



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

REPORT OF EXAMINATION OF THE
ENDEAVOUR INSURANCE COMPANY

Boston, Massachusetts

As of December 31, 2020

NAIC GROUP CODE 1178

NAIC COMPANY CODE 10664

EMPLOYER ID NUMBER 04-3323167

ENDEAVOUR INSURANCE COMPANY

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COMMONWEALTH OF MASSACHUSETTS
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GARY D. ANDERSON
COMMISSIONER OF INSURANCE

May 19, 2022

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

ENDEAVOUR INSURANCE COMPANY

at its home office located at 25 New Chardon Street, Boston, MA 02114-4721. The examination was conducted remotely. The following report thereon is respectfully submitted.

SCOPE OF EXAMINATION

Endeavour Insurance Company (“Company” or “EIC”) was last examined as of December 31, 2015 by the Massachusetts Division of Insurance (“Division”). The current examination was also conducted by the Division and covers the five-year period from January 1, 2016 through December 31, 2020, 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 Atlantic Charter Group (“Group”) were also examined and separate Reports of Examination have been issued:

Independence Casualty Insurance Company (“ICIC”)
Atlantic Charter Insurance Company (“Company” or “ACIC”)

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* (“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 Ernst & Young LLP (“EY”), an independent certified public accounting firm. The firm expressed unqualified opinions on the Company’s financial statements for the calendar years 2016 through 2020. A review and use of the Certified Public Accountants’ work papers was made to the extent deemed appropriate and effective.

Representatives from the firm of Examination Resources, LLC were engaged by the Division to assist in the examination by performing certain examination procedures at the direction of and under the overall management of the Division’s examination staff. The assistance included a review of accounting records, information systems, investments and actuarially determined loss and loss adjustment expense reserves.

SUMMARY OF SIGNIFICANT FINDINGS OF FACT

There were no significant findings during the previous examination and there are no significant findings related to the current examination.

COMPANY HISTORY

General

The Company was incorporated on July 2, 1996, under the laws of the Commonwealth of Massachusetts. It commenced business on August 19, 1996. As a licensed property and casualty insurer, the Company is subject to the provisions of Massachusetts General Law ("M.G.L") Chapter 175, Section 4 and other Massachusetts Insurance Laws.

EIC is a wholly owned subsidiary of Charter Management Company, Inc. ("Charter" or "CMC"), a Massachusetts corporation. Charter Management Company is an insurance holding company owned by Linda J. Sallop (13.6%), Linda J. Sallop Irrevocable Trust (54.4%) and Mitchel I. Weisman (32.0%). Atlantic Charter Insurance Company ("ACIC") and its two insurance affiliates, EIC and Independence Casualty Insurance Company ("ICIC"), are part of an insurance holding company group (collectively referred to as "the Companies" or "the Group"). The Company is also affiliated with an insurance agency (Sallop Insurance Agency, Inc. - owned 48.8% by Linda J. Sallop and 51.2% by an ESOP) and a law firm (Sallop & Weisman, P.C. - owned 50% by Linda J. Sallop and 50% by Mitchel I. Weisman).

EIC is a licensed property and casualty insurer that writes workers' compensation insurance with no rate deviation on employers in Massachusetts through a network of independent agents and brokers. Particularly, EIC writes all the Group's "average or standard" risks in Massachusetts.

EIC maintains a quota share reinsurance agreement to cede 100% of its direct written premium to ACIC. Additionally, the Company also participates as a Voluntary Direct Assignment Carrier ("VDAC") in the Massachusetts Workers' Compensation Assigned Risk Pool, the residual market mechanism for workers' compensation insurance in the Commonwealth of Massachusetts.

As of December 31, 2020, EIC had 200,000 shares of common capital stock, with no par value. EIC has 50,000 shares issued and outstanding, all held by CMC; with a value of \$600,000, and contributed surplus of \$2,400,000.

Dividends

The Company did not pay any dividends to stockholders or policyholders during the period under examination.

MANAGEMENT AND CONTROL

Board of Directors Minutes

The minutes of meetings of the Board of Directors (“Board”) and its Committees for the period under examination were reviewed and indicated that all meetings were held in accordance with the Company’s bylaws and the laws of the Commonwealth of Massachusetts. Activities of the Committees were ratified at meetings of the Board.

Articles of Organization and Bylaws

The Articles of Organization and Bylaws were reviewed and there were no changes since the prior exam.

Board of Directors

According to the bylaws, the Company's business shall be managed by a Board which may exercise all of the powers of the Company, except as otherwise provided by the Articles of Organization, by law, or the bylaws. The Board shall consist of not fewer than five Directors. As of December 31, 2020, the Company's Board consisted of the following individuals:

<u>Name of Directors</u>	<u>Title</u>
Linda J. Sallop	President
Mitchel I. Weisman	Executive Vice President and Secretary
David A. Bakst	Assistant Secretary of the Company, Senior Partner Morrison Mahoney, LLP
Eric D. Schlager *	Chief Executive Officer, Bulfinch Companies Inc.
William J. Kearney	Underwriting Manager, Retired, The Hartford Companies
Robert P. Medwid	Chief Financial Officer, Retired, Arbella Insurance Group
Julianne M. Bowler	Vice President of Regulatory Affairs

* Resigned during January 2021 and was replaced by John C Riley, a retired insurance producer.

Officers

According to the Company’s bylaws, the Board shall elect the officers of the Company. The officers of the Company shall be a President, a Treasurer, a Secretary and such other officers, including one or more vice presidents, assistant treasurers and assistant secretaries, a chairman of the board and a chief executive officer, as the Board may determine.

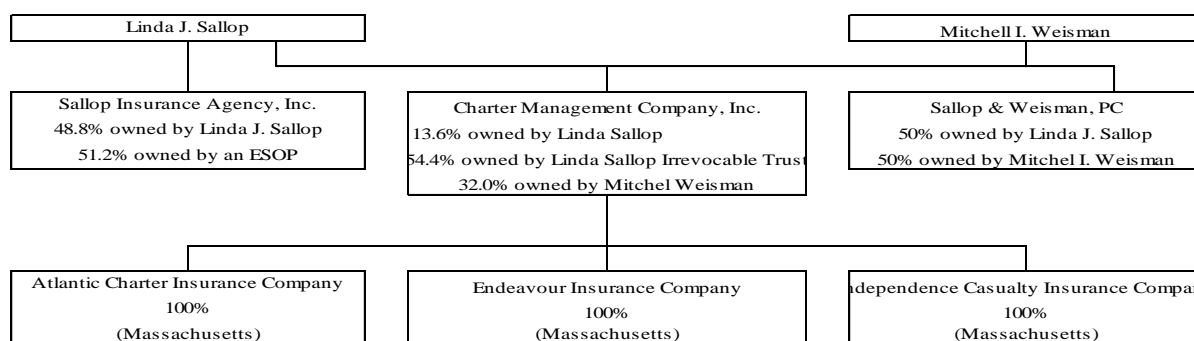
Endeavour Insurance Company

The officers of the Company as of December 31, 2020, were as follows:

<u>Name of Officers</u>	<u>Title</u>
Linda J. Sallop	President
Mitchel I. Weisman	Executive Vice President and Secretary
Joseph N. Russo	Chief Financial Officer and Treasurer
Julianne M. Bowler	Vice President
David A. Bakst	Assistant Secretary

Organizational Chart

At December 31, 2020, the Company is a member of the following organizational structure in this abbreviated organizational chart:



Affiliated Companies

As stated in the Insurance Holding Company System Form B and Form C as filed with the Division, the Company is a member of a holding company system and is subject to the registration requirements of M.G.L., Chapter 175, Section 206C and 211 CMR 7.00.

Transactions and Agreements with Subsidiaries and Affiliates

Administrative Services Agreement

Pursuant to the terms of a written services agreement effective January 1, 2002, the Company receives management, general administrative, underwriting, claims, financial accounting and other services from its parent company, Charter. Under the terms of the agreement, the Company shall pay to Charter 100% of the actual costs and expenses incurred by Charter on behalf of the Company.

Endeavour Insurance Company

Tax Sharing Agreement

The Company participates in a written tax allocation agreement entered into as of May 4, 2004, with three affiliates: Charter, ACIC and ICIC. Pursuant to the agreement, Charter collects or refunds to its participating subsidiaries the amount of taxes or benefits by an allocation method based upon the respective tax liability of each member computed as if a separate return were filed in accordance with the Internal Revenue Code.

TERRITORY AND PLAN OF OPERATION

The Company currently is licensed to write business in Massachusetts. The Company uses independent brokers and agents to market workers' compensation insurance in these states. During 2020, the Company reported \$3.9 million of direct written premium in Massachusetts.

Treatment of Policyholders – Market Conduct

During the course of the examination, a general review was made of the manner in which the Company conducts its business practices and fulfills its contractual obligations to members and claimants. This review was limited in nature and was substantially narrower than a full scope market conduct examination.

REINSURANCE

Assumed Reinsurance

A review of the Company's 2020 Annual Statement indicated that the Company did not assume any reinsurance.

Ceded Reinsurance

Effective August 9, 1996, the Company began to participate in a 100% quota share reinsurance agreement with ACIC whereby the Company cedes to ACIC all of its premiums, losses, loss adjustment expenses and underwriting expenses of all insurance risks underwritten or assumed on or after such effective date. By such agreement, ACIC agreed to be solely responsible for the servicing and administration of such business and bears all of the costs associated with performing such servicing. The agreement is prospective in nature.

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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, 2020. The financial statements are the responsibility of Company management.

Statement of Assets, Liabilities, Surplus and Other Funds as of December 31, 2020

Statement of Income for the Year Ended December 31, 2020

Reconciliation of Capital and Surplus for Each Year in the Five-Year Period Ended December 31, 2020

Endeavour Insurance Company

Statement of Assets, Liabilities, Surplus and Other Funds As of December 31, 2020

	Per Annual Statement
ASSETS	
Bonds	\$ 5,895,126
Cash, cash equivalents and short-term investments	709,099
Subtotals, cash and invested assets	<u>6,604,225</u>
Investment income due and accrued	78,918
Total Assets	<u><u>\$ 6,683,143</u></u>
 LIABILITIES	
Taxes, licenses and fees	\$ 2,801
Current federal and foreign income taxes	7,616
Total Liabilities	<u><u>\$ 10,417</u></u>
 SURPLUS AND OTHER FUNDS	
Common capital stock	\$ 600,000
Gross paid in and contributed surplus	2,400,000
Unassigned funds (surplus)	3,672,726
Surplus as regards policyholders	<u>\$ 6,672,726</u>
Total Liabilities, Surplus and Other Funds	<u><u>\$ 6,683,143</u></u>

Endeavour Insurance Company

Statement of Income As of December 31, 2020

	Per Annual Statement
Net investment income earned	<u>\$ 126,589</u>
Net investment gain (loss)	<u>126,589</u>
Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes	126,589
Federal and foreign income taxes incurred	<u>9,137</u>
Net income	<u><u>\$ 117,452</u></u>

Endeavour Insurance Company

Reconciliation of Capital and Surplus For Each Year in the Five-Year Period Ended December 31, 2020

	<u>2020</u>	<u>2019</u>	<u>2018</u>	<u>2017</u>	<u>2016</u>
Surplus as regards policyholders, December 31, prior year	\$ 6,555,274	\$ 6,414,801	\$ 6,271,461	\$ 6,126,983	\$ 5,964,668
Net income/(loss)	117,452	140,473	143,340	144,478	162,315
Net change in capital and surplus for the year	<u>117,452</u>	<u>140,473</u>	<u>143,340</u>	<u>144,478</u>	<u>162,315</u>
Capital and surplus, December 31, current year	<u><u>\$ 6,672,726</u></u>	<u><u>\$ 6,555,274</u></u>	<u><u>\$ 6,414,801</u></u>	<u><u>\$ 6,271,461</u></u>	<u><u>\$ 6,126,983</u></u>

ANALYSIS OF CHANGES IN FINANCIAL STATEMENTS RESULTING FROM THE EXAMINATION

There have been no changes made to the financial statements as a result of this examination.

COMMENTS ON FINANCIAL STATEMENT ITEMS

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

The Company has appointed Ashurst Beacon, LLC ("Ashurst Beacon") as their Appointed Actuary. Ashurst Beacon performed an analysis of the Loss and LAE reserves as of December 31, 2020. They utilized both Company and ACIC development to determine the reserve estimates. A greater emphasis was given to ACIC development in determining the reserve estimate. The Company held gross Loss and LAE reserves of \$6.4 million as of December 31, 2020; which was above the \$5.4 million central estimate of Ashurst Beacon by \$1.0 million but remained below the high end of Ashurst Beacon's range of \$6.7 million by \$0.3 million. Ashurst Beacon determined that the Company held gross Loss and LAE reserves within the Appointed Actuary's range of reasonable reserve estimates.

The Division engaged Taylor-Walker Consulting, LLC ("TWC") to review the reasonableness of the Loss and LAE reserves of the Company as of December 31, 2020. The review was conducted in a manner consistent with the Code of Professional Conduct and the Qualification Standards of the American Academy of Actuaries and the Standard of Practice adopted by the Actuarial Standard Board.

TWC performed an analysis of the Loss and LAE reserves evaluated as of December 31, 2020. TWC also used Company and ACIC development to determine a reserve estimate. TWC's review resulted in a central estimate for gross Loss and LAE reserves of \$5.3 million which is lower than the Company's booked reserves of \$6.4 million by \$1.1 million, or 17.2% of reserves. The gross booked reserves are within TWC's range of reasonable estimates which has a low estimate of \$4.5 million and a high estimate of \$6.4 million.

SUBSEQUENT EVENTS

There were no material subsequent events to report.

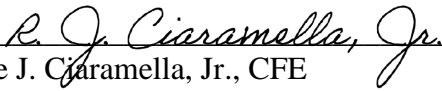
SUMMARY OF RECOMMENDATIONS

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 representatives from Examination Resources LLC, who participated in this examination is hereby acknowledged.



Raffaele J. Ciaramella, Jr., CFE
Supervising Examiner & Examiner-In-Charge
Commonwealth of Massachusetts
Division of Insurance