

STATE OF MISSOURI



DEPARTMENT OF INSURANCE, FINANCIAL INSTITUTIONS AND PROFESSIONAL REGISTRATION

P.O. Box 690, Jefferson City, Mo. 65102-0690

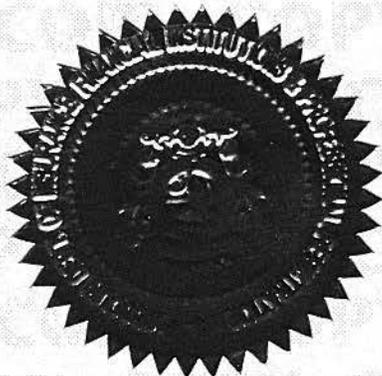
RE: Examination Report of Meramec Valley Mutual Insurance Company for the period ended December 31, 2011

ORDER

After full consideration and review of the report of the financial examination of Meramec Valley Mutual Insurance Company for the period ended December 31, 2011, together with any written submissions or rebuttals and any relevant portions of the examiner's workpapers, I, John M. Huff, Director, Missouri Department of Insurance, Financial Institutions and Professional Registration pursuant to section 380.061, RSMo [if Part I], or 380.491, RSMo [if Part II], adopt such report. After my consideration and review of such report are incorporated by reference and deemed to be my findings and conclusions to accompany this order.

Based on such findings and conclusions, I hereby ORDER Meramec Valley Mutual Mutual Insurance Company to take the following action or actions, which I consider necessary to cure any violation of law, regulation or prior order of the Director revealed in such report: (1) implement, and verify compliance with, each item mentioned in the General Comments and/or Recommendations, if any, section of such report; (2) account for its financial condition and affairs in a manner consistent with the Director's findings and conclusions; and (3) submit a signed copy of the minutes of the meeting which reflect a corporate resolution to the effect the Examination Report has been reviewed and accepted.

So ordered, signed and official seal affixed this 19th day of March 2013.



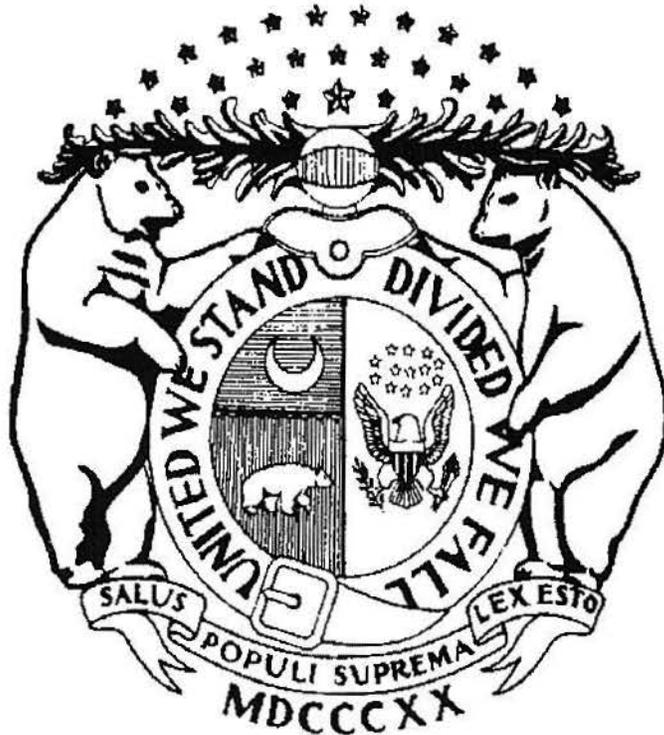
A handwritten signature in black ink, appearing to read "John M. Huff".

John M. Huff, Director
Department of Insurance, Financial Institutions
and Professional Registration

REPORT OF THE
FINANCIAL EXAMINATION OF

Meramec Valley Mutual Insurance Company

AS OF
DECEMBER 31, 2011



STATE OF MISSOURI

DEPARTMENT OF INSURANCE, FINANCIAL INSTITUTIONS
AND PROFESSIONAL REGISTRATION

JEFFERSON CITY, MISSOURI

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December 20, 2012
Hillsboro, Missouri

Honorable John M. Huff, Director
Missouri Department of Insurance, Financial
Institutions and Professional Registration
301 West High Street, Room 530
Jefferson City, Missouri 65101

Sir:

In accordance with your examination warrant, a full-scope examination has been made of the records, affairs and financial condition of

Meramec Valley Mutual Insurance Company

hereinafter referred to as such, or as the "Company". The Company's home office and principal place of business is located at 535 Elm Street, Hillsboro, Missouri 63050; telephone number (888) 428-9180. This examination began December 17, 2012, and concluded on December 20, 2012, and is respectfully submitted.

SCOPE OF EXAMINATION

Period Covered

The prior full-scope examination was made as of December 31, 2006, and was conducted by an examiner from the State of Missouri. The current full-scope examination covers the period from January 1, 2007 through December 31, 2011, and was conducted by an examiner from the Missouri Department of Insurance, Financial Institutions and Professional Registration.

This examination also included material transactions and/or events occurring subsequent to the examination date, which are noted in this report.

Procedures

This examination was conducted using the guidelines set forth by the National Association of Insurance Commissioners (NAIC), except where practices, procedures and applicable regulations of the DIFP and statutes of the State of Missouri prevailed.

Comments-Previous Examination Report

The general comments and recommendations in the previous examination report and the subsequent action taken by the Company are listed below.

1. Comment:

The individual agencies writing for the Company carry agents' errors and omissions coverage. The Company should obtain annually proof of this coverage being in place.

Company Response:

No formal response was issued regarding the prior comment.

Current Finding:

The Company's agent agreements include a requirement that each agent carry at least \$500,000 of errors and omissions coverage. However, the Company does not verify that each agent carries this coverage. The Company should obtain proof annually that each agent has current errors and omissions coverage.

HISTORY

General

The Company was organized in 1887 as the Farmers Mutual Fire Insurance Company of Big River and Meramec Townships, Jefferson County, Missouri. The Company changed its name to Farmers Mutual Insurance Company of Jefferson and Franklin Counties in October of 1903. The name Meramec Valley Mutual Insurance Company was adopted on October 26, 1970.

In January 1985, the Department of Insurance, Financial Institutions and Professional Registration authorized the Company to write fire, windstorm and liability insurance under the provisions of Sections 380.201 through 380.601 RSMO (Extended Missouri Mutual Companies).

Management

The Company is managed by a board of seven directors, serving staggered, three-year terms. Directors are elected at annual membership meetings held on the last Monday of every February. The board meets approximately every other month and directors receive \$150 per meeting. All directors are also policyholders.

The Board consisted of the following members as of December 31, 2011:

| <u>Name / Address</u> | <u>Occupation</u> | <u>Term</u> |
|---|------------------------|-------------|
| Melvin Yarbrough 602 S. Fifth DeSoto, MO 63020 | Mortgage Broker | 2009-2012 |
| Cliff Lane 1813 Rock Road DeSoto, MO 63020 | Contractor | 2009-2012 |
| Sandra L. Henry 7289 State Highway Y P.O. Box 74 Dittmer, MO 63023 | Underwriter | 2011-2014 |
| Richard Meyer 8732 Byrnesville Road Cedar Hill, MO 63016 | Insurance Agent | 2011-2014 |
| Ann Portell 5921 State Road H DeSoto, MO 63020 | Bank Employee | 2010-2013 |
| Susan Wilson 4593 Liberty Ridge DeSoto, MO 63020 | Title Company Employee | 2010-2013 |
| Martin Wynn 2319 W. Ridge P.O. Box 153 Festus, MO 63028 | Manager | 2010-2013 |

The Board of Directors appoints for a term of one year, the officers of the Company. The officers of the Company serving at December 31, 2011 were as follows:

| | |
|------------------|----------------|
| Melvin Yarbrough | President |
| Cliff Lane | Vice President |
| Sandra L. Henry | Secretary |
| Richard Meyer | Treasurer |

Conflict of Interest

The Company currently only requires its directors to complete conflict of interest statements when they first become directors. There is no requirement to update the conflict of interest statements each year. The Company should obtain signed conflict of interest statements annually from each of its directors.

Corporate Records

The Articles of Incorporation, Bylaws, and minutes from the annual member meetings and Board of Directors meetings were reviewed. The Company is following the guidelines established in the Articles of Incorporation and Bylaws. The articles of incorporation and bylaws were amended in 2010 to provide details regarding the duties of employees and directors. RSMo 380.241 states that amendments to the articles of incorporation must be approved by a two-thirds vote of members voting at any meeting of members. The 2010 amendment was not approved by the membership. RSMo 380.241 also states that amendments to the articles of incorporation and bylaws must be filed with DIFP. The Company did not file the 2010 amendments with DIFP. The Company should file the 2010 amendments to the Articles of Incorporation and Bylaws with DIFP and ensure that proper procedures are followed for future amendments.

Board meeting minutes indicated that the Board is adequately informed regarding the Company's operations. Attendance at the Board and annual meetings appeared satisfactory. The Board formally acknowledged the previous examination report during its July 26, 2007 meeting.

The Company's Annual Membership Meeting minutes did not include documentation of the number of members present. RSMo 380.381.2 states "The annual meeting of the members of the company shall be held annually as provided in the articles of incorporation. A quorum shall consist of such number of members not less than eight as the articles of incorporation may provide." The Company should ensure that a quorum is met at each of its Annual Membership Meetings and document the quorum in the meeting minutes.

FIDELITY BOND AND OTHER INSURANCE

The Company has a Businessowners Policy with Hartford Casualty Insurance Company which provides property and liability coverage for its office building and fidelity coverage.

The fidelity coverage of \$75,000 provided by this policy is less than the minimum amount of \$100,000 recommended in the NAIC Financial Examiners Handbook for the Company's level of exposure.

The property coverage has limits of liability of \$247,200 on the office building and \$117,800 on business personal property and includes earthquake coverage. The liability coverage has limits of \$1 million per occurrence and \$2 million aggregate.

The Company has a workers compensation and employers liability policy with Hartford Underwriters Insurance Company. The workers compensation insurance complies with the workers compensation laws of the state of Missouri. The employers liability insurance has a limit of liability for bodily injury by accident of \$1,000,000 each accident and bodily injury by disease of \$1,000,000 per employee and a policy limit of \$1,000,000.

The Company has a Commercial Automobile policy with Hartford Casualty Insurance Company. This policy provides coverage on the three Company-owned automobile and includes liability coverage up to a limit of \$1 million.

The Company carries directors' and officers' liability coverage through MAMIC Mutual Insurance Company with an aggregate limit of liability of \$2 million.

The Company requires each of the independent agents writing for the Company to carry errors and omissions coverage of at least \$500,000. The coverage is purchased by the agents.

The Company should increase its fidelity bond coverage to at least \$100,000 to meet the minimum amount recommended by the NAIC.

EMPLOYEE BENEFITS

The Company currently has six full-time employees and two part-time employee. Employees receive vacation, holidays, sick time, health insurance and a Simple IRA retirement plan with Company match.

INSURANCE PRODUCTS AND RELATED PRACTICES

Territory and Plan of Operations

The Company has a Certificate of Authority dated July 1, 1991 and is operating under Sections 380.201 through 380.601 RSMo (Extended Missouri Mutual Companies). The Company is authorized to write fire, windstorm and liability coverage in all Missouri counties. The Company's policyholders are spread throughout the southern half of the state of Missouri. Insurance is provided on an assessable basis. Advertising is primarily done through various conferences and shows held by the Missouri Association of Insurance Agents.

Policy Forms and Underwriting Practices

The Company uses policy forms supplied by the American Association of Insurance Services and policies are written for continuous one-year terms. Inspections are handled by both

Company employees and independent inspectors and are performed upon policy issuance and at least every three years thereafter. Claims are adjusted by both company personnel and independent adjusters. Grinnell Mutual Reinsurance Company does the adjusting for liability claims. The Company's policies are marketed by more than 50 independent agents and agencies who receive commissions of 13% on new and renewal business.

GROWTH AND LOSS EXPERIENCE OF THE COMPANY

| | <u>Admitted Assets</u> | <u>Liabilities</u> | <u>Gross Premiums</u> | <u>Gross Losses</u> | <u>Investment Income</u> | <u>Underwriting Income</u> | <u>Net Income</u> |
|------|----------------------------|--------------------|---------------------------|-------------------------|------------------------------|--------------------------------|-----------------------|
| 2011 | \$4,711,635 | \$ 2,203,589 | \$ 4,101,213 | \$ 6,626,632 | \$ 64,995 | \$ (716,054) | \$(643,897) |
| 2010 | 4,880,708 | 1,728,765 | 3,901,406 | 1,074,669 | 62,896 | 304,161 | 431,159 |
| 2009 | 3,998,116 | 1,277,331 | 3,399,330 | 1,815,415 | 84,820 | 41,516 | (10,017) |
| 2008 | 3,899,252 | 1,168,452 | 2,939,535 | 1,133,733 | 133,249 | 368,818 | 326,033 |
| 2007 | 3,271,642 | 866,875 | 2,407,408 | 1,397,978 | 109,371 | 576,412 | 685,868 |

The Company has experienced significant growth throughout the examination period. Gross premiums increased by more than 70% from 2007 to 2011. Operating results were generally positive with the exception of 2011. The significant losses experienced by the Company associated with the Joplin tornado in the winter of 2011 was the primary reason for the sizable net loss in 2011. At year-end 2011, there were 6,012 policies in-force.

REINSURANCE

General

The Company's reinsurance premium activity on a direct-written, assumed and ceded basis for the period under examination is shown below:

| | <u>2007</u> | <u>2008</u> | <u>2009</u> | <u>2010</u> | <u>2011</u> |
|---------|---------------------|---------------------|---------------------|---------------------|---------------------|
| Direct | \$ 2,397,368 | \$ 2,929,608 | \$ 3,389,294 | \$ 3,895,111 | \$ 4,095,153 |
| Assumed | 4,078 | 5,088 | 5,639 | 6,586 | 6,060 |
| Ceded | <u>(633,568)</u> | <u>(694,221)</u> | <u>(824,916)</u> | <u>(1,078,051)</u> | <u>(987,290)</u> |
| Net | <u>\$ 1,767,878</u> | <u>\$ 2,240,475</u> | <u>\$ 2,570,071</u> | <u>\$ 2,823,646</u> | <u>\$ 3,113,923</u> |

Assumed

The Company participates in the MAMIC Mutual Insurance Company D/O and E/O reinsurance pool. An immaterial amount of assumed premiums and losses is reported due to the Company's

participation in this pool.

Ceded

The Company has a reinsurance agreement with Grinnell Mutual Reinsurance Company (the reinsurer). The following coverage is provided under this agreement.

Individual Occurrence of Loss Excess

The Company retains \$100,000 per occurrence. The reinsurer covers 100% of losses above the retention.

Aggregate Excess

This coverage provides unlimited aggregate excess coverage above an attachment point that is calculated yearly. The attachment point for the 2011 contract year was \$1,310,890. The premium for this coverage is charged at a monthly rate based on the adjusted gross fire risk in force per \$1,000 at the end of each month during the contract year.

Facultative Reinsurance

The Company has the option to cede all or part of each specific risk to the reinsurer by means of facultative reinsurance. Rates are determined by the reinsurer on a case-by-case basis, and the reinsurer determines which risks are acceptable for facultative coverage.

Earthquake Reinsurance

Under this section the Company cedes all earthquake premiums to the reinsurer, who in turn is responsible for all earthquake losses. The ceding commission is built into the premium formula.

Pollution Clean-Up and Removal

Under this section the Company cedes 100% of the liability it assumes on coverage insured by the Pollution Clean-Up and Removal Endorsement.

Liability Reinsurance

The Company cedes all liability premiums to the reinsurer, who in turn pays all liability losses. The Company receives a ceding commission equal to 20% of the subject net written premiums.

The Company has changed reinsurers for the 2013 contract year from Grinnell Mutual to an agreement through the intermediary, Guy Carpenter. Features of the new agreement include \$100,000 retention on property risks and an attachment point equal to 75% of net written premiums. Losses above the attachment point are paid 100% by the reinsurer.

The Company's reinsurance program appears to be adequate and in compliance with Missouri Regulation 20 CSR 200-12.030.

ACCOUNTS AND RECORDS

The Company's accounting records are maintained on an accrual basis. A conversion of policyholder and financial records to a web-based system called Britecore was completed in 2012. The CPA firm The Triton Group compiles the Company's financial statements and Annual Statement and prepares the Company's tax returns.

FINANCIAL STATEMENTS

The following financial statements, with supporting exhibits, present the financial condition of the Company for the period ending December 31, 2011, and the results of operations for the year then ended. Any examination adjustments to the amounts reported in the Annual Statement and/or comments regarding such are made in the "Notes to the Financial Statements," which follow the Financial Statements. (The failure of any column of numbers to add to its respective total is due to rounding or truncation.)

There may have been differences found in the course of this examination, which are not shown in the "Notes to the Financial Statements." These differences were determined to be immaterial, concerning their effect on the financial statements. Therefore, they were communicated to the Company and noted in the workpapers for each individual annual statement item.

ANALYSIS OF ASSETS
December 31, 2011

| | |
|--|---------------------------|
| Bonds (Note 1) | 474,084 |
| Real Estate | 227,286 |
| Cash on Deposit | 3,361,841 |
| Other Investments | 286,858 |
| Reinsurance Recoverable on Paid Losses | 220,216 |
| Federal Income Tax Recoverable | 120,389 |
| Interest Due & Accrued | 7,202 |
| Other Write-In Assets | 13,759 |
| | ----- |
| Total Assets | <u><u>\$4,711,635</u></u> |

LIABILITIES, SURPLUS AND OTHER FUNDS
December 31, 2011

| | |
|-------------------------------|---------------------------|
| Unpaid Losses | 51,030 |
| Unearned Premium | 1,962,133 |
| Borrowed Money | 66 |
| Other Write-In Liabilities | 190,360 |
| | ----- |
| Total Liabilities | \$ 2,203,589 |
| | ----- |
| Guaranty Fund (Note 2) | \$ 150,000 |
| Other Surplus | 2,358,046 |
| | ----- |
| Total Surplus | 2,508,046 |
| | ----- |
| Total Liabilities and Surplus | <u><u>\$4,711,635</u></u> |

STATEMENT OF INCOME
For the Year Ending December 31, 2011

| | |
|--|--------------|
| Net Premiums Earned | \$ 2,602,280 |
| Other Insurance Income | 13,884 |
| Net Losses & Loss Adjustment Expenses Incurred | (2,021,135) |
| Other Underwriting Expenses Incurred | (1,311,083) |
| | ----- |
| Net Underwriting Income (Loss) | \$ (716,054) |
| | ----- |
| Investment Income | \$ 64,995 |
| Other Income | 7,162 |
| | ----- |
| Gross Profit (Loss) | \$ (643,897) |
| Federal Income Tax | 0 |
| | ----- |
| Net Income (Loss) | \$ (643,897) |
| | ===== |

CAPITAL AND SURPLUS ACCOUNT
December 31, 2011

| | |
|---|--------------|
| Policyholders' Surplus, December 31, 2010 | \$ 3,151,943 |
| Net Income (Loss) | (643,897) |
| | ----- |
| Policyholders' Surplus, December 31, 2011 | \$ 2,508,046 |
| | ===== |

NOTES TO THE FINANCIAL STATEMENTS

Note 1-Bonds

The list of approved investments per 20 CSR 200-12.020 includes corporate bonds with ratings of A- or higher by the Standard and Poor's Ratings Group. The Company held a CitiGroup, Inc. bond with a December 31, 2011 statement value of \$105,671 which was rated BBB+ by Standard and Poor's. The Company should monitor its investment positions in the future to ensure compliance with 20 CSR 12.020.

Note 2-Guaranty Fund

The Company reported a Guaranty Fund of \$360,144 on the 2011 Annual Statement. Based on the provisions of RSMo 380.271, the Company was only required to report a minimum Guaranty Fund of \$150,000. An examination change was made to reclassify the excess reported Guaranty Fund of \$210,144 to Other Surplus.

EXAMINATION CHANGES

| | | | |
|---|---------------------|---------------------|-------------|
| Total Policyholder Surplus Per Company, December 31, 2011 | | | \$2,508,046 |
| | Increase in Surplus | Decrease in Surplus | |
| Guaranty Fund | \$0 | \$210,144 | |
| Other Surplus | <u>\$210,144</u> | <u>\$0</u> | |
| Total Change | \$210,144 | \$210,144 | <u>\$0</u> |
| Total Policyholder Surplus Per Examination, December 31, 2011 | | | \$2,508,046 |

SUMMARY OF RECOMMENDATIONS

Comments-Previous Examination Report (Page 2)

The Company should obtain proof annually that each agent has current errors and omissions coverage.

Conflict of Interest (Page 4)

The Company should obtain signed conflict of interest statements annually from each of its directors.

Corporate Records (Page 4)

The Company should file the 2010 amendments to the Articles of Incorporation and Bylaws with DIFP and ensure that proper procedures are followed for future amendments.

Corporate Records (Page 4)

The Company should ensure that a quorum is met at each of its Annual Membership Meetings and document the quorum in the meeting minutes.

Fidelity Bond and Other Insurance (Page 5)

The Company should increase its fidelity bond coverage to at least \$100,000 to meet the minimum amount recommended by the NAIC.

Notes to the Financial Statements (Page 11)

The Company should monitor its investment positions in the future to ensure compliance with 20 CSR 12.020.

SUBSEQUENT EVENTS

The Company has changed reinsurers for the 2013 contract year from Grinnell Mutual to an agreement through the intermediary, Guy Carpenter. Features of the new agreement include \$100,000 retention on property risks and an attachment point equal to 75% of net written premiums. Losses above the attachment point are paid 100% by the reinsurer.

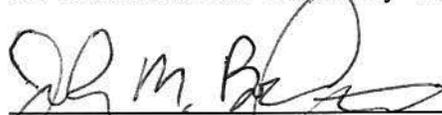
ACKNOWLEDGMENT

The assistance and cooperation extended by the employees of Meramec Valley Mutual Insurance Company during the course of this examination is hereby acknowledged and appreciated.

VERIFICATION

State of Missouri)
) ss
County of Cole)

I, John M. Boczkiewicz on my oath swear that to the best of my knowledge and belief the above examination report is true and accurate and is comprised of only the facts appearing upon the books, records or other documents of the company, its agents or other persons examined or as ascertained from the testimony of its officers or agents or other persons examined concerning its affairs and such conclusions and recommendations as the examiners find reasonably warranted from the facts.


John M. Boczkiewicz, CPA, CFE
Financial Examiner
Missouri DIFP

Sworn to and subscribed before me this 2nd day of Jan, 2012.

My commission expires:

March 11, 2016


Notary Public



SUPERVISION

The examination process has been monitored and supervised by the undersigned. The examination report and supporting workpapers have been reviewed and approved. Compliance with NAIC procedures and guidelines as contained in the Financial Condition Examiners Handbook has been confirmed.


Michael Shadowens, CFE
Audit Manager-St. Louis
Missouri DIFP



MERAMEC VALLEY

MUTUAL INSURANCE COMPANY

Frederick G. Heese, CFE, CPA
Department of Insurance, Financial Institutions
And Professional Registrations
301 W High ST – Room 530
PO Box 690
Jefferson City, MO 65102-0690

Dear Mr. Heese,

As instructed in the original letter from Financial Examiner John M. Boczkiewicz dated December 20, 2012, and your letter dated February 6, 2013, our Board of Directors has met and reviewed all issues, recommendations, and requirements and provides the following response.

The Board of Directors of Meramec Valley met in regular session on Thursday January 17, 2013, read, discussed, and reviewed the report from the examination by John M. Boczkiewicz. Please find the recommendations and our response below:

Guaranty Fund

The Company's reported Guaranty Fund of \$360,144 appears to be overstated. Per RSMo 380.271, to make both fire and windstorm insurance the company shall maintain a guaranty fund of not less than \$50,000 or one-tenth of one percent of the net fire insurance in force, whichever is greater. The Company's reinsurance attachment point represents its net insurance in-force. The net attachment point for 2011 was \$1,310,890. 1% of \$1,310,890 is \$1,311, which results in a guaranty fund of \$50,000 for both fire and windstorm.

Also per RSMo 380.271, to make liability insurance a company shall maintain a guaranty fund of not less than \$50,000 or 25% of net premiums written, whichever is greater. As liability premiums are 100% reinsured, the guaranty fund for liability insurance is also \$50,000 which results in a total Guaranty Fund of \$150,000.

It is recommended that the Company report the minimum Guaranty Fund amount of \$150,000 in the future.

Response: The recommendation regarding the Guaranty Fund has been noted, communicated to our accountants, and has been implemented. See attached copy of Board Meeting minutes from the 17 January, 2013 meeting.

P O Box 438—535 Elm Street—Hillsboro, MO 63050
636-789-3806 – 636-789-3820 (facsimile)

Ceded Reinsurance Premium Payable

It was noted that the Company included its December 2011 reinsurance payable in the Accounts Payable (Other) line item on the 2011 Annual Statement. Reinsurance payable balances should be included on the "Ceded Reinsurance Premium Payable" line item in the future.

Response: The recommendation regarding the Ceded Reinsurance Premium Payable has been noted, communicated to our accountants, and has been implemented. See attached copy of Board Meeting minutes from the 17 January, 2013 meeting.

Policies and Procedures Manual

The Company should consider preparing a written policies and procedures manual. A template is available from MAMIC for guidance. Below are some of the items typically included:

- *Investment Policy*
- *Conflict of Interest Policy*
- *Signature of Checks Policy*
- *Employee and Other Expenses Voucher Policy*
- *Underwriting Policy*
- *Claims Payment Policy*
- *Job Descriptions*
- *List of Employee Benefits*
- *Inspection Policy*
- *Agents Payment Policy*

Response: The recommendation regarding the Policies and Procedures Manual is noted. A Policy and Procedures Manual has been created and is being reviewed by our attorney. See attached copy of Board Meeting minutes from the 17 January, 2013 meeting. Once a final version is created, it will be distributed and maintained.

Also noted by Financial Examiner John M. Boczkiewicz were the following.

Summary of Recommendations from Department of Insurance December 2012

1. "The Company should obtain proof annually that each agent has current errors and omissions coverage"

An automated system is now put in place, in our policy/company management system called Britecore, by our Claims Administrator and Bookkeeper, to electronically monitor, remind, and document a current E&O declarations page from each Agency.

2. " The Company should obtain signed conflict of interest statements annually from each of its directors".

This will become part of the Annual Meeting procedures beginning in 2013.

3. " The Company should file the 2010 amendments to the Articles of Incorporation and By-Laws with DIFP and ensure that proper procedures are followed for future amendments".

Manager Martin Wynn misspoke regarding the amendment of the Articles of Incorporation. An amendment of the Articles was discussed in 2010, but were tabled and never approved. The Articles of Incorporation from 9 December, 1938 and subsequent amendments stand as filed with the Secretary of State.

4. "The Company should ensure that a quorum is met at each of its Annual Membership meetings and document the quorum in the Annual Meeting Minutes."

This documentation will be recorded by the Secretary beginning at its 2013 Annual Meeting. The examiner says a quorum is eight (8) for Meramec Valley. A copy of a sign in sheet will be filed annually with the Annual Meeting Minutes.

5. " The Company should increase its fidelity bond coverage to at least \$100,000 to meet the minimum amount recommended by NAIC".

That coverage limit on our policy has been increased and additional premium of \$35 paid.

6. "The Company should monitor its investment positions in the future to ensure compliance with 20 CSR 12.020"

The investment in question was one with CitiGroup that had dipped slightly below the acceptable range (to a B+++ rating right before the investment matured). We no longer hold that investment, we do watch these things, but the timing was just a little off, so we were reminded by the Department to keep a watch.

Respectfully,



Cliff Lane, President
Meramec Valley Mutual Insurance Company