



TDIC Insurance Solutions

1201 K Street, 17th Floor, Sacramento, CA 95814
800.733.0633

Minutes of the TDIC Insurance Solutions Board of Directors Meeting

CDA Building, 1201 K Street, Sacramento, CA 95814

November 3, 2023, by Conference Call

Welcome and Call to Order

1. Call to Order: Chair, Dr. Natasha Lee called the meeting to order at 12:00 p.m. on November 3.
2. Establishment of Quorum: Secretary/Treasurer, Dr. Steven Kend determined that a quorum was present. See attached attendance sheet.
3. Approval of the Agenda: The agenda was approved as presented.
4. Officer Reports:
 - Chair Report: Dr. Natasha Lee welcomed the board and thanked the members who are leaving for their contributions.
 - Executive Director: Peter DuBois provided a verbal report to the board.
 - President/CEO: Bob Spinelli, provided a verbal report to the board.

Consent Agenda: The following items were approved as presented.

1. August 10-11, 2023 TDIC IS Closed Session Minutes
2. August 11, 2023 TDIC IS Minutes

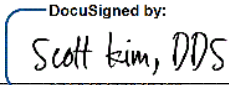
Regular Business:

1. 2024 TDIC IS Budget: The following resolution was approved unanimously:
Resolution 12-2023-TDIC IS:
Resolved, that the TDIC Insurance Solutions budget for the year 2024 be approved as submitted.
2. Shareholder Dividends: The following resolution was approved unanimously:
Resolution 13-2023-TDIC IS:
Resolved, that a dividend be paid to CDA Holding Company, Inc. in the amount of \$500,000 and that the dividend will be paid after January 16, 2024.
3. TDIC Survey Results Presentation: The board received a presentation on the TDIC NPS survey results. The presentation began with an explanation of what is NPS and the response rate for the survey, then where TDIC stands compared to other companies along with industry benchmarks and the impact of NPS scores. The breakdown of the survey result by age, state, line of business, the survey environment and the open ended feedback were discussed. The high frequency comments were categorized to show where the feedback aligned with operational priorities, when the completed project will impact policyholder experience and when the next survey will be deployed.
4. Board Education – Risk Assessment Presentation: The board received a presentation on the Risk and Compliance Assessment results. The assessment reviews the organization’s ethics and compliance issues and provided advice on defense. The board learned the process and steps on how the assessment was conducted and the findings of the assessment.

Committee Reports:

1. Finance and Investment: The board received a report on the discussions held by the finance committee, including financial statements as of September 30, 2023.
2. Audit: The board received a report on the discussions held by the audit committee.
3. Sales, Service & Marketing: The board received a report on the discussions held by the sales, service and marketing committee.

Adjournment: There being no further business, the board adjourned at 3:05 p.m. and went immediately into closed session. The next meeting of the TDIC IS board of directors is scheduled for February 15-16, 2024 by conference call.

<small>DocuSigned by:</small>  <small>07A34847734B490...</small>	<u>2/16/2024</u>	<u>2/16/24</u>
Scott Kim, DDS Secretary/Treasurer	Date Signed	Date Approved

Attendance Sheet
TDIC/IS Board of Directors
November 3, 2023

Board Members:

Natasha Lee, DDS, Chair
Daniel Davidson, DMD, Past Chair
Steven Kend, DDS, Secretary/Treasurer
Peter DuBois, Executive Director/Vice Chair
Bob Spinelli, President/CEO
Teri Barichello, DMD
Wallace Bellamy, DMD
Dennis De Tomasi, DDS
Clelan Ehrler, DDS
Bijan Modjtahedi, DDS
Sharine Thenard, DDS
Mark Taira, DDS
Princy Rekhi, DDS
Mr. Kenneth Jones
Mr. Kevin Stockton
Richard Nagy, DDS
Leland Panec, DDS

Staff:

Kevin Roach, Chief Financial Officer
Heidi Stevens, VP, Finance
Paul Duguay, Senior Corporate Counsel
Todd Lewis, VP, Insurance Operations
Dora Earls, VP, Underwriting & Prod. Development
Brad Reager, VP, Claims & Risk Management
Jack McKinney, VP, Sales & Service
Traci Ward, Chief Marketing Officer
Blia Vang, Executive Assistant
Alison Sandman, Chief Legal Officer (partial)
Jan Katerkamp, Manager, Compliance & Ethics (partial)

Guest:

Ruchi Sahota, DDS
Scott Kim, DDS
Jake Lubben, Student Rep (absent)
Steffi Chen, Student Rep (absent)
Mike Volkov (partial)