



THE COMMONWEALTH OF MASSACHUSETTS

DIVISION OF INSURANCE

REPORT OF EXAMINATION

OF THE

NEW ENGLAND TITLE INSURANCE COMPANY

151 TREMONT STREET

BOSTON, MASSACHUSETTS 02111

AS OF

DECEMBER 31, 2010

NAIC COMPANY CODE 50997

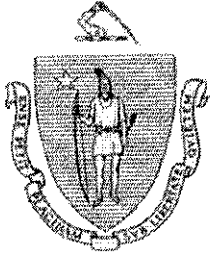
EMPLOYER ID NUMBER 04-1905410

TABLE OF CONTENTS

PAGE

Salutation	1
Scope of Examination	2
History	2
General	2
Capital Stock	2
Growth of the Company	3
Management	3
Annual Meeting	3
Board of Directors	3
Officers	4
Corporate Records	4
Fidelity Bond and Other Insurance	4
Insurance Products and Related Practices	5
Policy Forms and Underwriting Practices	5
Territory and Plan of Operation	5
Policyholder Complaints	5
Reinsurance	5
Accounts and Records	5
Financial Statements	6
Statement of Assets, Liabilities, Surplus and Other Funds	7
Statement of Income	8
Statement of Capital and Surplus	9
Reconciliation of Capital and Surplus	10
Comments	11
Investment Portfolio	11
Minimum Capital and Surplus	11
Minimum Written Premium	11
Conclusion	12

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COMMONWEALTH OF MASSACHUSETTS
Office of Consumer Affairs and Business Regulation
DIVISION OF INSURANCE

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JOSEPH G. MURPHY
COMMISSIONER OF INSURANCE

May 9, 2012

Honorable Joseph G. Murphy
Commissioner of Insurance
Division of Insurance
Commonwealth of Massachusetts
1000 Washington Street
Suite 810
Boston, MA 02118-6200

Honorable Commissioner:

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

NEW ENGLAND TITLE INSURANCE COMPANY

at its home office at 151 Tremont Street, Boston, Massachusetts 02111. The following report thereon is respectfully submitted.

New England Title Insurance Company

SCOPE OF EXAMINATION

The New England Title Insurance Company, (hereinafter referred to as "the Company"), was last examined as of December 31, 2005, under the association plan of the National Association of Insurance Commissioners by the Massachusetts Division of Insurance. The current examination was conducted by the Massachusetts Division of Insurance and covers the five year period from January 1, 2006, through December 31, 2010, including any material transactions and/or events occurring subsequent to the examination date and noted during the course of this examination. The examination was conducted in accordance with standards using limited procedures established by the National Association of Insurance Commissioners ("the NAIC") Financial Condition (E) Committee and prescribed by the current NAIC Financial Condition Examiners Handbook.

In addition to a review of the financial condition of the Company, the examination included a review of the Company's business policies and practices, corporate records, reinsurance treaties, conflict of interest disclosure statements, disaster recovery procedures, fidelity bonds and other insurance, treatment of policyholders and other pertinent matters to provide reasonable assurance that the Company was in compliance with applicable laws, rules and regulations. In planning and conducting the examination, consideration was given to the concepts of materiality and risk; examination efforts were directed accordingly.

HISTORY

General

New England Title Insurance Company, a Massachusetts corporation primarily engaged in the title insurance business, was initially chartered as a stock company on January 21, 1925, under the name of Title Insurance and Mortgage Guarantee Company of Hampden County. The Company, under Chapter 175 of the Massachusetts General Laws, was granted the authority to issue title insurance to real estate property, furnish information related thereto, and guarantee or insure owners and/or leaseholders against loss by reason of defective titles.

Capital Stock

As of December 31, 2010, the authorized and outstanding capital stock of the Company was as follows:

<u>Class</u>	<u>Number Shares Authorized</u>	<u>Number Shares Outstanding</u>	<u>Par-Value Per Share</u>	<u>Capital Stock</u>
Common	2,000	2,000	\$ 50.00	\$ 100,000

Growth of the Company

The growth of the Company for the years 2006 through 2010 is shown in the following schedule, which was prepared from the Company's Annual Statement's Five-Year Historical Data, including any changes as a result of this examination.

<u>Year</u>	<u>Admitted Assets</u>	<u>Liabilities</u>	<u>Surplus</u>	<u>Net Income</u>
2006	\$ 275,625	\$ 9,775	\$ 265,850	\$ (3,593)
2007	224,360	9,775	214,585	(12,119)
2008	132,093	9,745	122,348	(26)
2009	127,534	9,745	117,789	(7,695)
2010	122,196	9,745	112,451	166

Management

Annual Meeting

In accordance with Company by-laws, the Annual Meeting of the Company is held on the first Monday in April in each year at such place within Massachusetts as the Directors shall appoint. The meetings of the stockholders shall be held at the principal office of the Corporation, 151 Tremont Street (PH), Boston, MA 02111, unless a different place is predetermined by the Directors or the President and stated in the notice of the meeting.

Our review of the Company's by-laws ascertain that; "Unless the articles of organization otherwise provide, the holder of the majority of the number of shares of the stock issued, outstanding and entitled to vote on any matter shall constitute a quorum". Chapter 175, Section 57, clearly establish that a company's Board of Directors shall consist of no less than five members and that no less than four shall constitute a quorum. As a result, it is recommended that the Company comply with Massachusetts General Law Chapter 175 Section 57 and a special meeting of the stockholders be called by the president to amend the Company by-laws.

Board of Directors

The by-laws impart that the business and affairs of the Company shall be managed by the Board of Directors except as otherwise provided by the Articles of Incorporation or by the Company by-laws. The by-laws do not specify the number of meetings to be held during a year. The minutes of the Board of Directors point out that meetings were held at least once per year.

Directors duly elected and serving at December 31, 2010, with addresses and business affiliations follow:

Director

Business Affiliation

William M. Kargman

President, Treasurer and Director

Maureen Haas

Director, Secretary

Robert Kargman

Director

Donna Donaghy

Director

Officers

Pursuant to the by-laws, the Officers of the Company are elected by a vote of the Board of Directors immediately after and at the same place as such meeting of the stockholders, at the first meeting of the Board of Directors. The elected Senior Officers and their titles at December 31, 2010, are as follows:

Name

Title

William M. Kargman

President, Treasurer

Maureen Haas

Vice President & Secretary

Corporate Records

For the period covered by this examination, the Company's corporate records were reviewed to include the Company's by-laws, Articles of Organization and minutes of the meetings. They were reviewed for accuracy and for compliance as well as for statutory requirements and regulatory observance. The minutes of the meetings of the Board of Directors held throughout the examination period were also reviewed for agreement with its by-laws. It was noted that all elections of Directors and Officers were found to be in order.

FIDELITY BOND AND OTHER INSURANCE

The Company maintains fidelity coverage with an authorized Massachusetts insurer, consistent with Massachusetts General Law Chapter 175, Section 60. The aggregate limit of liability exceeds the NAIC suggested minimum.

INSURANCE PRODUCTS AND RELATED PRACTICES

Policy Forms and Underwriting Practices

The Company offers primarily title coverage utilizing policy forms, riders and endorsements that are subject to the approval of the Massachusetts Division of Insurance. A sample of policy forms, riders and endorsements subject to approval by the Massachusetts Division of Insurance during the examination period were reviewed as part of this examination. Each appeared to be properly filed and approved for use in accordance with Massachusetts General Law Chapter 175, Section 2 (b), Section 191 and Section 192.

Territory and Plan of Operation

The Company is authorized under Massachusetts General Law Chapter 175, Section 47 to write business in Massachusetts only.

Policyholder Complaints

During the course of the examination, a general review was made of the manner in which the Company conducts its business practice and fulfills its contractual obligations to policyholders and claimants. This review was limited in nature and was substantially narrower than a full scope market conduct examination. There were no complaints against the Company for the years 2008 through 2010.

REINSURANCE

As of December 31, 2011, the Company has not ceded business to or assumed business from any reinsurance company. Effective February 9, 1994, however, the Company entered into a reinsurance agreement with First American Title Insurance Company, an authorized title insurer domiciled in California. The agreement provides that First American assumes 100% of the liability for all losses in excess of the Company's \$100,000 retention for each policy written.

ACCOUNTS AND RECORDS

The internal control structure was discussed with the vice president of accounting services through an informal question and answer session and no material deficiencies were noted given the limited number of staff. The Company uses an automated general ledger system. Balances were traced from the general ledger and supporting documents to the December 31, 2010, Annual Statement. No material exceptions were noted. For the period under examination, the examiner noted that the Company did not acquire the services of an independent certified public accounting firm to render an opinion on the

Company's financial statements. However, it was noted that the Company is exempt from the auditing requirement in accordance with 211 CMR 23.03: "Insurers having both direct premiums written of less than \$1,000,000 in any calendar year and less than 1,000 policyholders or certificate holders of directly written policies nationwide at end of such calendar year shall be exempt from 211 CMR 23.00 et seq. for such year."

FINANCIAL STATEMENTS

The following financial statements are presented on the basis prescribed by the NAIC Accounting Practices and Procedures Manual which are the principal accounting practices and procedures promulgated by the National Association of Insurance Commissioners and the Commonwealth of Massachusetts Division of Insurance:

- Statement of Assets, Liabilities, Surplus and Other Funds, December 31, 2010;
- Statement of Income for the Year Ended December 31, 2010;
- Statement of Capital and Surplus for the Year Ended December 31, 2010;
- Reconciliation of Capital and Surplus for the Five Year Period Ended December 31, 2010.

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New England Title Insurance Company
Statement of Assets, Liabilities, Surplus and Other Funds
as of December 31, 2010

	Per Annual Statement	Examination Adjustments	Per Examination
<u>Assets</u>			
Bonds	\$ 5	\$ -	\$ 5
Common Stocks	42,688		42,688
Cash	79,503		79,503
Total Assets	<u>\$ 122,196</u>	<u>\$ -</u>	<u>\$ 122,196</u>

Liabilities, Surplus and Other Funds

Taxes Licenses and fees	\$ 116	\$ -	\$ 116
Other Expenses	9,629		9,629
Total Liabilities	<u>9,745</u>	<u>-</u>	<u>9,745</u>

New England Title Insurance Company
Statement of Income
for the Year Ended December 31, 2010

	Per Annual Statement	Examination Adjustments	Per Examination
Operating expenses incurred	\$ (105)	\$	(105)
Net investment income earned	271		271
Net income	<u>\$ 166</u>	<u>-</u>	<u>\$ 166</u>

New England Title Insurance Company
Statement of Capital and Surplus
for the Year Ended December 31, 2010

	Per Annual Statement	Examination Adjustments	Per Examination
Beginning Surplus	\$ 117,789	\$ -	\$ 117,789
Net Income			166
Change in Net Unrealized Gain (Losses)	(5,504)		(5,504)
Ending Surplus	\$ 112,451	\$ -	\$ 112,451

New England Title Insurance Company
Reconciliation of Capital and Surplus
for the Five Year Period Ended December 31, 2010

	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2007</u>	<u>2006</u>
Surplus as regard policyholders, December 31, prior year	\$ 117,789	\$ 122,348	\$ 214,585	\$ 265,850	\$ 246,275
Net Income	166	(7,695)	(12,449)	(12,449)	(3,593)
Change in Net Unrealized Gains (Losses)	(5,504)	3,136	(86,576)	(38,816)	23,168
Surplus as regards policyholders, December 31, current year	<u>\$ 112,451</u>	<u>\$ 117,789</u>	<u>\$ 122,348</u>	<u>\$ 214,585</u>	<u>\$ 265,850</u>

COMMENTS

Investment Portfolio

The company has suffered unrealized losses in recent years due to the concentration of investments in the common stock of a single entity that has performed poorly during this period. The company should endeavor to maintain a balanced portfolio with no significant concentration in any one security.

Minimum Capital and Surplus

The company is required under Massachusetts law to maintain a minimum capital and surplus of \$ 100,000 at all times. Due to unrealized losses, the company has little margin over and above the minimum. The company should maintain a reasonable amount above the minimum in order to guarantee that the minimum is maintained as the value of securities fluctuates.

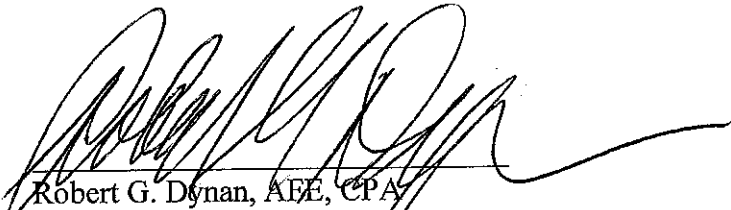
Minimum Written Premium

Massachusetts General Law requires that the company write at least one policy per year in order to maintain their certificate of authority. The company has no intention of writing new policies and the Massachusetts Division of Insurance is not ready to allow a liquidating dividend due to the unquantifiable exposure that still exists. The company will be required to maintain the minimum capital and surplus, but a statutory examination will not be required in the future absent any new business.

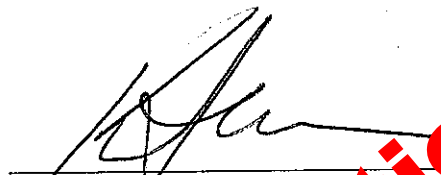
CONCLUSION

The undersigned gratefully acknowledge the cooperation and courtesies extended by the officers and employees of the Company during the course of the examination.

Respectfully submitted,



Robert G. Dynan, AFE, CPA
Examiner - In - Charge
Commonwealth of Massachusetts
Division of Insurance



Kenneth R. Brenner CFE, CPA
Supervising Examiner
Commonwealth of Massachusetts
Division of Insurance