Surplus Lines Stamping Office of Texas (SLTX)
805 Las Cimas Parkway, Suite 300
Austin, Texas 78746

Contact: Denisse Orellana
512-531-1861
1-800-681-5848
dorellana@sltx.org

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 Friday, November 8, 2019, beginning at 9:00 a.m. and lasting to adjournment. The meeting shall be held at the Surplus Lines Stamping Office of Texas, 805 Las Cimas Parkway, Suite 300, Austin, Texas 78746.

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 at the meeting site during public portions of the meeting. Members of the public may contact SLTX (dorellana@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 Wednesday, October 23, 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
   
   Lorrie Cheshier
   Chair, Board of Directors

2. Discussion/Consideration of and Appropriate Action for each of the following agenda topics;
   
   a. Approval of October 7, 2019 Special Board Meeting Minutes.
   
   b. Approval of the October 14, 2019 Special Board Meeting Minutes.
   
   c. Approval of October 21, 2019 Special Board Meeting Minutes

3. Information Technology; Discussion/consideration and appropriate action for each of the following agenda topics.
   
   a. Status of data backup and management systems;
   Report from RSI representative.
b. Update on SMART system conversion.
   Report from Headspring representative.

c. Update on policy limits capture
   Report from Headspring representative.

4. Discussion/consideration of and appropriate action for each of the following agenda topics;

   a. Report on internal audits
      i. IT Security Audit
      ii. Internal Controls
      iii. Corporate Governance

   b. Executive Director Search Committee
      Rosemarie Marshall
      Committee Chair

   c. Plan of Operations Working Group update
      Rosemarie Marshall
      Working Group Chair

   d. Policy Limits Working Group update.
      Rosemarie Marshall
      Working Group Chair

5. HR Department update; Discussion/Consideration and appropriate action for each of the following agenda topics

   a. Staffing levels; updates and recommendations.
      Orellana

   b. HR Manual; Conflict of interests; Travel Policy
      Meredith Gregston
      Counsel

6. Discussion/consideration of and appropriate action for each of the following agenda topics;

   a. Reorganization of SLTX Operations and IT Departments;
      Cheshier

   b. Role, status and scope of duties for SLTX VP/Directors.
      Cheshier

   c. Discussion/consideration of the VP/director’s employment, resignation, evaluation, reassignment, duties, discipline, or dismissal; status of former executive director matters.
      Cheshier

   d. Examinations and internal investigations.
      Cheshier
e. Executive Session to deliberate Agenda items 2.a; 2.b; 2.c, and 2.d; 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.]

7. If necessary and appropriate, public session discussion/consideration and appropriate action for Agenda items 2.a, 2.b, 2.c. and 2.d.

8. Reminder of the dates and venue for the Fourth Quarter Board Meeting (changed to December 5); Finance and Audit Committee Meeting (changed to December 4); and the Board’s Annual Meeting.

9. Adjournment

[Signature]

Denisse Orellana
VP/ Director HR

By delegation from
Lorrie Cheshier
Chair of the Board