



**COMMONWEALTH OF MASSACHUSETTS**  
**OFFICE OF CONSUMER AFFAIRS AND BUSINESS REGULATION**  
**DIVISION OF INSURANCE**

***REPORT OF EXAMINATION OF THE***  
**BUNKER HILL PREFERRED INSURANCE COMPANY**

**Boston, Massachusetts**

**As of December 31, 2017**

**NAIC GROUP CODE 0415**

**NAIC COMPANY CODE 16035**

**EMPLOYER ID NUMBER 81-4264194**

# **BUNKER HILL PREFERRED INSURANCE COMPANY**

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**COMMONWEALTH OF MASSACHUSETTS**  
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May 24, 2019

The Honorable Gary D. Anderson  
Commissioner of Insurance  
Commonwealth of Massachusetts  
Division of Insurance  
1000 Washington Street, Suite 810  
Boston, MA 02118-6200

Honorable Commissioner:

Pursuant to your instructions and in accordance with Massachusetts General Laws, Chapter 175, Section 4 an examination has been made of the financial condition and affairs of

**BUNKER HILL PREFERRED INSURANCE COMPANY**

at its home office located at 695 Atlantic Avenue, Boston, Massachusetts 02111. The following report thereon is respectfully submitted.

Bunker Hill Preferred Insurance Company

**SCOPE OF EXAMINATION**

Bunker Hill Preferred Insurance Company ("BH Pref" or the "Company") has not been examined by the Massachusetts Division of Insurance (the "Division") since its formation on December 21, 2016. The current examination covers the period from December 21, 2016 through December 31, 2017, including any material transactions and/or events occurring subsequent to the examination date and noted during the course of this examination.

Concurrent with this examination, the following insurance affiliates in the Plymouth Rock Company Group were also examined and separate Reports of Examination have been issued:

Plymouth Rock Assurance Corporation ("PRAC")  
Pilgrim Insurance Company ("PIC")  
Bunker Hill Insurance Company ("BHIC")  
Bunker Hill Insurance Casualty Company ("BH Cas")  
Bunker Hill Property Insurance Company ("BH Prop")  
Bunker Hill Security Insurance Company ("BH Sec")

The examination was conducted in accordance with standards and procedures established by the National Association of Insurance Commissioners ("NAIC") Financial Condition (E) Committee and prescribed by the current NAIC *Financial Condition Examiners Handbook*, the examination standards of the Division and with Massachusetts General Laws. The Handbook requires that we plan and perform the examination to evaluate the financial condition and identify current and prospective risks of the Company by obtaining information about the Company, including corporate governance, identifying and assessing inherent risks within the Company, and evaluating system controls and procedures used to mitigate those risks.

All accounts and activities of the Company were considered in accordance with the risk-focused examination process. This may include assessing significant estimates made by management and evaluating management's compliance with Statutory Accounting Principles. The examination does not attest to the fair presentation of the financial statements included herein. If, during the course of the examination an adjustment is identified, the impact of such adjustment will be documented separately following the Company's financial statements.

This examination report includes significant findings of fact, as mentioned in the Massachusetts General Laws, Chapter 175, Section 4, and general information about the insurer and its financial condition. There may be other items identified during the examination that, due to their nature (e.g., subjective conclusions, proprietary information, etc.), are not included within the examination report but separately communicated to other regulators and/or the Company.

The Company is audited annually by PricewaterhouseCoopers, LLP ("PwC"), an independent certified public accounting firm. The firm expressed unqualified opinions on the Company's financial statements for the calendar years 2013 through 2017. A review and use of the certified public accountants' work papers was made to the extent deemed appropriate and effective. Representatives from the firm Risk & Regulatory Consulting LLC ("RRC") were retained by the Division to assist in the examination by performing certain examination procedures at the direction

## Bunker Hill Preferred Insurance Company

and under the overall management of the Division's examination staff. Additional assistance included a review of information systems and information technology general controls ("ITGC's") and a review of the actuarially determined loss and loss adjustment expense reserves, as well as other significant actuarial estimates.

### **SUMMARY OF SIGNIFICANT FINDINGS OF FACT**

There were no significant recommendations noted by the examination team for improvements in process, activities and/or controls that should be noted in this report. There were no significant recommendations noted by the examination team in the previous report of examination.

### **COMPANY HISTORY**

#### **General**

The Company, a privately held stock company, was incorporated on December 21, 2016 under the laws of the Commonwealth of Massachusetts and commenced business on January 1, 2017. The Company, along with affiliates BH Cas, BH Prop and BH Sec, were established to write homeowners insurance in Massachusetts.

#### **Capital Stock**

The Company's Articles of Organization authorized the Company to issue 10,000 shares of common stock with a par value of \$100 per share. There are 7,000 shares issued and outstanding, all owned by BHIC. The ultimate controlling entity of the Company is The Plymouth Rock Company Incorporated.

The initial capitalization of the Company consisted of common capital stock of \$700,000 and \$4,130,000 of gross paid in and contributed surplus.

#### **Dividends**

The Company has not declared a stockholder dividend since inception.

### **MANAGEMENT AND CONTROL**

#### **Board of Directors Minutes**

The minutes of meetings of the Board of Directors, or consent actions in lieu of meetings, and minutes of its Committee meetings for the period under examination were read, and they indicated that all actions were taken in accordance with the Company's bylaws and the Laws of the Commonwealth of Massachusetts. Activities of the Committees were ratified by the Board of Directors.

## Bunker Hill Preferred Insurance Company

### Articles of Organization and Bylaws

The bylaws and Articles of Organization and amendments thereto were read. The bylaws and Articles of Organization have not been amended since inception.

### Board of Directors

According to the bylaws, the Company's business shall be managed by a Board of Directors which may exercise all of the powers of the Company except as otherwise provided by the Articles of Organization, by law, or by the bylaws. The Board of Directors shall consist of not fewer than five Directors with the number to be determined at each Annual Meeting by vote of the stockholders. Each Director shall hold office until the next Annual Meeting. Upon death, removal, or resignation, his or her successor shall be elected by either the stockholders or the Directors.

As of December 31, 2017, the Company's Board was comprised of five Directors as follows:

<u>Name of Director</u>	<u>Title</u>
Harold Ronnie Belodoff	Chairman, BHIC Board of Directors; President and Chief Operating Officer, PRC
Wilbur Lincoln Martin IV	President & Chief Executive Officer, BHIC
Kerry Andrew Emanuel	Professor of Atmospheric Science, Massachusetts Institute of Technology
Colleen Mary Granahan	Vice President, Counsel to the Chairman, PRC
Scott Norman Kwiker	Chief Product Officer, PRAC

### Committees of the Board of Directors

The bylaws allow the Directors to elect from their number an Executive Committee and such other committees as they may determine, and delegate to any such committees some or all of the powers of the Directors except those are prohibited by delegating. There were no committees of the BH Pref Board of Directors during the examination period. However, the Company's parent Board, the Plymouth Rock Company Incorporated ("PRC"), established the Audit Committee and Enterprise Risk Committee to fulfill the functions on behalf of the Company. In addition, PRC's Investment Committee is charged with authorizing and approving investments for the Company consistent with the Investment Guidelines adopted by the Board. The membership includes Directors Bailey and Belodoff.

### Officers

According to the Company's bylaws, the officers of the Company shall be a President, a Treasurer, a Secretary, and such other officers as the Board of Directors may elect or appoint. Pursuant to the bylaws, the officers of the Company shall be elected by the Board of Directors at its first meeting after the Annual Meeting. If any office becomes vacant, the Board of Directors may elect a successor.

## Bunker Hill Preferred Insurance Company

Officers of the Company at December 31, 2017 were as follows:

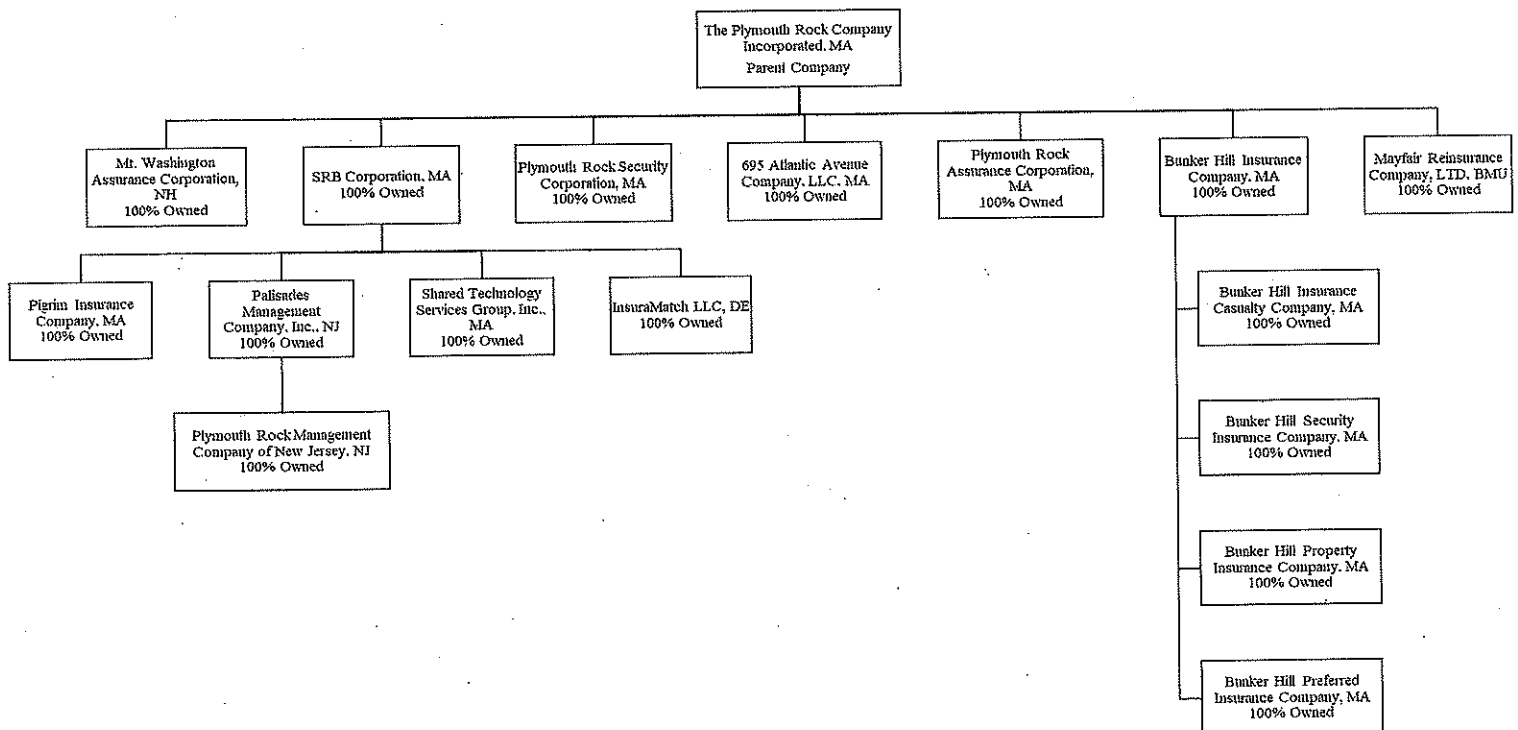
<u>Name of Officer</u>	<u>Title</u>
Wilbur Lincoln Martin IV	President and Chief Executive Officer
William Daniel Hartranft	Treasurer
Colleen Mary Granahan	Secretary
Daniel Carey Barrett	Vice President
Courtland John Troutman	Vice President

### Affiliated Companies

As stated in the Insurance Holding Company System Form B as filed with the Division, the Company is a member of a holding company system and is subject to the registration requirements of Section 206C of Massachusetts General Law ("M.G.L."), Chapter 175, and regulation 211 CMR 7.00. The Plymouth Rock Company Incorporated is the "ultimate controlling person" of the holding company system.

### Organizational Chart

At December 31, 2017, Bunker Hill Preferred Insurance Company and its affiliated companies were members of the following organizational structure:



## Bunker Hill Preferred Insurance Company

### Transactions and Agreements with Affiliates

#### *Administrative Services Agreements*

The Company receives certain accounting, data processing, actuarial, management, and other services from its affiliates. Service fees are paid pursuant to the terms of inter-company service agreements previously approved by the Division.

#### *Investment Management Agreement*

Affiliate SRB Corporation provides investment advising services to the Company and other affiliates, among other services. Investment expenses are paid to SRB Corporation pursuant to the terms of an investment agreement previously approved by the Division.

#### *Tax Sharing Agreement*

The Company participates in a tax allocation agreement with its eligible affiliates. The allocation method is based upon the respective tax liability of each member computed as if a separate return were filed, in accordance with the Internal Revenue Code. Inter-company tax balances are settled quarterly and after the tax filing is made in October.

### **TERRITORY AND PLAN OF OPERATION**

The Company is licensed to write business in Massachusetts. The Company's principal line of business is homeowners insurance provided primarily to personal risks through its appointed independent agents.

### Treatment of Policyholders – Market Conduct

The Division's Market Conduct Section is initiating a comprehensive market conduct examination of the Plymouth Rock Group as of December 31, 2018. The results of the examination were not available at the time of this report.

### **REINSURANCE**

#### Intercompany Pooling Agreements

Effective January 1, 2017, BHIC entered into an intercompany pooling agreement with BH Cas, BH Pref, BH Prop, and BH Sec covering all lines of business. Under this agreement, BHIC assumes 100% of the net liabilities arising from underwriting of the five companies. The liabilities are combined and subsequently ceded to the entities as follows:

Bunker Hill Insurance Company:	20%
Bunker Hill Insurance Casualty Company:	20%
Bunker Hill Preferred Insurance Company:	20%
Bunker Hill Property Insurance Company:	20%
Bunker Hill Security Insurance Company:	20%



## Bunker Hill Preferred Insurance Company

Effective July 1, 2017, the BHIC Group, consisting of the five Bunker Hill entities, entered into a catastrophe excess of loss reinsurance layer with PRAC, certain other entities managed by an affiliate of the Company, and an unaffiliated reinsurer, under which participants ceded catastrophe losses in excess of a retention and assume an amount of the layer's total catastrophe losses at participation rates that were proportional to each entity's surplus at the time the layer was established. Prior to July 1, 2017, PRAC participated as a reinsurer at approximately 20% on the catastrophe excess of loss reinsurance program for BHIC and other entities managed by an affiliate of the Company.

### Ceded Reinsurance

Other than the pooling agreements mentioned above, the Company has no other ceded reinsurance.

### Assumed Reinsurance

In addition to the pooling agreements mentioned above, the Company assumes business from the MA FAIR Plan.

Bunker Hill Preferred Insurance Company

**FINANCIAL STATEMENTS**

The following financial exhibits are based on the statutory financial statements prepared by management and filed by the Company with the Division and present the financial condition of the Company for the period ending December 31, 2017. The financial statements are the responsibility of Company management.

Statement of Assets, Liabilities, Surplus and Other Funds as of December 31, 2017

Statement of Income for the Year Ended December 31, 2017

Reconciliation of Capital and Surplus for Each Year in the Two-Year Period Ended December 31, 2017

# Bunker Hill Preferred Insurance Company

## Statement of Assets, Liabilities, Surplus and Other Funds as of December 31, 2017

	Per Annual Statement
<b>ASSETS</b>	
Bonds	\$ 7,086,645
Common stock	2,290,589
Cash, cash equivalents, and short-term investments	1,696,938
Receivable for securities	406
Subtotals, cash and invested assets	<u>11,074,578</u>
Investment income due and accrued	104,788
Uncollected premiums and agents' balances in course of collection	38,233
Deferred premiums and agents' balances and installments booked but deferred and not yet due	127,408
Funds held by or deposited with reinsured companies	56,554
Net deferred tax asset	110,091
Receivable from parent, subsidiaries and affiliates	93,694
Total Assets	<u>\$ 11,605,346</u>

# Bunker Hill Preferred Insurance Company

## Statement of Assets, Liabilities, Surplus and Other Funds (Continued) as of December 31, 2017

	Per Annual Statement
<b>LIABILITIES</b>	
Losses	\$ 1,319,940
Loss adjustment expenses	432,002
Commissions payable, contingent commissions and other similar charges	29,445
Other expenses	167
Taxes, licenses and fees	(2,307)
Current federal and foreign income taxes	429,923
Unearned premiums	3,477,487
Advance premium	23,640
Remittances and items not allocated	20
Payable to parent, subsidiaries and affiliates	232
Aggregate write-ins for liabilities	847
Total Liabilities	<u>5,711,396</u>
Common capital stock	700,000
Gross paid in and contributed surplus	4,130,000
Unassigned funds (surplus)	1,063,950
Surplus as regards policyholders	<u>5,893,950</u>
Total Liabilities, Surplus, and Other Funds	<u>\$ 11,605,346</u>

# Bunker Hill Preferred Insurance Company

## Statement of Income For the Year Ended December 31, 2017

	Per Annual Statement
<b>Underwriting Income</b>	
Premiums earned	\$ 4,997,926
<b>Deductions</b>	
Losses	1,406,889
Loss adjustment expenses incurred	572,560
Other underwriting expenses incurred	1,724,133
Total underwriting deductions	3,703,583
Net underwriting gain (loss)	1,294,343
<b>Investment Income</b>	
Net investment income earned	108,118
Net realized capital gains or (losses)	7,997
Net investment gain (loss)	116,115
<b>Other Income</b>	
Finance and service charges not included in premiums	1,795
Total other income	1,795
Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes	1,412,253
Federal and foreign income taxes incurred	721,656
<b>Net income</b>	<u>\$ 690,597</u>

Bunker Hill Preferred Insurance Company

**Reconciliation of Capital and Surplus**

**For Each Year in the Two-Year Period Ended December 31, 2017**

	2017	2016
Surplus as regards policyholders, December 31 prior year	\$4,880,514	\$ 0
Net income	690,597	50,585
Change in net unrealized capital gains or (losses) less capital gains tax	202,325	0
Change in net deferred income tax	163,946	(72)
Change in nonadmitted assets	(43,433)	0
Paid in capital	0	700,000
Paid in surplus	0	4,130,000
Change in surplus as regards policyholders for the year	1,013,435	4,880,514
Surplus as regards policyholders, December 31 current year	<u>\$5,893,950</u>	<u>\$4,880,514</u>

**ANALYSIS OF CHANGES IN FINANCIAL STATEMENTS RESULTING FROM THE EXAMINATION**

There were no changes in the financial statements resulting from the examination.

**COMMENTS ON FINANCIAL STATEMENT ITEMS**

As a result of the examination, no significant issues with non-compliance, adverse findings, or material changes to the financial statements were identified.

The Division engaged consulting actuaries from Risk & Regulatory Consulting, LLC to review the reasonableness of the losses and loss adjustment expense reserves ("Reserves") of the Company as of December 31, 2017. The review was conducted in a manner consistent with the Code of Professional Conduct and Qualification Standards of the American Academy of Actuaries and the Standards of Practice adopted by the Actuarial Standards Board.

RRC's actuarial review utilized year-end paid and incurred loss data developed through December 31, 2017. The table below summarizes a comparison of RRC's range of reasonable net estimates for the Reserves to the Company's net carried reserves as of December 31, 2017.

<u>Bunker Hill Preferred Insurance Company</u> (000's omitted)					
	<u>RRC Estimates</u>			<u>Total Carried</u>	<u>(Deficiency) Vs. Indicated</u>
	<u>Low</u>	<u>Indicated</u>	<u>High</u>		
Net Loss & LAE	\$1,488	\$1,567	\$1,723	\$1,752	\$185
	<u>Appointed Actuary Estimates</u>			<u>Total Carried</u>	<u>(Deficiency) Vs. Indicated</u>
	<u>Low</u>	<u>Indicated</u>	<u>High</u>		
Net Loss & LAE	N/A	\$1,567	N/A	\$1,752	\$185

The Company's total net carried reserves are above RRC's high point by approximately 1.68%. This amount was deemed acceptable, and RRC concludes the Company's reserves are a reasonable estimate of their ultimate liability.

**SUBSEQUENT EVENTS**

No subsequent events or transactions that occurred after the December 31, 2017 examination date were noted that would have had a material effect on the Company's Financial Statements.

**SUMMARY OF RECOMMENDATIONS**

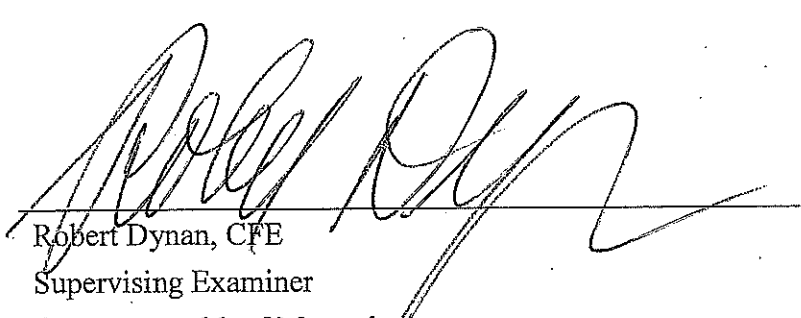
There were no significant recommendations noted by the examination team for improvements in process, activities and/or controls that should be noted in this report.



**SIGNATURE PAGE**

Acknowledgement is made of the cooperation and courtesies extended by the officers and employees of the Company during the examination.

The assistance rendered by Risk & Regulatory Consulting, LLC, who participated in the examination, is hereby acknowledged.



Robert Dynan, CFE  
Supervising Examiner  
Commonwealth of Massachusetts  
Division of Insurance