

**STATE OF NORTH DAKOTA
BISMARCK, NORTH DAKOTA**

REPORT OF EXAMINATION

OF

**AMERICAN WEST
INSURANCE COMPANY
FARGO, NORTH DAKOTA**

**AS OF
DECEMBER 31, 2021**

STATE OF NORTH DAKOTA
INSURANCE DEPARTMENT

I, the undersigned, Insurance Commissioner of the State of North Dakota do hereby certify that I have compared the annexed copy of the Report of Examination of the

American West Insurance Company

Fargo, North Dakota

as of December 31, 2021, with the original on file in this Department and that the same is a correct transcript therefrom and of the whole of said original.

IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at my
office in the City of Bismarck, this 22nd day of
June, 2023.



Jon Godfread
Insurance Commissioner



TABLE OF CONTENTS

SCOPE OF EXAMINATION	2
STATUS OF PRIOR EXAMINATION FINDINGS	3
SUMMARY OF SIGNIFICANT FINDINGS	3
SUBSEQUENT EVENTS	3
HISTORY	4
General.....	4
MANAGEMENT AND CONTROL.....	5
Board of Directors	5
Officers	5
Committees	6
CORPORATE RECORDS.....	6
Articles of Incorporation and Bylaws	6
Board of Directors, Policyholders, and Committee Minutes.....	6
Conflict of Interest.....	6
FIDELITY BOND AND OTHER INSURANCE	6
AFFILIATED SERVICE AGREEMENTS	8
Intercompany Services and Cost Allocation Agreement.....	8
TERRITORY AND PLAN OF OPERATION.....	8
REINSURANCE.....	8
ACCOUNTS AND RECORDS.....	9
Safekeeping Agreement	9
FINANCIAL STATEMENTS	9
CONCLUSION.....	15
COMMENTS AND RECOMMENDATIONS.....	16

Fargo, North Dakota
May 10, 2023

Honorable Jon Godfread
Commissioner of Insurance
North Dakota Insurance Department
600 East Boulevard Avenue
Bismarck, ND 58505-0320

Dear Commissioner:

Pursuant to your instructions and statutory requirements, an examination has been made of the books, records and financial condition of

American West Insurance Company

FARGO, NORTH DAKOTA

hereinafter referred to as the "Company", was last examined as of December 31, 2016, by representatives of the North Dakota Insurance Department, hereinafter referred to as the "Department".

SCOPE OF EXAMINATION

This examination was a risk-focused financial condition examination conducted in accordance with North Dakota Century Code ("N.D.C.C.") § 26.1-03-19.3 and observed guidelines and procedures contained in the National Association of Insurance Commissioners ("NAIC") *Financial Condition Examiners Handbook*. The examination was conducted to determine the Company's financial condition, its compliance with statutes, and to review its corporate affairs and insurance operations. This statutory examination covers the five year period of January 1, 2017 through December 31, 2021, including any material transactions and/or events occurring subsequent to the examination date and noted during the course of this statutory examination.

The examination was conducted in accordance with examination policies and standards established by the Department and procedures recommended by the NAIC. In accordance with the NAIC Financial Condition Examiners Handbook, the examination was planned and performed to evaluate the financial condition, assess corporate governance, identify current and prospective risks of the Company, and evaluate system controls and procedures used to mitigate those risks. The examination also included identifying and evaluating significant risks that could cause an insurer's surplus to be materially misstated both currently and prospectively.

All accounts and activities of the Company were considered in accordance with the risk-focused examination process. This may include assessing significant estimates made by management and evaluating management's compliance with Statutory Accounting Principles.

The examination does not attest to the fair presentation of the financial statements included herein. Statements were prepared by management and are therefore the responsibility of management. If, during the course of the examination an adjustment is identified, the impact of such adjustment will be documented separately following the Company's financial statements.

Concurrent examinations were made of the following Nodak Mutual Group ("NMG") companies:

<u>Company and State of Domicile</u>	<u>NAIC Code</u>
Nodak Insurance Company (ND)	#34592
American West Insurance Company (ND)	#44270
Battle Creek Mutual Insurance Company (NE)	#16373
Direct Auto Insurance Company (ND)	#12721
Primero Insurance Company (ND)	#11855
Westminster American Insurance Company (ND)	#16098

This examination report includes significant findings of fact, as mentioned in the N.D.C.C. § 26.1-03-19.3, and general information about the insurer and its financial condition. There may be other items identified during the examination that, due to their nature, are not included within the examination report but are separately communicated to other regulators and/or the Company.

STATUS OF PRIOR EXAMINATION FINDINGS

Our examination included a review to determine the current status of the one exception commented upon in our preceding Report on Examination which covered the period from January 1, 2012, to December 31, 2016. These findings related to the compliance of statutes and statutory accounting principles revolving around shared services and the allocation of shared expenses among group members. We determined that the Company had satisfactorily addressed this specific finding, but a related deficiency in how shared expenses are allocated persists. This finding will be discussed within the Affiliated Agreements section below.

SUMMARY OF SIGNIFICANT FINDINGS

There were no material adverse findings or material changes in the financial statements.

SUBSEQUENT EVENTS

No material subsequent events were noted for this Company through the date of this report.

HISTORY

General

The Company was originally incorporated on April 10, 1903, under the laws of North Dakota and commenced business on May 15, 1903, under the name of Implement Dealers Mutual Fire Insurance Company. In 1949, the Company changed its name to Implement Dealers Mutual Insurance Company. Effective June 1, 1986, the Company was converted from a mutual to a stock company, and the name was changed to American West Insurance Company. Effective July 1, 1991, all of the ongoing business was merged with an affiliated company, American West Insurance Company of North Dakota, which incorporated and commenced business on December 27, 1990, under the provisions of N.D.C.C. § 26.1-05 as a stock property and casualty insurer. The surviving company of the merger was American West Insurance Company.

From its inception the Company was a member of the Berkley holding company system, as a wholly owned subsidiary of Tri-State Insurance Company of Minnesota, who was a wholly owned subsidiary of W.R. Berkley Corporation, the ultimate controlling company. In 1997, the Company moved its home office from Grand Forks, North Dakota, to Luverne, Minnesota, the offices of its parent, Tri-State Insurance Company. In 1999, the Company ceased writing any new business and began to non-renew or cancel policies, replacing such policies with either a Tri-State Insurance Company or Continental Western Insurance Company (affiliated entity) policy.

Pursuant to a Transfer and Assumption Agreement, effective March 31, 2001, and approved by the North Dakota Insurance Commissioner, Tri-State Insurance Company, the Company's former parent, assumed all of the Company's insurance business and other noninsurance liabilities in exchange for assets equal to the reserves on Company business. The Company also paid an extraordinary dividend to Tri-State, reducing capital and surplus, which resulted in a shell company with surplus of \$5,001,000.

On March 31, 2001, all of the Company's issued and outstanding shares of common stock were purchased by the Dakota Companies, LLC for \$5,691,000. The Dakota Companies was a wholly owned subsidiary of Nodak Mutual Insurance Company ("NMIC", now known as Nodak Insurance Company or "NIC"), a North Dakota domiciled insurer.

On March 7, 2017, the members of the Company's direct parent, NMIC, approved a stock conversion and a name changed to Nodak Insurance Company ("NIC").

Dividends

The Company paid no dividends to policyholders during the examination period.

Capital Contributions

The Company had no capital contributions during the examination period.

MANAGEMENT AND CONTROL

Board of Directors

Directors at December 31, 2021 were as follows:

<u>Name and Address</u>	<u>Business Affiliation</u>
Michael J. Alexander Fargo, ND	President & CEO Nodak Mutual Group
Eric Aasmundstad Devil's Lake, ND	Farmer
William (Bill) Devlin Finley, ND	Retired newspaper publisher
Duaine Espegard Marco Island, FL	Retired Bank CEO
Cindy Launer Bar Harbor, ME	Retired insurance executive
Steve Marlow Des Moines, IA	Retired CPA
Christopher Brossart Wolford, ND	Farmer
Dana Kaldor Hillsboro, ND	Chief Credit Officer, Goose River Bank
Terry Wanzek Jamestown, ND	Farmer

Officers

Elected officers serving with their respective duties as of December 31, 2021, were:

<u>Officer</u>	<u>Title</u>
Michael J. Alexander	President & CEO
Seth Daggett	Treasurer
Timothy Milius	Secretary

Committees

At December 31, 2021, all chartered committees were at the NIH entity level and consisted of the Audit Committee, Executive Committee, Nominating and Governance Committee, and the Compensation Committee.

CORPORATE RECORDS

Articles of Incorporation and Bylaws

There were no changes to the Company's Articles of Incorporation or Bylaws during the examination period.

Board of Directors, Policyholders, and Committee Minutes

The recorded minutes of the Board of Directors for the Company and the annual policyholder meetings were reviewed for the period under examination. The recorded minutes of the Board adequately documented its meetings and approval of Company transactions and events, including the authorization of investments in accordance with its Bylaws, N.D.C.C. § 26.1-05-18 and N.D. Admin. Code § 45-03-12-05.

Conflict of Interest

The Company has adopted a policy requiring annual disclosure of conflicts of interest in accordance with the guidelines of the NAIC Financial Condition Examiners Handbook. Signed statements are reviewed annually by the Board of Directors. The conflict of interest statements for the years 2017 through 2021 were reviewed and no material undisclosed conflicts were noted.

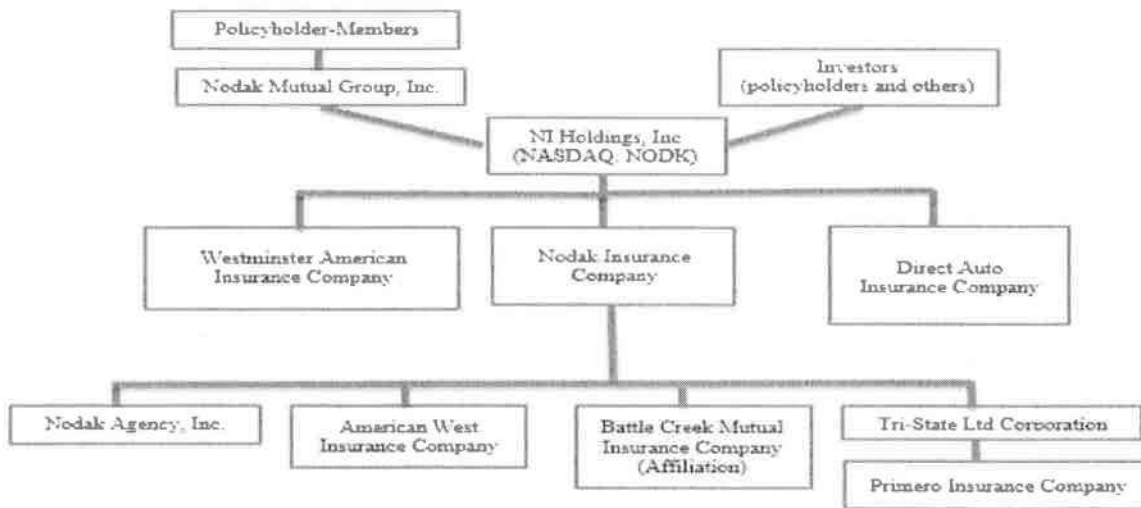
FIDELITY BOND AND OTHER INSURANCE

At December 31, 2021, the Company was protected against fraudulent or dishonest acts of its employees by a financial institution bond. The bond insures the Company and affiliates up to \$5,000,000, which is above the NAIC suggested minimum amount of fidelity insurance.

The examination determined that the Company's other coverages were adequate. The NMG affiliated entities are also named insureds on all policies.

AFFILIATED COMPANIES

The Company is a stock insurance company, owned by NMG. The Company is a member of an insurance holding company system. The organizational chart as of December 31, 2021, reflecting the holding company system is shown below:



Nodak Insurance Company (NIC) – (formerly Nodak Mutual Insurance Company) NIC is a North Dakota domestic insurance company, licensed to do business in two states. NIC was incorporated on April 15, 1946, and provides coverage for personal auto, farmowners, homeowners, crop hail and multiple peril crop insurance.

Nodak Agency Incorporated (NAI) – Effective January 1, 2008, NAI no longer transacts business but is being retained by the parent for possible future use.

American West Insurance Company (AWIC) – On March 31, 2001, the Company purchased and issued all outstanding common shares of AWIC, a North Dakota domiciled property and casualty insurer. AWIC is currently licensed to write business in Idaho, Minnesota, Montana, North Dakota, Oregon, South Dakota, Washington, and Wisconsin, but only produces business in Minnesota, North Dakota, and South Dakota. AWIC primarily produces farm, home, and auto business.

Battle Creek Mutual Insurance Company (BCMIC) – On March 4, 2011, NMIC entered into an affiliation agreement with BCMIC, a Nebraska domestic insurance company. Through the affiliation agreement, NIC appoints two-thirds of the directors to serve on the BCMIC Board of Directors.

Tri-State Limited Corporation – On December 8, 2014, the Nevada Insurance Commissioner approved the Company's acquisition of Tri-State Limited, a South Dakota corporation and 100 percent owner of PIC.

Primero Insurance Company (PIC) – The Company specializes in writing non-standard automobile coverage and is licensed in Nevada, Arizona, South Dakota and North Dakota. The Company was redomesticated to North Dakota in 2021.

Direct Auto Insurance Company (DAIC) – On August 31, 2018, the Nodak Group acquired DAIC. The Company was redomesticated to North Dakota in 2021. DAIC is only licensed in Illinois and specializes in private passenger auto liability and auto physical damage coverages.

Westminster American Insurance Company – (WAIC) – The Company was acquired by the Nodak Group in 2020 and redomesticated to North Dakota in 2021. The Company primarily

writes commercial multiple peril coverages in the Mid-Atlantic region, but is licensed in 18 jurisdictions.

AFFILIATED AGREEMENTS

Management Agreement with NIC

Effective January 1, 2005, NIC entered into an agreement with the Company, to provide complete management services for all lines of business engaged in by AWIC. The agreement states that all expenses incurred by the Company will be charged to AWIC proportionately based on premium, policy counts, claim counts, claim payment amounts or time studies. Indirect expenses allocated to AWIC in 2021 included salaries, employee relations, payroll taxes, director fees, travel, telephone, postage, advertising, equipment, printing and supplies, allowance to agents, rent, audit fees and actuarial services.

TERRITORY AND PLAN OF OPERATION

The Company was licensed to transact business in the following eight states as of December 31, 2021:

Idaho	Montana	South Dakota
Minnesota	North Dakota	Wisconsin
Oregon	Washington	

The Company writes private passenger auto, farmowners, homeowners, crop hail and multiple peril crop insurance policies through independent agents in Minnesota, North Dakota, and South Dakota.

REINSURANCE

The Group entered a Reinsurance Pooling Agreement in 2020, whereby Group members ceded 100 percent of their direct written premiums to NIC and received the following retrocession amounts:

Pool Member	Participation Percentage
Nodak Insurance Company	66%
Direct Auto Insurance Company	13%
Westminster American Insurance Company	9%
American West Insurance Company	7%
Primero Insurance Company	3%
Battle Creek Mutual Insurance Company	2%

Pool participation was initially determined based on the Group members' respective surplus. The Group will reevaluate the participation percentages every five years to ensure

appropriateness. The Group did not adequately define the basis for which corporate management, accounting and financial reporting, or information technology expenses were to be allocated among the group members. After these and other shared expenses are allocated among the members, all expenses are ceded to NIC, then retroceded based on pool participation.

It is recommended that the Group draft and file an expense management agreement which addresses an allocation scheme for the above captioned shared corporate expenses, in compliance with SSAP 70.

The Group manages catastrophic and aggregate exposures for pool members through the pool. There are no material external reinsurance contracts at the AWIC entity level.

All treaties contained an insolvency clause and entire agreement clause as required by N.D.C.C. § 26.1-02-21.

ACCOUNTS AND RECORDS

The Company's accounting procedures, internal controls, and transaction cycles were reviewed during the course of the examination and a trial balance as of December 31, 2021 was traced to the appropriate schedules of the Company's 2021 Annual Statement. The Company's ledgers are maintained electronically. Revenues and expenses were test checked to the extent deemed necessary.

The Company is annually audited by an outside firm of independent certified public accountants. The work papers of this firm were made available to the Examiners and were used to extent deemed appropriate for this examination.

Safekeeping Agreement

During the period under examination, the Company's securities were held by Wells Fargo Bank, N.A. The safekeeping agreement contained all of the provisions required by N.D. Admin. Code § 45-03-23-02.

FINANCIAL STATEMENTS

The following pages present a Statement of Assets and a Statement of Liabilities, Surplus, and Other Funds as of December 31, 2021. These statements are followed by supporting statements and reconciliations presented in the following order:

Summary of Income, Year 2021

Reconciliation of Capital and Surplus, January 1, 2017, through December 31, 2021

These financial statements are based on the statutory financial statements filed by the Company with the Department and present the financial condition of the Company for the period ending December 31, 2021. The accompanying comments on financial statements reflect any

examination adjustments to the amounts reported in the annual statement and should be considered an integral part of the financial statements.

**American West Insurance Company
Statement of Assets
December 31, 2021**

	Ledger & Non-Ledger Assets	Assets Not Admitted	Net Admitted Assets
Bonds	\$30,815,450		\$30,815,450
Cash	5,719,794		5,719,794
Investment Income Due and Accrued	154,014		154,014
Uncollected Premiums	4,972,122		4,972,122
Deferred Premiums	4,312,219		4,312,219
Amounts Recoverable from Reinsurers	8,817,886		8,817,886
Net Deferred Tax Asset	448,735		448,735
Non-Sufficient Funds	35,274	35,274	0
Crop Notes	200,896	200,896	0
Totals	<u>\$55,476,390</u>	<u>\$236,170</u>	<u>\$55,240,220</u>

**American West Insurance Company
Liabilities, Surplus, and Other Funds
December 31, 2021**

Losses		\$6,988,485
Reinsurance Payable on Paid Losses and LAE		4,848,657
Loss Adjustment Expenses		1,303,820
Commissions Payable		419,961
Other Expenses		155,828
Taxes, Licenses, and Fees		119,636
Unearned Premiums		8,905,093
Ceded Reinsurance Premiums Payable		7,250,164
Remittances and Items Not Allocated		40,517
Payable to Parent, Subsidiaries or Affiliates		36,558
FCIC Payable		1,422,378
Funds Held (Nodak)		<u>5,349,010</u>
Total Liabilities		36,840,106
Common Capital Stock	\$3,000,000	
Gross Paid In and Contributed Surplus	3,001,000	
Unassigned Funds (Surplus)	<u>12,399,114</u>	
Surplus as Regards Policyholders		<u>18,400,114</u>
Total Liabilities and Surplus		<u>\$55,240,220</u>

**American West Insurance Company
Statement of Income
December 31, 2021**

Underwriting Income

Premiums Earned		\$20,971,250
Deductions:		
Losses Incurred	\$13,951,231	
Loss Adjustment Expenses Incurred	1,195,300	
Other Underwriting Expenses Incurred	<u>6,528,942</u>	
Total Underwriting Deductions		<u>21,675,473</u>
Net Underwriting Gain or (Loss)		<u>(\$704,223)</u>

Investment Income

Net Investment Income Earned	\$545,160	
Net Realized Capital Gains or (Losses)	<u>32,347</u>	
Net Investment Gain or (Loss)		<u>\$577,508</u>

Other Income

Net Loss From Agents' Balances Charged Off	(\$43,782)	
Service Charges Not Included in Premiums	114,815	
Miscellaneous Income	<u>29,836</u>	
Total Other Income		<u>\$100,869</u>
Net Income Before Federal Income Taxes		(\$25,846)
Federal Income Taxes Incurred		<u>27,959</u>
Net Income		<u>(\$53,805)</u>

**American West Insurance Company
Reconciliation of Capital and Surplus Account
January 1, 2017, Through December 31, 2021**

	2021	2020	2019	2018	2017
Surplus as Regards Policyholders, December 31, Prior Year	\$18,368,194	\$16,167,583	\$13,888,695	\$12,408,729	\$11,800,865
Net Income	(53,805)	2,158,417	2,232,280	1,238,014	428,613
Change in Net Deferred Income Tax	40,264	90,013	81,378	93,163	2,129
Change in Nonadmitted Assets	45,462	(47,820)	(34,769)	148,788	177,123
Change in Surplus for the Year	31,920	2,200,611	2,278,889	1,479,965	607,865
Surplus as Regards Policyholders, December 31, Current Year	\$18,400,114	\$18,368,194	\$16,167,583	\$13,888,695	\$12,408,729

CONCLUSION

The financial condition of the Company, as of December 31, 2021, as determined by this examination is summarized as follows:

ADMITTED ASSETS		<u>\$55,240,220</u>
Total Liabilities	\$36,840,106	
Surplus as Regards Policyholders	<u>18,400,114</u>	
LIABILITIES, SURPLUS, AND OTHER FUNDS		<u>\$55,240,220</u>

Since the last examination conducted as of December 31, 2016, the Company's admitted assets have increased \$39,056,656, its total liabilities have increased \$31,994,520, and its surplus as regards policyholders has increased \$7,062,137.

In addition to the undersigned, the following people also participated on this examination:

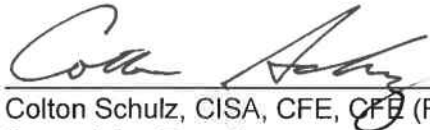
Actuarial Specialists – Risk and Regulatory Consulting, LLC
Scott Merkord, FCAS, MAAA, CPCU
Dave Heppin, FCAS, MAAA

IT Specialists – Jennan Enterprises
Joseph Detrick, CPA, CISA, CFE, AES
Jenny Jeffers, CISA, AES, CFE (Fraud)

North Dakota Insurance Department Staff
Matt Fischer, CFE, Chief Examiner
Pat Hendrickson, AFE, Financial Analyst
and staff actuary Mike Andring, FCAS, MAAA.

The courteous cooperation extended by the officers and employees of the Company during the course of the examination is gratefully acknowledged.

Respectfully submitted,



Colton Schulz, CISA, CFE, CFE (Fraud)
Supervising Examiner
North Dakota Insurance Department

COMMENTS & RECOMMENDATIONS

It is recommended that the Group draft and file an expense management agreement which addresses an allocation scheme for the above captioned shared corporate expenses, in compliance with SSAP 70.