

**NORTH BAY SCHOOLS INSURANCE AUTHORITY  
EXECUTIVE COMMITTEE MEETING  
November 5, 2025**

**MINUTES**

- Call to Order** The meeting was called to order at 12:01 p.m. by President Barrington.
- Attendance** Those in attendance were:  
Trudy Barrington, Benicia JUSD  
Maureen Hester, Calistoga JUSD  
Laneia Grindle, FSUSD  
By Zoom/videoconference:  
Michelle Henson, Solano County Office of Education
- Staff and Guests** Noel Waldvogel, NBSIA  
Karen Shelar, NBSIA  
Andrew Obando, NBSIA  
Carrie Green, NBSIA
- Approval of Agenda** Motion made by Hester, seconded by Grindle, and carried unanimously by roll-call vote to approve the agenda as presented. (*Ayes: Barrington, Grindle, Henson, Hester; Noes: none; Absent: none; Abstain: none*)
- Public Comments** No public present.
- Member Reports and Collaboration** None.
- Executive Director Report**  
The Executive Director reported on a productive fall season focused on strategic planning, member engagement, and organizational development. Highlights included continued outreach through member meetings, Report Card presentations, and collaboration with partners on crisis communication, telematics, and subrogation initiatives. Internally, leadership and claims review meetings supported ongoing operational improvement. Several training programs were held for members and staff, including safety and professional development sessions and AI training in partnership with Techedify. Recruitment is underway for a Property/Risk Manager to strengthen the Property & Liability program, and wellness initiatives such as the Walktober Challenge and webinar series continue to promote employee well-being and proactive risk management across the pool. Additional updates and list of meetings attended were also provided, as well as a list of provided and upcoming trainings.
- CLOSED SESSION** The Executive Committee entered Closed Session at 12:06 p.m. for discussion regarding those permitted by Government Code Sections 54956.8, 54956.9, 54956.9(d)(1) and (2), 54956.95, 54957, and 54957.6 – personnel, litigation, and/or real property
- A. Vallejo City Unified School District Membership and MOU (pursuant to Government Code §54956.9(d))

## REPORT FROM CLOSED SESSION

The Executive Committee returned from Closed Session at 12:18 p.m. and reported there was no action or report-out.

## ACTION ITEMS

### Consent Calendar

Motion was made by Grindle, seconded by Henson, and carried unanimously by roll-call vote to approve all items listed on the Consent Calendar, including:

- i. Minutes: Regular Meeting, August 13, 2025
- ii. Minutes: Investment Committee Meeting, August 13, 2025
- iii. Minutes: Special Meeting, August 27, 2025
- iv. Expenditure Report: July–September 2025
- v. Quarterly Financial Statements at September 30, 2025
- vi. Investment Quarterly Report at September 30, 2025
- vii. Contracts:
  - a. AV Structural; conference room AV update
  - b. Buckhorn; NBSIA holiday luncheon
  - c. Cole’s Chop House; Strategic Planning dinner
  - d. Community Matters; Safe School Ambassador Program
  - e. Corodata; office shredding service
  - f. NEXT Generation; Strategic Planning facilitators
  - g. Origami, Claims platform; Client Support Tier (extension)
  - h. Unified Delivery; mail delivery service
  - i. Universal Window Cleaning; window cleaning services

*(Ayes: Barrington, Grindle, Henson, Hester; Noes: none; Absent: none; Abstain: none)*

### Property/Liability

#### Property/Liability Capital Target Funding at 6/30/2025

Finance Manager, Obando, presented the Property/Liability Capital Target Funding report as of June 30, 2025. It was reported that the Property/Liability Program shows net equity of \$3.5 million after application of the capital target policy, meeting all three components: funding at the 85% confidence level, a catastrophic loss fund of 8–10 full-limit losses at \$250,000 each, and a rate stabilization fund equal to 10% of current-year contributions. Staff noted that the program remains well-funded for losses and potential catastrophic events, with conservative strategies in place to maintain strong financial stability.

Motion was made by Hester, seconded by Grindle, and carried unanimously by roll-call vote to accept and file the Property/Liability Capital Target Funding at 6/30/2025 as presented for final approval by the Board of Directors. *(Ayes: Barrington, Grindle, Henson, Hester; Noes: none; Absent: none; Abstain: none)*

### Workers’ Compensation Program

#### Workers’ Comp Capital Target Funding at 6/30/2025

Finance Manager, Obando, presented the Workers’ Comp Capital Target Funding at June 30, 2025. He reported that the workers’ comp program shows net equity of \$32.3 million after application of the capital target policy, meeting all three components: funding at the 85% confidence level, a catastrophic loss reserve of 5–6 full-limit losses at \$750,000 each, and a rate stabilization fund equal to 10% of current-year contributions.

Obando noted that as of January 2022, all member pooled losses are included in expenses ceded to the Captive as reinsurer for the pool, as reflected in the attached worksheet. The program remains financially strong and stable, with equity supporting member-focused initiatives such as mental health and site security grants.

Motion was made by Hester, seconded by Henson, and carried unanimously by roll-call vote to accept and file the Workers' Comp Capital Target Funding at 6/30/2025 as presented for final approval by the Board of Directors. (*Ayes: Barrington, Grindle, Henson, Hester; Noes: none; Absent: none; Abstain: none*)

### **Dental/Vision Programs**

#### Dental Program Capital Target Funding at 6/30/2025

Finance Manager, Obando, presented the Dental Program Capital Target Funding at June 30, 2025. It was reported that the dental program shows net equity of \$5 million after application of the capital target policy, which includes reserve funding equal to two months of claims paid and a rate stabilization fund of 5% of current-year contributions. The analysis indicates that program equity remains stable compared to the prior reporting period. Although claim payments increased by \$278,000, the loss ratio remains constant at 92%, demonstrating that premium contributions continue to exceed claims and expenses.

The program remains financially strong and meets all funding targets. Equity was used to support a 10% rate decrease for FY25–26, as approved by the Board, allowing for moderated rates while maintaining program stability.

Motion was made by Grindle, seconded by Hester, and carried unanimously by roll-call vote to accept and file the Dental Program Capital Target Funding at 6/30/2025 as presented for final approval by the Board of Directors. (*Ayes: Barrington, Grindle, Henson, Hester; Noes: none; Absent: none; Abstain: none*)

### **Governance**

#### Approval of Amendment to Board Policy, Section 2.3

Executive Director, Waldvogel, reported that the Board previously approved a new workers' compensation funding formula in June 2025, replacing the prior WCIRB-based model. The new formula incorporates a five-year experience period, a 75% member credibility cap, and a 10% limit on annual changes to ensure stability and alignment with individual member experience. To reflect this approach, staff presented an amendment to Board Policy Section 2.3 updating the language for consistency between policy and practice. The amendment clarifies that the formula is reviewed annually by NBSIA's actuary and remains administrative in nature, without changing the approved methodology.

There is no fiscal impact to the pool, and member ex-mods will continue to fluctuate within the approved  $\pm 10\%$  range.

Motion was made by Hester, seconded by Grindle, and carried unanimously by roll-call vote to approve the amendment to Board Policy

2.3 as presented for final approval by the Board of Directors. (*Ayes: Barrington, Grindle, Henson, Hester; Noes: none; Absent: none; Abstain: none*)

Approval of Amendment to Board Bylaws –  
Workers’ Compensation Addendum I

Executive Director, Waldvogel, reported that, following the Board’s June 2025 approval of a new Workers’ Compensation funding formula, amendments to Addendum I of the Board Bylaws are required to align governing documents with the approved methodology. The revisions remove references to the prior WCIRB-based model and update the language to reflect the current formula, which incorporates a five-year experience period, a 75% member credibility cap, and a ±10% annual limit on member ex-mod changes.

Waldvogel noted that the funding formula will continue to be reviewed and calculated annually by NBSIA’s actuary, with results presented to the Board as part of the annual allocation process. The amendments are administrative in nature and ensure consistency, transparency, and fairness in member contribution calculations.

There is no fiscal impact to the pool. The Committee approved the amendments as presented for final Board consideration.

Motion was made by Grindle, seconded by Hester, and carried unanimously by roll-call vote to approve the amendment to the Workers’ Comp Addendum I as presented for final approval by the Board of Directors. (*Ayes: Barrington, Grindle, Henson, Hester; Noes: none; Absent: none; Abstain: none*)

**NON-ACTION / FOR DISCUSSION ONLY ITEMS**

Voting Requirements and Guidelines

Executive Director, Waldvogel, reported that a review of NBSIA’s governance structure was conducted to assess member voting in relation to program participation. Under the current structure, all Board and Executive Committee members may vote on all matters, regardless of the programs in which their district or county office participates.

General Counsel, Doug Alliston, advised that while this structure is permissible under the JPA Agreement and Bylaws, it may not be ideal. He recommended consideration of amendments to ensure that program-specific matters are determined only by participants in those programs.

Mr. Alliston outlined three potential approaches:

- Program-Specific Voting: Only program participants vote on issues affecting that program.
- Conditional Program Voting: All members vote unless a participant requests that voting be limited to program members.
- Tiered Voting: All members vote initially; if the vote is not unanimous, only votes from program participants are counted.

Following discussion, staff and the Committee expressed support for the tiered voting approach, which would mirror the existing Bylaws process

for approving new members into individual programs and maintain both inclusivity and program-specific accountability. A question was raised regarding the process for motions and amendments; specifically, whether only program participants would be permitted to make or amend motions on program-specific items. Waldvogel agreed that this procedural detail would be further clarified as part of the Bylaws review process after seeking further clarification from Mr. Alliston.

This item was presented for discussion only. Staff will bring the topic to the Board of Directors at its January 2026 meeting for further consideration and direction.

#### Independent Liability Claims Audit Review

Waldvogel reported that an independent liability claims audit was conducted by Marsh Risk Consulting in September 2025 as part of NBSIA's ongoing commitment to transparency, accountability, and continuous improvement. The audit evaluated claim files, reserve practices, investigations, timeliness, and adherence to best practices for public entity liability programs, and included recommendations to enhance efficiency and quality in claims administration.

Staff noted that while the results were not entirely favorable, the audit provides a valuable baseline for assessing performance and identifying areas for improvement, particularly in documentation and process consistency. The findings will guide internal quality assurance efforts, establish performance benchmarks, and support ongoing training and process development in coordination with the Property & Liability Program Manager and claims team.

In consultation with President Barrington, staff plan to conduct a follow-up audit next year to measure progress on these recommendations, with future independent liability claims audits to be conducted every three years thereafter.

#### P&L Deductible Collection

Waldvogel reported that during a review of recent claims and financial records, it was identified that member deductibles had not been collected on several Property & Liability claims. This prompted an internal review of existing processes to determine where the gap occurred and how to ensure proper collection and reconciliation moving forward.

To assist in evaluating the issue, staff collaborated with Fairfield-Suisun USD, who agreed to serve as a test member to help review and refine the deductible collection process. This collaboration helped identify breakdowns in communication and documentation between claims handling and accounting functions.

As a result, staff developed and implemented a revised deductible collection procedure designed to strengthen internal controls and improve accountability. The new process introduces checks and balances between the Property & Liability and Finance departments to ensure all deductibles are verified, billed, and collected in a timely manner. Key improvements include clearer documentation of deductible responsibility in each claim

file, cross-verification between departments prior to claim closure, and centralized tracking of outstanding balances.

Waldvogel clarified that NBSIA will be back-billing for outstanding deductibles from the past two years to ensure all member obligations are reconciled and accounted for under the updated process. This procedural enhancement reinforces the integrity of the Property & Liability Program and promotes consistent, transparent handling of member financial obligations. Staff will present the updated process to the Board of Directors for information, with implementation to follow immediately thereafter.

#### TPA Agreements for AB 218 Claims

Waldvogel reported that NBSIA is currently managing a limited number of AB 218 claims on behalf of member districts that did not have coverage with NBSIA at the time the alleged abuse occurred. While these claims have been handled as a service to members, it was noted that no formal contracts or service agreements currently exist with these members. The absence of written agreements creates potential exposure for the pool, as NBSIA is performing TPA functions without defined terms, authority, or indemnification provisions.

To address this, staff have worked with General Counsel Doug Alliston to develop formal TPA Agreements that define the scope of NBSIA's administrative responsibilities, clarify limitations of liability, and establish the financial and procedural obligations of participating districts. The agreements specify that NBSIA's role is limited to claims administration only, with no assumption of coverage or indemnification obligations, and that districts must hold NBSIA harmless from any liabilities arising from claims handling activities.

Staff emphasized that this approach will protect the pool's integrity and risk position while continuing to provide limited support to members managing sensitive AB 218 claims. The Committee was supportive of the development of TPA Agreements as an important measure to protect the pool and formalize NBSIA's administrative role. Staff will present this item to the Board of Directors for information.

#### KYND Participation Incentives

Property & Liability Claim and Risk Manager, Shelar, provided an update on NBSIA's partnership with KYND, which offers Property & Liability Program members complimentary access to the KYND ON cyber risk monitoring platform. The platform supports members in proactively managing cyber risks through continuous monitoring, actionable intelligence, and expert guidance.

NBSIA invests approximately \$50,000 annually to provide this resource at no cost to members, with the goal of enhancing cyber resilience and reducing potential claim exposures across the pool. Shelar noted that while initial feedback has been positive, overall participation among eligible members remains limited. KYND reports indicate that only a portion of members have completed onboarding or are actively engaging with the platform.

To strengthen participation and maximize the program’s benefit, Shelar presented ideas for potential incentives or recognition opportunities, such as small premium credits, risk management grants, or integration of participation metrics into the annual Report Card.

The Committee was supportive of offering incentives to encourage member engagement and suggested identifying ways to involve members’ IT departments and staff more directly in promoting and utilizing the KYND tools. Staff will develop options for incentive structures and participation benchmarks and bring recommendations to the Board for consideration at the January meeting.

Impacts of SB 848

Staff provided an overview of SB 848, recently signed into law, which expands mandated reporter training and related child protection requirements for LEAs, including new obligations for volunteers beginning July 1, 2026.

The Committee voiced concerns about the potential impact on volunteer participation, noting that many volunteers may be discouraged by the required training and that implementation could create significant cost and administrative burdens for members. Members also questioned whether the state would implement an audit process to ensure compliance.

Staff advised that NBSIA will continue to monitor developments and provide members with guidance, templates, and training options. To help offset costs, staff will work with training platform providers to secure discounted pricing for members.

This item was presented for information only and will be brought to the meeting in January for further discussion with the Board.

**ADJOURNMENT**

There being no further business, the meeting was adjourned at 1:16 p.m.

Respectfully submitted by:   
Noel Waldvogel, Executive Director

11/5/2025  
Date

Approved by Committee: 2/18/26  
Date