

APR 21 2025

FILED

CERTIFICATION

April 21, 2025

I, Eric Dunning, Director of Insurance of the State of Nebraska, do hereby certify that the attached is a full and correct copy of the Financial Examination Report of

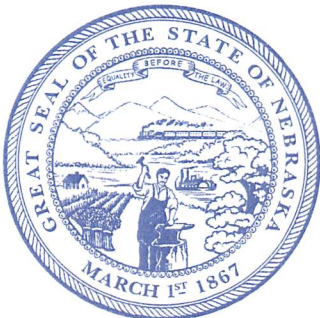
INLAND INSURANCE COMPANY

AS OF

DECEMBER 31, 2023

The report is now on file and forming a part of the records of this Department.

I hereto subscribe my name under the seal of my office at Lincoln, Nebraska.



A handwritten signature in blue ink, appearing to read "Eric Dunning", is written over a horizontal line.

DIRECTOR OF INSURANCE

CERTIFICATE OF ADOPTION

Notice of the proposed report for the financial examination of

INLAND INSURANCE COMPANY

1010 LINCOLN MALL, SUITE 101

LINCOLN, NE 68508

dated as of December 31, 2023, verified under oath by the examiner-in-charge on March 28, 2025, and received by the company on March 28, 2025, has been adopted without modification as the final report pursuant to Neb. Rev. Stat. § 44-5906(3) (a).

Dated this 11th day of April 2025.

STATE OF NEBRASKA
DEPARTMENT OF INSURANCE

A handwritten signature in black ink that reads "Tadd R. Wegner". The signature is written in a cursive, flowing style.

Tadd Wegner, CFE
Chief Financial Regulator

STATE OF NEBRASKA

Department of Insurance

EXAMINATION REPORT

OF

INLAND INSURANCE COMPANY

as of

December 31, 2023

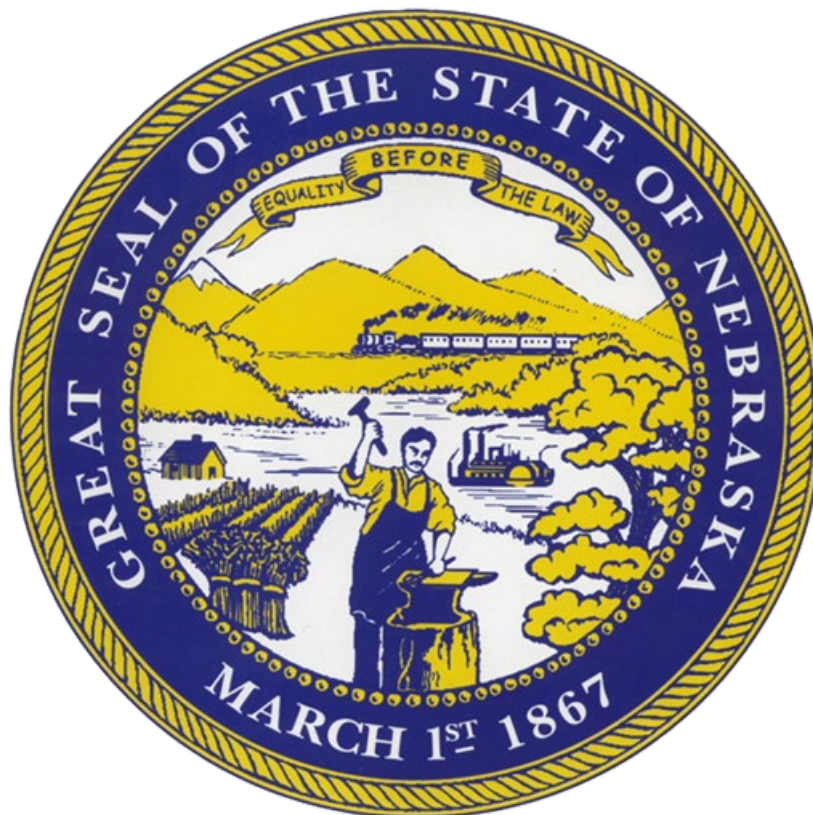


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Lincoln, Nebraska
February 27, 2025

Honorable Eric Dunning
Director of Insurance
Nebraska Department of Insurance
1526 K Street, Suite 200
Lincoln, Nebraska 68508

Dear Sir:

Pursuant to your instruction and authorizations, and in accordance with statutory requirements, an examination has been conducted of the financial condition and business affairs of:

**INLAND INSURANCE COMPANY
1010 Lincoln Mall, Suite 101
Lincoln, Nebraska 68508**

(hereinafter also referred to as the “Company”), and the report of such examination is respectfully presented herein.

INTRODUCTION

The State of Nebraska last examined the Company as of December 31, 2018. The current financial condition examination covers the intervening period to, and includes the close of business on December 31, 2023 and such subsequent events and transactions as were considered pertinent to this report. The State of Nebraska participated in this examination and assisted in the preparation of this report.

The same examination staff conducted a concurrent financial condition examination of the Company’s affiliate, Universal Surety Company (Universal).

SCOPE OF EXAMINATION

The examination was conducted pursuant to and in accordance with both the NAIC Financial Condition Examiners Handbook (Handbook) and Section §44-5904(1) of the Nebraska

Insurance Statutes. The Handbook requires that examiners plan and perform the examination to evaluate the financial condition and identify prospective risks of the Company by obtaining information about the Company, including but not limited to: corporate governance, identifying and assessing inherent risks within the Company, and evaluating system controls and procedures used to mitigate those risks. The examination also includes assessing the principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation and management's compliance with Statutory Accounting Principles and Annual Statement Instructions, when applicable to domestic state regulations.

The Nebraska Department of Insurance made a general review of the Company's operations and the manner in which its business has been conducted in order to determine compliance with statutory and charter provisions. The Company's history was traced and has been set out in this report under the caption "Description of Company." All items pertaining to management and control were reviewed, including provisions for disclosure of conflicts of interest to the Board of Directors and the departmental organization of the Company. The Articles of Incorporation and By-Laws were reviewed, including appropriate filings of any changes or amendments thereto. The minutes of the meetings of the Stockholders, Board of Directors, and committees held during the examination period, were read and noted. Attendance at meetings, proxy information, election of Directors and Officers, and approval of investment transactions were also noted.

The fidelity bond and other insurance coverages protecting the Company's property and interests were reviewed. Certificates of Authority to conduct the business of insurance in the various states were inspected and a survey was made of the Company's general plan of operation.

Data reflecting the Company's growth during the period under review, as developed from the Company's filed annual statements, is reflected in the financial section of this report under the caption "Body of Report."

The Company's reinsurance facilities were ascertained and noted and have been commented upon in this report under the caption "Reinsurance." Accounting records and procedures were tested to the extent deemed necessary through the risk-focused examination process. The Company's method of claims handling and procedures pertaining to the adjustment and payment of incurred losses were also noted.

All accounts and activities of the Company were considered in accordance with the risk-focused examination process. This included a review of workpapers prepared by FORVIS, LLP, the Company's external auditors, during their audit of the Company's accounts for the years ended December 31, 2022 and 2023. Portions of the auditor's workpapers have been incorporated into the workpapers of the examiners and have been utilized in determining the scope and areas of emphasis in conducting the examination. This utilization was performed pursuant to Title 210 (Rules of the Nebraska Department of Insurance), Chapter 56, Section 013.

Any failure of items to add to the totals shown in schedules and exhibits appearing throughout this report is due to rounding.

DESCRIPTION OF COMPANY

HISTORY

The Company was incorporated under the laws of the State of Nebraska on November 17, 1958 as a capital stock casualty insurance company. The Company was originally incorporated as the Atlas Insurance Company. In 1959, by proper resolution and amendment to its Articles of Incorporation, the name of the Company was changed to Inland Insurance

Company. At the time of incorporation, the nature of its business was to write fidelity insurance, including reinsurance. In 1961, by appropriate amendment to its Articles of Incorporation, the Company extended the nature of its business to include the writing of additional kinds of fire and casualty insurance. Under provisions of its amended charter and in conformity with Nebraska Statutes, the Company was authorized to write, as of December 31, 2023, the kinds of insurance prescribed by sub-sections 5, 7, 8, 9, 10, 11, 12, 13, 14, 16, 18, and 20 of Section 44-201 of the Nebraska Insurance Code.

MANAGEMENT AND CONTROL

Holding Company

The Company is a member of an insurance holding company system as defined by Nebraska Statute. An organizational listing of insurance companies flowing from the “Ultimate Controlling Person,” as reported in the 2023 Annual Statement, is represented by the following (subsidiaries are denoted through the use of indentations, and unless otherwise indicated, all subsidiaries are 100% owned):

NEBCO, Inc.
 Inland Insurance Company
 Universal Surety Company

NEBCO, Inc. (NEBCO) owns 100% of the common stock of the Company. Stockholders of NEBCO, James, John, Philip, and Elizabeth Abel, also own a controlling interest in Universal and 100% of Universal’s preferred stock is owned by the Company.

Stockholders

The Company’s authorized and outstanding capital is \$1,250,000 divided into 12,500 shares of common stock having a par value of \$100 per share. No dividends have been paid to common Stockholders during the exam period.

Article II, Section 1 of the Company's By-Laws states that, "the annual meeting of the Shareholders shall be held at such time as the Board of Directors may select, during the months of April or May of each year, at the principal office of the corporation, for the purpose of electing Directors, and for the transaction of such other business as may come before the meeting."

Board of Directors

Article III, Sections 1 through 3 of the Company's By-Laws states that, "the business and affairs of the corporation shall be managed by its Board of Directors. The number of Directors of the corporation shall be not less than five nor more than nine. Each Director shall hold office until the next annual meeting of Shareholders and until his successor shall have been elected and qualified. Directors need not be residents of the State of Nebraska or Shareholders of the corporation. A regular meeting of the Board of Directors shall be held without other notice than this By-Law immediately after, and at the same place as, the annual meeting of Shareholders."

The following persons were serving as Directors at December 31, 2023:

<u>Name and Residence</u>	<u>Principal Occupation</u>
James P. Abel Lincoln, Nebraska	Chairman and Chief Executive Officer, NEBCO, Inc.
Philip C. Abel Lincoln, Nebraska	Chief Investment Officer, Inland Insurance Company and Universal Surety Company
Michael S. Dunlap Lincoln, Nebraska	Chief Executive Officer, Nelnet, Inc.
Curtis L. Hartter Lincoln, Nebraska	President, Inland Insurance Company and Universal Surety Company
William W. Lester Lincoln, Nebraska	Former President and Chief Executive Officer, Ameritas Life Insurance Company

Name and Residence**Principal Occupation**

Robert E. Miller
Lincoln, Nebraska

Vice President, NEBCO, Inc.

Thomas A. Tallman
Lincoln, Nebraska

Director for Inland Insurance Company and
Universal Surety Company

Officers

Article IV, Section 1 of the Company's By-Laws states that, "the Officers of the corporation shall be a President, one or more Vice-Presidents (the number thereof to be determined by the Board of Directors), a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors. Such other Officers and Assistant Officers as may be deemed necessary may be elected or appointed by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Vice-President, or President and Secretary."

The following is a listing of Officers elected and serving the Company at December 31, 2023:

Name**Office**

Curtis L. Hartter

President

Carol J. Clark

Vice-President, Secretary and Treasurer

Shannon L. Doering

Vice-President and General Counsel

Philip C. Abel

Chief Investment Officer

The Officers of the Company are the same as those of its affiliate, Universal, and a portion of their salaries are allocated through joint operating expenses.

Committees

Article III, Section 8 of the Company's By-Laws states that, "the Directors shall have the power to appoint an Executive Committee to transact business for the Company between

meetings of the Board of Directors, and such other committees as are deemed necessary, and to provide for the membership and functioning of said committees by resolution.” The Company has an Executive Committee, Audit Committee, and Finance Committee.

The following persons were serving on the Executive Committee at December 31, 2023:

James P. Abel	Philip C. Abel
Shannon L. Doering	Curtis L. Hartter

The following persons were serving on the Audit Committee at December 31, 2023:

Philip C. Abel	Curtis L. Hartter
Thomas A. Tallman	

The following persons were serving on the Finance Committee at December 31, 2023:

Philip C. Abel	Curtis L. Hartter
William W. Lester	

TRANSACTIONS WITH AFFILIATES

Tax Sharing Agreement

Effective January 1, 2017, the Company entered into a tax sharing agreement with its parent, NEBCO, that stipulates that the Company will calculate its federal income tax liability on a separate company basis. The tax will be recorded on the Company’s books and paid to NEBCO on or before April 15th of the following year. Separate state income tax returns are filed by the parties and each company shall be responsible for its state tax liability.

Allocation of Operating Expenses

Effective January 1, 2017, the Company entered into an agreement with its affiliate, Universal, whereby operating expenses for services provided by shared employees will be allocated. The employees’ time shall be tracked using the Allocbas program and settlement shall occur quarterly.

TERRITORY AND PLAN OF OPERATIONS

As evidenced by current or continuous Certificates of Authority, the Company is licensed to transact business in Arizona, Colorado, Iowa, Kansas, Minnesota, Missouri, Montana, Nebraska, North Dakota, Oklahoma, South Dakota, and Wyoming.

The Company is licensed to write multiple lines of insurance in all but four of the above states. In three states, it is licensed to write only fidelity and/or surety bonds. In the state of Oklahoma, the Company is licensed to write casualty and surety business.

Business is produced on the agency plan by independent agents. Production is under the supervision of the Company's President. In most instances, agents are appointed with both the Company, as well as with Universal, and agents may place business with either of the companies. Underwriting requirements and rate differentials vary by company so that generally the type of risk dictates which company will write a specific policy.

The Company is on the approved bond writer list of the United States Treasury Department.

REINSURANCE

Assumed

The Company's assumed portfolio includes a small percentage of numerous contracts, pools and syndicates, both foreign and domestic dating from the late 1960s through 1991. These treaties are principally of the excess of loss type with limited exposure covering mostly property damage catastrophes, but do include minimal exposure to asbestos, pollution and other mass tort claim liability. All such contracts are on a run-off basis. The Company participated in this business through a quota share reciprocal agreement with Universal. The percentage of retrocessions varied with the applicable contracts date of coverage.

The Company and its affiliate, Universal, under the terms of a general reinsurance agreement, cede and assume fidelity and surety business on a facultative basis.

Ceded

Under the terms of three automatic reinsurance treaties with reinsurers, two authorized and one unauthorized, the Company cedes, on a surplus share basis, fidelity, forgery and surety business in excess of its retention. All lines are ceded under each treaty. The Company's retention and the reinsurers liability apply to the Company and its affiliate, Universal, as a group and not separately. This also applies to any other benefits accruing to the companies under the terms of the treaties. The following shows the Company's retention and the reinsurers' limits by bond type:

<u>Class of Business</u>	<u>Retention</u>	<u>Amount Ceded to Reinsurers</u>
<u>Construction and Supply Bonds:</u>		
\$0 to \$500,000	All	None
\$500,001 to \$1,500,000	\$500,000 or 45% whichever is greater	100% of remainder
\$1,500,001 to \$3,000,000	\$675,000 or 33 1/3% whichever is greater	100% of remainder
\$3,000,001 to \$12,000,000	\$1,000,000 or 25% whichever is greater	100% of remainder to a max of \$9,000,000
<u>All Other Surety, Fidelity Except Multiple Penalty Fidelity, Forgery, and Burglary:</u>		
\$0 to \$20,000	All	None
\$20,001 to \$250,000	\$20,000 or 50% whichever is greater	100% of remainder
\$250,001 to \$1,200,000	\$125,000 or 33 1/3% whichever is greater	100% of remainder to a max of \$760,000
<u>Multiple Penalty Fidelity:</u>		
\$0 to \$10,000	All	None
\$10,001 to \$160,000	At least \$10,000 each risk subject to max of 50% of each risk	100% of remainder not to exceed twice the retention nor \$76,000

Everest Reinsurance Company assumes 40%, and Munich Reinsurance America, Inc. and Transatlantic Reinsurance Company each assume 30%. Each agreement provides for specific commissions by type of bond ranging from 32.5% to 45% and a contingent commission based on the underwriting profits of the covered business of 50% in 1998 and subsequent accounting periods.

General

All contracts reviewed contained standard insolvency, arbitration, errors and omissions, and termination clauses where applicable.

BODY OF REPORT

GROWTH

The following comparative data reflects the growth of the Company during the period covered by this examination:

	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>
Bonds	\$ 34,054,465	\$ 26,143,634	\$ 30,289,682	\$ 51,124,469	\$ 55,400,127
Common stocks	225,608,699	197,013,249	246,078,455	237,973,495	245,235,916
Admitted assets	324,204,228	315,042,683	386,926,743	370,916,474	403,960,196
Loss reserves	2,109,232	2,061,941	1,991,315	1,955,536	2,009,628
Net DTL	43,187,364	39,466,449	52,162,301	46,902,631	51,039,870
Total liabilities	48,071,418	44,343,911	57,793,045	52,465,854	56,834,605
Capital and surplus	276,132,810	270,698,772	329,133,698	318,450,620	347,125,591
Premiums earned	819,736	856,465	876,116	770,051	819,778
Losses incurred	163	10,476	(8,920)	(5,472)	103,435
Net investment income	9,717,006	8,324,921	11,675,434	10,560,089	12,547,991
Net income	8,805,385	9,924,932	10,769,923	9,093,771	13,122,548

FINANCIAL STATEMENTS

The following financial statements are based on the statutory financial statements filed by the Company with the State of Nebraska Department of Insurance and present the financial condition of the Company for the period ending December 31, 2023. The accompanying comments on financial statements reflect any examination adjustments to the amounts reported in the annual statements and should be considered an integral part of the financial statements. A reconciliation of the capital and surplus account for the period under review is also included.

FINANCIAL STATEMENT
December 31, 2023

<u>Assets</u>		<u>Assets Not Admitted</u>	<u>Net Admitted Assets</u>
	<u>Assets</u>		
Bonds	\$ 55,400,127		\$ 55,400,127
Preferred stocks	8,988,119		8,988,119
Common stocks	245,235,916		245,235,916
Cash	299,235		299,235
Cash equivalents	27,474,922		27,474,922
Other invested assets (Sch. BA)	<u>65,331,637</u>		<u>65,331,637</u>
Subtotal, cash and invested assets	\$402,729,956		\$402,729,956
Investment income	931,965		931,965
Uncollected premiums	139,404	\$1,778	137,626
Other amounts receivable under reinsurance	120,179		120,179
Guaranty funds receivable	50		50
Receivable – Ameritas fees	<u>40,420</u>	<u> </u>	<u>40,420</u>
Total assets	<u>\$403,961,974</u>	<u>\$1,778</u>	<u>\$403,960,196</u>
<u>Liabilities, Surplus, and Other Funds</u>			
Losses			\$ 2,009,628
Loss adjustment expenses			97,685
Commissions payable			93,210
Other expenses			2,941
Taxes, licenses and fees			3,385
Federal income taxes			2,545,698
Net deferred tax liability			51,039,870
Unearned premiums			789,390
Ceded reinsurance premiums payable			78,704
Payable to parent, subsidiaries and affiliates			50,080
Derivatives			124,015
Rounding			<u>(1)</u>
Total liabilities			\$ 56,834,605
Common capital stock			\$ 1,250,000
Gross paid in and contributed surplus			1,519,270
Unassigned funds			<u>344,356,321</u>
Total capital and surplus			<u>\$347,125,591</u>
Total liabilities, capital and surplus			<u>\$403,960,196</u>

STATEMENT OF INCOME – 2023

Underwriting Income

Premiums earned	\$ 819,778
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Deductions

Losses incurred	\$ 103,435
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Loss adjustment expenses incurred	2,194
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Other underwriting expenses incurred	<u>439,281</u>
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Total underwriting deductions	<u>\$ 544,910</u>
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Net underwriting gain	<u>\$ 274,868</u>
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Investment Income

Net investment income earned	\$12,547,991
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Net realized capital gain	<u>2,110,211</u>
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Net investment gain	<u>\$14,658,202</u>
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Other Income

Other income	<u>\$ 174,234</u>
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Net income before federal income taxes	\$15,107,304
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Federal income taxes incurred	<u>1,984,756</u>
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Net income	<u>\$13,122,548</u>
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CAPITAL AND SURPLUS ACCOUNT

	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>
Capital and surplus, beginning	\$232,585,183	\$276,132,810	\$270,698,771	\$329,133,698	\$318,450,620
Net income	8,805,385	9,924,932	10,769,923	9,093,771	13,122,548
Change in net unrealized capital gains	34,675,730	(15,073,247)	47,715,644	(19,779,258)	15,555,668
Change in net deferred income tax	66,610	(285,898)	(11,947)	1,892	(2,188)
Change in nonadmitted assets	(104)	174	(1,101)	516	(1,053)
Dividend to Stockholder			(37,592)		
Rounding	6				(4)
Net change for the year	<u>\$ 43,547,627</u>	<u>\$ (5,434,039)</u>	<u>\$ 58,434,927</u>	<u>\$ (10,683,078)</u>	<u>\$ 28,674,971</u>
Capital and surplus, ending	<u>\$276,132,810</u>	<u>\$270,698,771</u>	<u>\$329,133,698</u>	<u>\$318,450,620</u>	<u>\$347,125,591</u>

EXAMINATION CHANGES IN FINANCIAL STATEMENTS

Unassigned funds (surplus) in the amount of \$344,356,321 as reported in the Company's 2023 Annual Statement, has been accepted for examination purposes. Examination findings, in the aggregate, were considered to have no material effect on the Company's financial condition.

COMPLIANCE WITH PREVIOUS RECOMMENDATIONS

The recommendations appearing in the previous report of examination are reflected below together with the remedial actions taken by the Company to comply therewith:

Entire Agreement Clause – It is recommended that the Company amend its existing reinsurance agreements to include an entire agreement clause in compliance with NAIC Accounting Practices and Procedures.

Action: The Company has complied with this recommendation.

Offset Clause – It is recommended that the Company amend its existing reinsurance agreements to include an appropriate offset clause in compliance with NAIC Accounting Practices and Procedures.

Action: The Company has complied with this recommendation.

Affiliated Transactions – It is recommended that the Company accurately complete Schedule Y Part 2 and detail transactions with its affiliates.

Action: The Company has partially complied with this recommendation. This recommendation will be repeated under the caption “Commentary on Current Examination Findings” in this report.

COMMENTARY ON CURRENT EXAMINATION FINDINGS

Affiliated Transactions

The exam team reviewed the Company’s trial balance noting that there were service agreements in place between affiliates. Column 8 of the Annual Statement’s Schedule Y Part 2 reported allocations for office rent, data processing, and legal/administration; however, the Company did not include the allocation of operating expenses with its affiliate, Universal, or the tax sharing expenses between NEBCO and the Company. The tax sharing expenses are allocated between Universal and the Company through its allocation of operating expenses. It is recommended that the Company complete Schedule Y, Part 2 accurately by including all transactions with affiliates.

Reinsurance Reporting

The exam team reviewed the Company’s reinsurance agreements and noted that as of 2022, Transatlantic Reinsurance Company is no longer licensed in the state of Nebraska, which would categorize this reinsurer as an unauthorized reinsurer per SSAP No. 62R and Neb. Rev. Stat. Section 44-416.06. Collateral equal to reserves must be held by the Company through a funds withheld arrangement or by the reinsurer in a trust or letter of credit. In review of the Company’s annual statement, the exam team noted that there was no credit for reinsurance for the reinsurer, Transatlantic Reinsurance Company. It is recommended that the Company secure

collateral from Transatlantic Reinsurance Company to allow credit for reinsurance as well as amend its reinsurance agreement to reflect the credit.

The exam team also noted that Transatlantic Reinsurance Company (Trans Re) and Nelnet Captive Insurance Company, LLC (Nelnet), which should both be reported as “Unauthorized – Other U.S. Unaffiliated Insurer,” were incorrectly reported on Schedule F – Part 3 as “Authorized – Other U.S. Unaffiliated Insurer.” In addition, Nelnet’s ID Number, NAIC Company Code, and Domiciliary Jurisdiction were incorrectly reported as Trans Re’s identification information. It is recommended that the Company report accurate reinsurer identification in the Annual Statement, Schedule F – Part 3.

SUMMARY OF COMMENTS AND RECOMMENDATIONS

The following comments and recommendations have been made as a result of this examination:

Affiliated Transactions – It is recommended that the Company complete Schedule Y Part 2 accurately by including all transactions with affiliates.

Reinsurance Reporting – It is recommended that the Company secure collateral from Transatlantic Reinsurance Company to allow credit for reinsurance as well as amend its reinsurance agreement to reflect the credit. It is also recommended that the Company report accurate reinsurer identification in the Annual Statement, Schedule F – Part 3.

ACKNOWLEDGMENT

The courteous cooperation extended by the Officers and employees of the Company during this examination is hereby acknowledged.

In addition to the undersigned, Alexis Anderson, AFE, Michael Sullivan, CFE, and Meredith Clark, Financial Examiners; Gary Evans, CFE, CISA, Information System Specialist; and Nguyen Thai, Actuarial Specialist; all with the Nebraska Department of Insurance, participated in this examination and assisted in the preparation of this report.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Skyler Lawyer".

Skyler Lawyer, CFE
Assistant Chief Examiner - Field
Department of Insurance
State of Nebraska

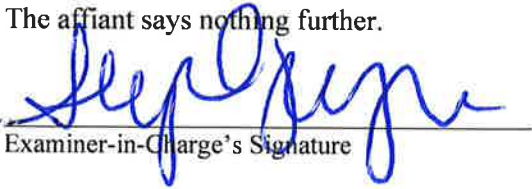
State of Nebraska,

County of Lancaster,

Skyler Lawyer, being duly sworn, states as follows:

1. I have authority to represent the Department of Insurance of the State of Nebraska in the examination of Inland Insurance Company.
2. The Department of Insurance of the State of Nebraska is accredited under the National Association of Insurance Commissioners Financial Regulation Standards and Accreditation.
3. I have reviewed the examination work papers and examination report, and the examination of the Inland Insurance Company was performed in a manner consistent with the standards and procedures required by the Department of Insurance of the State of Nebraska.

The affiant says nothing further.


Examiner-in-Charge's Signature

Subscribed and sworn before me by Skyler Lawyer on this 28 day of March, 2025.




Notary Public

My commission expires 8-8-27 [date].