over the meeting.**

In other business, the board briefly discussed the nominations received for the open board alternate position. Rather than making a decision on a candidate at this meeting, the board directed the Nominating Committee to meet once again to review the candidates then make a recommendation to the board at one of its upcoming meetings.

**Upon motion (Safford/Frazier), duly adopted, the board voted unanimously to adjourn the meeting (1:36 p.m.).**

Respectfully submitted,



Fred Satink,  
Assistant Secretary

**Link to Meeting Recording:**

<https://us06web.zoom.us/rec/share/PrVbTvU9QxpWRng1FIZG5MeyDZTLqvqXfFxpajMpNL5nMKu4IDB7yRVqj86g6As.13riYAPEL9yT6ZyA>