

**Minutes of the Annual Meeting of  
The Interstate Insurance Product Regulation Commission (IIPRC)  
Friday, September 28, 2007  
Washington, DC**

**Commission Members Present:**

Commissioner Jane Cline, Chair, West Virginia  
Fran Wallace as a designated representative for Commissioner Linda Watters, Vice Chair,  
Michigan  
Brian Pennington as a designated representative for Commissioner Glenn Wilson, Treasurer,  
Minnesota  
Director Linda Hall, Alaska  
John Postolowski as a designated representative for Commissioner Marcy Morrison, Colorado  
Margaret Witten as a designated representative for Commissioner John Oxendine, Georgia  
Shelly Santo, Hawaii  
John Kissling, Jr. as a designated representative for Commissioner Jim Atterholt, Indiana  
Commissioner Susan Voss, Iowa  
Director William Deal, Idaho  
Commissioner Sandy Praeger, Kansas  
Director Julie McPeak, Kentucky  
Joseph G. Murphy as a designated representative for Commissioner Nonnie Burns,  
Massachusetts  
Director Tim Wagner, Nebraska  
Commissioner Roger Sevigny, New Hampshire  
Commissioner Jim Long, North Carolina  
Director Mary Jo Hudson, Ohio  
Michael Ridgeway as a designated representative for Commissioner Kim Holland, Oklahoma  
Acting Commissioner Joel Ario, Pennsylvania  
Leila Alvarado as a designated representative for Commissioner Dorelisse Jimenéz, Puerto Rico  
Beth Dwyer as a designated representative for Superintendent Joseph Torti, Rhode Island  
Larry Knight as a designated representative for Commissioner Leslie A. Newman, Tennessee  
Sara Waitt as a designated representative for Commissioner Mike Geeslin, Texas  
Commissioner Kent Michie, Utah  
Commissioner Paulette Thabault, Vermont  
Don Beatty as a designated representative for Commissioner Al Gross, Virginia  
Beth Berendt as a designated representative for Commissioner Mike Kreidler, Washington  
Commissioner Ken Vines, Wyoming

**Regulator Staff in Attendance:**

Peg Ising, Ohio  
Kevin Moriarty, Vermont  
Phil Keller, Vermont  
Tim Murphy, West Virginia  
DJ Wasson, Kentucky  
Ana Smith-Daley, Texas

**Legislative Committee:**

Representative Robert Damron, Kentucky  
Senator Delores Kelley, Maryland  
Representative Mike Ripley, Indiana

Representative Brian Patrick Kennedy, Rhode Island  
Susan Nolan, NCOIL  
Candace Thorson, NCOIL  
Mike Humphreys, NCOIL

**Industry Advisory Committee:**

Michael Lovendusky, ACLI  
Miriam Krol, ACLI  
Gary Sanders, AHIA  
Randi Reichel, AHIP  
Cande Olsen, New York Life

**Consumer Advisory Committee:**

Rod Bordelon, Office of the Public Insurance Counsel  
Brendan Bridgeland, Center for Insurance Research  
T. Ryan Wilson, American Association of Retired Persons (AARP)

**IIPRC Staff:**

Frances Arricale, Executive Director  
Sara Bamford, Administrative Coordinator

**NAIC Support Staff:**

Kay Noonan, General Counsel  
Ryan Workman, Staff Attorney  
Karen Schutter, Director

Commissioner Cline called the meeting of the Interstate Insurance Product Regulation Commission to order.

Commissioner Cline noted that this meeting is the Second Annual Meeting of the Interstate Insurance Product Regulation Commission ("IIPRC"). Commissioner Cline highlighted some of the accomplishments of the IIPRC that were achieved in a little under a year due to the collective efforts of all of the Commission Members, Legislative Committee Members, Advisory Committee Members, IIPRC staff and NAIC staff working together. These accomplishments highlight the strength, expertise, and proactive engagement of state-based regulatory systems. Commissioner Cline recognized the members of the Legislative Committee who were in attendance and thanked them for their continued support. Representative Damron from Kentucky, Chair, Senator Delores Kelley from Maryland, Vice Chair, Representative Brian Patrick Kennedy from Rhode Island, and Representative Mike Ripley from Indiana were all in attendance. Commissioner Cline thanked the Consumer Advisory Committee representatives who are giving of their time. Commissioner Cline recognized the Industry Advisory Committee for their support, work and assistance with the IIPRC.

Commissioner Cline turned to the first Agenda item and made the Report of the Management Committee. The Management Committee met Thursday, September 27, 2007 in Washington, DC. The Management Committee started with a meeting with the Legislative Committee to receive comments and input from representatives of the Legislative Committee. After the meeting with the Legislative Committee, the Management Committee was reconstituted, as is required under the Bylaws each year based upon the previous year's premium volume.

Commissioner Cline explained that the Management Committee is a three-tier structure with the top six (6) compacting states by premium dollar as automatic members of the Management Committee; members with more than 2% premium volume as the second tier, and the third tier are members with less than 2% premium volume, representing the four (4) NAIC zones. The last tier is voted by the respective IIPRC zone members and the four (4) zone elections were conducted earlier in the month. Commissioner Cline highlighted that the Management Committee would be the same with one change to the Management Committee -- Idaho will now represent the third tier Western Zone members replacing the state of Washington. The Management Committee acknowledged the annual formation, which will take effect at the conclusion of the Annual Meeting. Commissioner Cline extended appreciation and gratitude to the state of Washington for their work during the inaugural year of the Compact.

Given that the Member subcommittees all had shortened terms during the initial start-up year the Management Committee reappointed all the members for the Audit, Communications, Finance, Technology, Rulemaking and Product Standards committees.

The Management Committee also reappointed the Consumer and Industry Advisory committees as they too had had shortened terms during the start-up phase. There was one significant change as Cande Olsen was retiring from New York Life, and Tom English from New York Life will take her place at the conclusion of the Annual Meeting. Commissioner Cline reported that the Management Committee held a public hearing to receive comments on six (6) proposed Uniform Standards, one Operating Procedure and a technical amendment to the Bylaws for the Legislative Notice.

The Management Committee heard reports from the Subcommittees. The Communications Committee explained that the IIPRC State Resource Group is comprised of Commission Members who are available to serve as a resource within the regulatory community on Compact issues. The Commission's communications outreach continues through the website and other avenues, and is improved with the assistance of the IIPRC Office and NAIC's communication staff. The Technology Committee reported that the Compact Pages for the System for Electronic Rate and Form Filings (SERFF) are fully functional and are being used by insurers making Compact filings. Improvements to the system are being implemented continuously. The Finance Committee reported that a draft 2008 Budget had been developed by the Commission staff working with the Committee and the NAIC Finance staff. The budget is recommended for a 30-day public notice period and will be followed by a public hearing. This recommendation was approved by the Management Committee and copies of the proposed budget were made available. Commissioner Cline explained that the IIPRC staff and the Commission will be working to finalize the budget before the Houston meeting in December so that a request may be submitted to the NAIC for an additional line of credit to fund a portion of the 2008 expenses. The IIPRC also expects to receive revenue from the Compact fees next year to meet some of the operating expenses.

The Rulemaking Committee reported on their work and recommended that the proposed Operating Procedure for the Dissolution of the Compact and the Operating Procedure for Providing Notice of Opt Out, of the Uniform Standards and Stay of the Uniform Standards be noticed for public comment. The Management Committee approved this recommendation and such are being issued for notice and comment. The Rulemaking Committee advised the Management Committee that they will continue their previous September 21 meeting as an in-person meeting Friday, September 28, at 4:00 p.m. The Product Standards committee reported on the work of the Committee and recommended that the draft of "Appendix A" for the

Commission's Product Filing Rule be noticed for public comment. The Management Committee approved this recommendation and copies of the Committee's draft Appendix A were made available to all.

The Management Committee reviewed and adopted a set of prior-meeting minutes which will be posted on the website. The staff is working diligently to bring all written minutes up to date and all minutes are currently available in audio form. Commissioner Cline highlighted that the Management Committee recognized the work of the seconded or on-loan staff from the three (3) member states who have provided an in-kind contribution of expert product review and actuarial staff to the Commission. Commissioner Cline informed the Commission that the team has been reviewing the product filings and it is through their good work that the IIPRC has been able to be successful today. Commissioner Cline, in particular, thanked the State of Nebraska and David Morris; the State of Ohio and Pete Weber; and the State of Washington and Erika Brownell for all of their assistance in working with the IIPRC. Commissioner Cline ended her report of the Management Committee by stating that the Management Committee approved nine (9) uniform standards and one operating procedure during the meeting. Commissioner Cline asked if there was a motion to adopt the Management Committee Report. Upon hearing a motion and a second, Commissioner Cline asked if there was any further discussion. Having heard none, a voice vote was taken. The report was adopted unanimously.

Commissioner Cline moved to the next Agenda Item, the consideration of the proposed Technical Amendment to the Bylaws for the Electronic Legislative Notice. Commissioner Cline asked Ms. Arricale to explain the proposal and then that if any members of the Legislative Committee would like to comment. Ms. Arricale reported that the suggested changes to the Bylaws have been posted for a 30-day comment period. The proposed technical amendment to the Bylaws will streamline the legislative notice that the Commission provides to all of the member state legislatures. Ms. Arricale continued that the electronic notice on behalf of the Commission and Management Committee will be sent to the presiding officer of each legislative chamber as well as the majority and minority leaders of each chamber, and the chair and ranking member of each committee of jurisdiction in the compacting states. This will allow the IIPRC to ensure that all of the legislature members in leadership have been noticed of the Uniform Standards sent out before the Commission actually adopts uniform standards. Commissioner Cline called upon the members of the Legislative Committee to make any additional comments. Representative Damron stated the Committee was in support of the changes. Representative Damron spoke on behalf of the Committee and noted that the Committee thinks it is a cost-effective change; and therefore, they are in total support of that change.

Commissioner Cline asked if there was a motion. After hearing a motion and a second, Commissioner Cline asked if there were any comments. Director Wagner pointed out that Nebraska is a non-partisan legislature. Ryan Wilson, from the AARP, noted that maybe the staff should be included in the email as well. Ms. Arricale responded that at this time the IIPRC is communicating through an electronic e-mail notice with the standards attached to them. Ms. Arricale further explained that it would be very tedious and complicated for the Commission Office to keep track of all of the staff changes in addition to the Legislative changes. Senator Kelley, Legislative Committee Vice Chair, stated that as was discussed during the Management Committee meeting, the notice would reference, in the header of the e-mail, what the content is so the legislators would know the importance of the email. Ms. Arricale responded that the IIPRC staff will do that and, as noted during the Management Committee meeting, the insurance department contact information for the Commission Members would be noted permanently in the notice as well. Director Mary Jo Hudson commented that in Ohio, the legislators have been

contacted to let them know this is coming and just to offer to keep in touch. Director Hudson suggested that maybe other Members should do the same thing, just as a courtesy to the legislators. Ms. Arricale explained that earlier this year the IIPRC went out to the Members and asked for the most updated list of their legislatures so that the IIPRC could update the Commission's master list. Ms. Arricale further explained that the IIPRC will continue to do that each year as best as possible to make sure we have all the correct e-mail addresses. Commissioner Cline asked if there were any further comments or discussion. Upon hearing none, Commissioner Cline called for a voice vote. The technical amendment was adopted by a unanimous voice vote.

Commissioner Cline moved to the next agenda item and asked Commissioner Michie from Utah to provide an update on the Recommendations of the Audit Committee. Commissioner Michie reported that the Audit Committee met via teleconference on June 27 to discuss and review a proposed audit charter for the Committee. Director Hall from Alaska provided the draft audit charter which formed the basis of the Committee's review. Commissioner Michie explained that the intent of the Charter is to encapsulate the responsibilities of the Audit Committee. Commissioner Michie highlighted that the Committee worked with the Commission staff and the NAIC staff in drafting this recommended Charter. Commissioner Michie highlighted the key responsibilities of the Committee in the Charter which provides that the Audit Committee first maintain financial management oversight for the Commission including quarterly reviews of the Commission's financial statements; and oversee the annual audit process, including the hiring of the Commission's audit firm as well as ensure timely and accurate reporting to the Commission of audit activities. Since the Audit Committee is directly responsible to the full Commission, the Committee is recommending that the full Commission consider the Charter for adoption. Commissioner Michie asked if there were any questions. Commissioner Michie motioned for adoption by the Commission of the Audit Charter as proposed by the Audit Committee. Commissioner Cline asked if there was any further discussion, comments or questions. Hearing none, Commissioner Cline asked for a voice vote; the motion carried by unanimous voice vote.

Commissioner Michie highlighted one upcoming item on the Commission's schedule, the selection of the Commission's audit firm for 2007 audit. Commissioner Michie explained that the Commission agreed to utilize the NAIC's audit firm for the 2006 audit which was completed by the firm of BKD in Kansas City. Commissioner Michie further explained that the final audit report was issued and has been posted to the web site and has been made part of the recently distributed 2006 Annual Report. Commissioner Michie noted that since BKD was at the end of their contract with the NAIC, a bid process is currently underway at the NAIC to choose the next audit firm. Commissioner Michie continued to explain that as the Commission's accounts are overseen by the NAIC through the Services Agreement, there is practical value in the Commission's consideration to utilize the same audit firm that the NAIC uses. Commissioner Michie noted that Ms. Arricale will be working with the NAIC during the bid process and the Audit Committee will receive a formal presentation from the NAIC financial staff during the week of Oct. 29 of their assessment of the best audit firms available. Commissioner Michie noted that the Audit Committee will then make a determination on behalf of the Commission on the contract for the commission will engage in with the audit firm for the next three years. The Audit Committee will keep the Commission posted on any progress in this regard. Commissioner Michie concluded the Report and offered to entertain any questions. Commissioner Cline asked if there were any questions for Commissioner Michie or the Audit Committee. After hearing none, Commissioner Michie motioned to adopt the Committee report. Commissioner Cline asked if there was any further discussion on the audit report. Hearing none, Commissioner Cline asked for a voice vote; the motion carried by unanimous voice vote.

Commissioner Cline moved to the next item on the agenda, the adoption of a number of uniform standards. Commissioner Cline asked Sara Bamford of the IIPRC staff to read the list of standards. Ms. Bamford listed them in the order that they appeared on the docket. Individual Current Assumption Full Life Insurance Policy Standard and Conforming Amendments to Individual Objectionable Life Standards, Individual Modified Single Premium Variable Life Insurance Policy Standards, Individual Modified Joint First to Die Variable Standards, Individual Endowment Insurance Policy Standards, Individual Single Premium Endowment Insurance Policy Standards, Individual Joint Last to Die Survivorship Endowment Insurance Policy Standards, Individual Single Premium Joint Last to Die Survivorship Endowment Insurance Policy Standards, Individual Flexible Premium Deferred Variable Annuity Contract Standards (with Separate and General Accounts), and Individual Fixed Premium Deferred Variable Annuity Contract Standards (with Separate and General Accounts). Upon completion, Commissioner Cline asked if there was a motion to adopt the standards. A motion and a second were received. Commissioner Cline reminded everyone that there were two minor amendments to these standards during the Management Committee meeting. Commissioner Cline asked if there was any discussion or comments with respect to the motion that is before the commission. Commissioner Cline asked Ms. Arricale to take roll call as a two-thirds vote is needed to adopt these standards. The Standards were adopted.

Commissioner Cline moved to the next agenda item, which was the adoption of the Operating Procedure for Conforming Amendments. Commissioner Cline asked if there was a motion to adopt the Operating Procedure approved by the Management Committee during its meeting. Washington made the motion, Michigan seconded. Commissioner Cline asked if there was any further discussion. The motion was carried by unanimous voice vote.

Commissioner Cline then turned to the Meeting Minutes, the next item on the Agenda. Commissioner Cline noted that the Commission Office, with the assistance of the NAIC, has been working diligently on bringing the transcription of all of the meeting minutes up to date. Commissioner Cline explained that the IIPRC staff expects to bring these minutes current and have them all available to the public shortly in written form. Commissioner Cline did note that all the meetings have been recorded and are available in audio form. Commissioner Cline asked Ms. Arricale to give an update on with the status if the meeting minutes and manage the review process of the meeting minutes. Ms. Arricale noted that the Management Committee reviewed a number of minutes which were approved and will be posted on the web site. Ms. Arricale explained that the approved minutes brings the IIPRC up to date through 2006 for the Management Committee. Ms. Arricale explained that before the Commission are the meeting minutes for the full Commission from: September 12, 2006, September 27, 2006, the Landsdowne Annual Meeting November 15-16, 2006, and the San Antonio meeting in December 2006. Ms. Arricale asked if there were any correction or changes to these minutes as they were distributed to see if any corrections were needed before their approval.

Mr. Beatty identified two corrections. Commissioner Cline thanked Mr. Beatty for his remarks and asked if there were any other comments with respect to the minutes. Hearing none, Commissioner Cline asked for a voice. The minutes were adopted in their amended form. Upon adoption, the minutes were posted to the web site.

Commissioner Cline asked Director Tim Wagner, as chair of the Finance committee, if he had any comments on the budget process as the budget has been noticed out for public comments. Director Wagner responded that he did not have further comments. Commissioner Cline thanked

Director Wagner and the Finance Committee as well as the Finance staff at NAIC for their efforts in working with the Commission staff. Commissioner Cline asked Ms. Arricale if she would like to provide some further information. Ms. Arricale highlighted that the budget will be noticed out for a 30-day public comment period and that will be followed by a public hearing. Ms. Arricale explained that it is a 2008 proposed budget, but also the 2007 actual numbers and the projected 2007 numbers for the remainder of the year have been included to allow for a comparison. Ms. Arricale explained that the footnotes describe the basis for the 2008 proposal and are included to assist with the public comment process. Commissioner Cline asked if there were any further questions or comments with respect to the budget process.

Representative Damron responded with comments regarding the line of credit and the arrangements with the NAIC on that loan. Representative Damron asked if there could be an explanation regarding the Services Agreement and the line of credit with the NAIC. Ms. Arricale responded that currently the Commission has a line of credit with the NAIC for \$550,000 and there is a promissory note for each draw down that the Commission takes. Ms. Arricale continued her explanation; the IIPRC has taken a \$250,000 drawdown to meet the expenses and will take the remaining \$300,000 before the end of the year. Ms. Arricale noted that the IIPRC scaled the draw-down in order to meet the expenses for the year. Ms. Arricale stated that with regard to the 2008 budget, a proposal for an additional line of credit of \$850,000 to cover the expenses for next year has been factored in. Ms. Arricale explained that the IIPRC anticipates revenue from the filing fee structure that was implemented earlier in September and that will cover a portion of the budget but not all of the budget for next year. Ms. Arricale added that the Commission does have hiring needs for the product filing operation as well as some additional costs related to the SERFF system in order to accommodate the increasing Compact filings. The additional line of credit again would be considered by the NAIC upon the adopted budget submitted to the NAIC for their review under the official request for an additional line of credit.

Commissioner Michie stated that he never really quite understood why this was a line of credit or a loan from the NAIC as opposed to a grant, as the IIPRC is a high priority not only for the IIPRC members but for all the members of the NAIC. Commissioner Michie suggested that the Executive Director ought to keep in mind the need to negotiate for a grant for forgiveness of some portion of this loan. Acting Insurance Commissioner Joel Ario stated that the principle of the Compact from the beginning was that it would be self-funded and that the users of the system would pay for it and that is the principle that the Commission ought to follow. Commissioner Ario continued, the NAIC is well advised to provide the loan money now to the IIPRC because the system would not be up and running and make it self-funding immediately; however, that money ought to be recovered through the users fees. Commissioner Ario further explained that with other NAIC funding streams, a lot of these are based on the same principle that the users pay for the different services; so this is the same kind of system that in broad concept that are with most of the NAIC services and these particular services are appropriately recovered from the users of the system. Commissioner Michie responded that he agreed with Commissioner Ario in general, the IIPRC needs to be a self-supporting institution, but there are large start-up expenses and really no start-up revenue. Commissioner Michie continued that it appears to him that some weaning away from a loan or grant is a good thing, as this will put a burden on future revenues to pay back the start-up expenses.

Senator Kelly commented that the position of the Legislative Committee is closer to that of Commissioner Ario's. Senator Kelley continued her remarks that it has been difficult getting started and the line of credit and the projected one for 2008 is appreciated; as the annual registration fees are paid by the industry, it should help some. Senator Kelley stated that

everybody gains from this Compact and if it were tweaked a little more by 2009, the IIPRC could get our footing and ought to be self-sustaining. Commissioner Cline informed the Commission that this will be continually discussed with both the NAIC Executive Committee and the Internal Administration (EX1) Subcommittee. Commissioner Cline highlighted that while the IIPRC must rely on the NAIC for significant resources during the start-up that is also a cost to the NAIC.

John Kissling from Indiana raised a question as to how the \$450,000 projected revenue was calculated. Ms. Arricale responded that the projection was based in at least 20 registrations at \$5,000 each, that would form \$100,000 of core initial-using companies at the beginning of January and the remaining amounts are projected based on the \$500 per filing fee and the continual stream of product filings.

Ms. Arricale asked if the Industry Advisory Committee may want to comment on how they see their usage of the system as the IIPRC moves forward. The Industry Advisory Committee asked Ms. Arricale about the projections of the numbers of filings. Ms. Arricale replied that the projection was based on about 20 companies starting in January who would file the registration fee, a projection based on the number companies who have filed and others who are showing interest. Ms. Arricale noted that is a good projection of where the IIPRC may be in 2008, especially as annuities become available for filing.

Commissioner Cline asked if there were any other comments from the Legislative Committee, the Consumer Advisory Committee, or the Industry Advisory Committee. Michael Lovendusky commented that the Compact is in a critical phase and the approval of the standards will accelerate the use of the Compact. Mr. Lovendusky noted that the ACLI continues to receive expressions of interest in the development of the standards and the operations of the Compact. Mr. Lovendusky concluded his comments by stating that the ACLI is cautiously optimistic that as the standards are rolled out and approved expeditiously, that the carriers will begin to use it more aggressively.

Representative Damron commented that the Federal Optional Charter is the biggest issues for the future of the Commission. Representative Damron continued and stated that if that does come into play then the Commission has to rethink where the Compact is going to be. Representative Damron noted that it is important for all present to redouble the efforts in making sure that Congress does not usurp the states' rights, as the Compact is the answer to the problems that Congress thinks exist and the success of the Compact is the strongest point in opposition to the Federal Optional Charter.

Commissioner Cline moved to the next Agenda item, the formation of the Management Committee. Commissioner Cline reiterated that under the Bylaws, the Management Committee is required to be formed each year based upon the previous year's premium volume numbers and explained the composition of the Committee. Commissioner Cline informed the Commission of the Management Committee; the top six states being: Texas, Pennsylvania, Ohio, Michigan, North Carolina, and Massachusetts; the second tier are: Virginia, Georgia, Minnesota, and Indiana; and the four members for the third-tier states will be Vermont, West Virginia, Oklahoma, and Idaho. Commissioner Cline noted that under the Bylaws, the Commission is required to hold elections on an annual basis and the three officers must come from members of the Management Committee. Commissioner Cline turned the Chair over to the vice chair, Commissioner Linda Watters from Michigan to preside over the elections.

Commissioner Watters stated that the Commission will receive nominations for the three officer positions: Chair, Vice Chair, and Treasurer. Commissioner Watters opened the floor for nominations for the office of Treasurer. Commissioner Susan Voss from Iowa nominated Glenn Wilson from Minnesota to remain as the Treasurer. The motion was seconded. Upon hearing no other nominations, Commissioner Watters asked for a motion to close the nomination for Treasurer. The motion was made and seconded. Commissioner Watters asked for a voice vote and the motion was passed with no opposition. Commissioner Watters opened the nominations for the position of Vice Chair. Director Mary Jo Hudson of Ohio was nominated to the position of Vice Chair. A second motion was made, and the motion was passed with no opposition. Commissioner Watters asked if there were any nominations for Chair. Commissioner Jim Long, North Carolina, nominated Commissioner Jane Cline, West Virginia. The motion was seconded by Puerto Rico. There was a motion to close the nominations and that Jane Cline be elected chair by affirmation. The motion passed with no opposition.

Commissioner Cline congratulated the Officers for the new year, Commissioner Wilson and Director Hudson. Commissioner Cline thanked Commissioner Linda Watters for her service as Vice Chair of the Compact during the past year. Commissioner Cline asked if there were any other matters to come before the Commission. Hearing none, Commissioner Cline asked for a motion to adjourn. The motion was made and seconded. The meeting adjourned with no opposition.