A special meeting of the Board of Directors of the Surplus Lines Stamping Office of Texas (SLTX) has been called by the Chair of the Board.

The meeting will be held on Monday, October 7, 2019, beginning at **9:00 a.m. and lasting to adjournment.** The meeting shall be held at the **Omni Austin Hotel, 700 San Jacinto (at 8th), Austin, Texas 78701.**

Some members of the Board may participate by telephone conference pursuant to Section C.(6) of the SLTX Plan of Operation and Tex. Gov’t Code § 551.125. A speakerphone shall be available to the public during public portions of the meeting if some members participate by telephone conference. Members of the public may contact SLTX (acorpus@sltx.org) for a conference call-in number.

The Board of Directors and the Commissioner of Insurance, or his delegate, received written notice of this special meeting by e-mail pursuant to Section c.(9) of the SLTX Plan of Operation on Monday, September 30, 2019.

The following subjects will be discussed or considered, and may be the subject of formal action:

**Agenda**

1. **Call to order; establishment of a quorum**

2. **Public Comments Session.**
   Two minutes for each speaker.
   Public Comments Session will cease by 10:00 a.m.

3. **Discussion/Consideration of and Appropriate Action for each of the following agenda topics;**
   a. Approval of September 17, 2019 Third Quarter Board Meeting Minutes.
   b. Approval of the September 24, 2019 Finance and Audit Committee Meeting Minutes.
   c. Approval of October 1, 2019 Finance and Audit Committee Meeting Minutes.

4. **Information Technology; Discussion/consideration nd appropriate action for each of the following agenda topics.**
   a. Status of data backup and management systems.
      i. Staff Report.
      ii. Report from RSI representative.
b. Update SMART System Conversion.
   i. Staff report.
   ii. Report from Headspring representative.
   iii. Report from Square 9 representative.

c. Status and plans for policy limits reporting and data capture
   i. Staff report.
   ii. TSLA Liaison Report.

4. HR Department update; Discussion/Consideration and appropriate action for each of the following agenda topics:
   a. Review and revision of HR manual and job descriptions.
   b. Current staffing levels and recommendations.

5. Finance and Audit Committee Report; Discussion and appropriate action on each of the following agenda subjects;
   a. Selection of Internal Controls Audit/Financial Exam Vendor.
   b. Status of IT security audit.
   c. Proposed 2020 budget.

6. Chair’s report; Discussion/consideration of and appropriate action for each of the following agenda topics:
   a. Designation of executive director search committee.
   b. Executive director search committee procedures.
   d. Nomination of consultant to conduct an in-depth SLTX and Board governance review.

7. General Counsel’s Report; Discussion/consideration of and appropriate action for each of the following agenda topics:
   a. Review and analysis of archived Board minutes, Resolutions and Board policies for use in Plan of Operations drafting and SLTX and Board Governance review.
   b. Procedures for approving SLTX contracts.
   c. Procedures for reporting potential contract disputes.

8. Discussion/consideration of the executive director’s employment, evaluation, reassignment, duties, discipline, or dismissal.
9. Role and scope of duties for SLTX VP/Directors.

10. Executive Session to deliberate concerning Agenda items 8 and 9; personnel matters, contemplated and pending litigation [Texas Government Code Sections 551.071 and 551.074]; and attorney-client matters in which the duty of SLTX’s counsel clearly conflict with provisions of the Texas Open Meetings Act [Texas Government Code Section 551.071.]

11. If necessary, Board vote to clarify the separation from employment of the Executive Director.

12. If necessary, Board vote on the role and scope of duties of SLTX VP/Directors.

13. Reminder of the dates and venue for the Fourth Quarter Board Meeting and the Board’s 2020 Annual Meeting; Schedule November 2019 Special Meeting.

14. Adjournment

For the Board of Directors:

Kyle Bolis
Interim Executive Director

By delegation from
Lorrie Cheshier
Chair of the Board