



Mississippi Insurance Department

Report of Examination

of

**SOUTHERN SECURITY LIFE INSURANCE
COMPANY, INC.**

as of

December 31, 2017

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EXAMINER'S AFFIDAVIT AS TO STANDARDS AND PROCEDURES USED IN AN EXAMINATION

State of Georgia,

County of Fayette,

Scott Eady, being duly sworn, states as follows:

1. I have authority to represent the Mississippi Insurance Department in the examination of Southern Security Life Insurance Company, Inc. as of December 31, 2017.
2. The Mississippi Insurance Department 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 Southern Security Life Insurance Company, Inc. was performed in a manner consistent with the standards and procedures required by the National Association of Insurance Commissioners and the Mississippi Insurance Department.

The affiant says nothing further.



Examiner's Signature

Subscribed and sworn before me by Scott Eady on this 25th day of April, 2019.

(SEAL)



Notary Public

My commission expires October 5, 2021 [date].



MIKE CHANEY
Commissioner of Insurance
State Fire Marshal

MISSISSIPPI INSURANCE DEPARTMENT

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February 22, 2019

Honorable Mike Chaney
Commissioner of Insurance
Mississippi Insurance Department
1001 Woolfolk Building
501 North West Street
Jackson, Mississippi 39201

Dear Commissioner Chaney:

Pursuant to your instructions and authorization and in compliance with statutory provisions, an examination has been conducted, as of December 31, 2017, of the affairs and financial condition of:

SOUTHERN SECURITY LIFE INSURANCE COMPANY, INC.

1044-B River Oaks Drive
Flowood, MS 39232

License #	NAIC Group #	NAIC #	FEETS#	Group Exam#	MATS#
7701317	0454	75531	75531-MS-2017-3	454-2017-1	MS-MS099-19

This examination was commenced in accordance with Miss. Code Ann. § 83-5-201 et seq. and was performed in Salt Lake City, Utah, at the main administrative office of the Company. The report of examination is herewith submitted.

SCOPE OF EXAMINATION

We have performed our full-scope, single state examination of Southern Security Life Insurance Company, Inc. ("Company" or "SSLIC") as part of a coordinated examination on the part of the lead state of Utah and in conjunction with other jurisdictions (including Mississippi, Arkansas, Utah and Texas). The last examination covered the period of January 1, 2009 through December 31, 2013. This examination covers the period of January 1, 2014 through December 31, 2017, including any material transactions or events occurring subsequent to the examination date and noted during the course of the examination.

We conducted our examination in accordance with the NAIC *Financial Condition Examiners Handbook*. The Handbook requires that we plan and perform the examination 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. An examination also includes 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. If, during the course of the examination and adjustment is identified, the impact of such adjustment will be documented separately following the Company's financial statements.

This examination report includes significant findings of fact and general information about the insurer and its financial condition. There may be other items identified during the examination that, due to their nature (e.g., subjective conclusions, proprietary information, etc.) are not included within the examination report but separately communicated to other regulators and/or the Company.

COMMENTS AND RECOMMENDATIONS OF PREVIOUS EXAMINATION

The following is a summary of comments and recommendations from examiners and responses from the Company (resolutions) contained in the prior examination report issued by the State of Mississippi, as of December 31, 2013:

Recommendation:

The Company's federal income tax return is consolidated with other entities in the insurance holding group. It is recommended the Company create and execute a written tax sharing agreement between participants that defines benefits and obligations for each member of the consolidated

group. Additionally, the Company should properly disclose, in the interim, why a written agreement has not been executed.

Resolution:

The Companies have elected not to have a formal written tax allocation agreement. Taxes are calculated on a stand-alone entity basis and any payments that the Company may pay for taxes are paid to the taxing authority and are not paid to the parent or any other affiliate.

HISTORY OF THE COMPANY

The Company was incorporated on January 23, 1973, as Southern Security Insurance Company, Inc., under the laws of the State of Mississippi, as a burial company. The original Articles of Incorporation provided for authorized capital of \$25,000 representing 250 shares of common stock with a par value of \$100 per share.

An amendment to the Articles of Incorporation, approved by the stockholders at a meeting held May 5, 1976, provided for an increase in authorized capital to \$200,000 representing 100,000 shares of common stock with a par value of \$2.00 per share. In addition, the amendment provided for the corporate name be changed to Southern Security Life Insurance Company, Inc.

On June 4, 1990, Articles of Amendment were passed providing for the authorization to issue 100,000 shares of Class A (voting) with a par value of \$2.00 per share and 1,000,000 shares of Class B (non-voting) common capital stock with a par value of \$1.00 per share. All capital stock of the Company outstanding at June 4, 1990 was reissued as Class A common stock in a subsequent amendment on July 20, 1990.

On December 18, 2008 the Company completed a stock purchase transaction with Security National Life Insurance Company ("SNLIC"); a Utah domiciled insurance company, whereby SNLIC agreed to purchase all of the outstanding shares of the Company from its shareholders. Under the terms of the agreement, SNLIC paid purchase consideration equal to \$1,352,134, representing the capital and surplus, interest maintenance reserve and asset valuation reserve of the Company as of September 1, 2008, the date SNLIC assumed administrative control over the Company, plus \$1,500,000, representing the ceding commission that had been paid on August 29, 2008, plus \$75,883, representing an actual loss allowance experienced by the Company in the second quarter, ended June 30, 2008, less certain adjustments.

As a result of the transaction, on August 29, 2008, SNLIC and the Company entered into a reinsurance agreement to reinsure the majority of the in-force business of the Company as approved by the Mississippi Insurance Department. Certain insurance business and operations were transferred to SNLIC, including all policies in force as of the administrative control date. All future business would be covered by this reinsurance agreement.

As of December 31, 2017, the Company's authorized lines of insurance were Life, Industrial Life,

Industrial Accident and Health, and Life (Burial). The Company was previously authorized to write business in Arkansas but relinquished its license on December 27, 1995. The Company continues to collect premiums and pay premium taxes in Arkansas on business previously written, but does not write any new business.

CORPORATE RECORDS

The Articles of Incorporation, Bylaws and amendments thereto were reviewed and duly applied in other sections of this report where appropriate. Minutes of the meetings of the Shareholder, Board of Directors, and various committees, as recorded during the period covered by this examination, were reviewed and appeared to be complete and in order with regard to actions discussed at the meetings for appropriate action, which included the approval and support of the Company's transactions, as well as review of the audit and examination report.

MANAGEMENT AND CONTROL

Stockholders

As of December 31, 2017, the Company had issued and outstanding 50,000 shares of its 100,000 authorized Class A common capital stock with a par value of \$2 per share and 450,000 shares of its 1,000,000 authorized shares of Class B common capital stock with a par value of \$1 per share. The common capital stock was 100% owned by Security National Life Insurance Company. The Company did not pay any shareholder dividends during the period under examination.

Board of Directors

The Articles of Incorporation and Bylaws vest the management and control of the Company's business affairs with the Board of Directors ("Board"). The members of the duly elected Board, along with their place of residence, number of years as Director, and principal occupation, at December 31, 2017, were as follows:

Name and Residence	Year Elected/Appointed	Principal Occupation
Scott Milton Quist Sandy, UT	2008	Chairman, President and CEO Security National Financial Corporation
Jason Gary Overbaugh Draper, UT	2013	President Southern Security Life Insurance Company, Inc.
John Lester Cook Sandy, UT	2013	Co-Owner Cook Brothers Painting, Inc.
Gilbert Amos Fuller Sandy, UT	2012	Executive Vice President and CFO USANA Health Sciences

Robert Gail Hunter, MD Sandy, UT	2008	Department of Otolaryngology Intermountain Medical Center
Howard Craig Moody Sandy, UT	2008	Owner Moody & Associates
Norman Gilbert Wilbur Mead, CO	2008	Manager of Planning & Reporting, Retired JC Penny
Scott Andrew Quist Draper, UT	2013	Vice President Security National Financial Corporation

Committees

As of December 31, 2017, the Board of Directors had the following committees in place: Executive Committee, Audit Committee, Compensation Committee, and Nominating and Corporate Governance Committee with membership as indicated below:

Executive	Audit	Compensation	Nominating & Corporate Governance
Scott Milton Quist	Norman Gilbert Wilbur	Norman Gilbert Wilbur	Howard Craig Moody
Gilbert Amos Fuller	John Lester Cook	John Lester Cook	John Lester Cook
Howard Craig Moody	Gilbert Amos Fuller	Gilbert Amos Fuller	Gilbert Amos Fuller
Scott Andrew Quist	Howard Craig Moody	Robert Gail Hunter, MD	Robert Gail Hunter, MD
		Howard Craig Moody	Norman Gilbert Wilbur

Officers

At each annual meeting of the Board of Directors, the Board is to elect the officers of the Company in accordance with the Bylaws. Officers as of December 31, 2017 were as follows:

Name	Year Elected/Appointed	Title
Jason Gary Overbaugh	2016	President
Jeff Russell Stephens	2008	Secretary
Garrett Stephen Sill	2013	Treasurer and Chief Financial Officer
Joshua Michael Keddington	2017	Vice President
Diana Carroll Olson	2008	Vice President
Christie Quist Overbaugh	2008	Vice President
Adam George Quist	2014	Vice President
Scott Andrew Quist	2011	Vice President

Scott Milton Quist	2008	Chief Executive Officer
Aaron Dee Searle	2017	Vice President
Stephen Williams Turner	2011	Vice President
John Wayne Van Valkenburg	2008	Vice President

Conflict of Interest

The Company has an established policy whereby each officer and director completes a conflict of interest questionnaire each year disclosing any potential or conceivable conflict with the director's or officer's responsibilities within or for the Company. The conflict of interest questionnaires were completed by all the directors and officers of the Company for the calendar years 2014, 2015, 2016, and 2017. A review of the disclosures made by the officers and directors did not reveal any material exceptions to the Company's established policies.

Corporate Governance

The risk-focused surveillance approach requires examiners to consider the insurer's corporate governance and established risk management processes. This evaluation includes assessing the "tone at the top", board of directors and management oversight and understanding and conveyance of the necessity of internal controls to employees. The Company shares common management and control with its parent company, Security National Life Insurance Company ("SNLIC").

Upon review of the corporate governance structure, it was noted that the Company has an experienced board of directors and management team. The Company has appropriately and adequately bonded its directors and officers. At year-end, the Board of Directors, which per the Company Bylaws, are appointed by the shareholders (SNLIC) and hold a term of office until the next meeting of the shareholders, consisted of five independent and three non-independent members. All non-independent members are employees of affiliated companies. The Board is required to meet at least annually. The Board had appointed an Audit Committee with insurance and financial expertise. The management records, such as Board and Audit Committee meeting minutes appeared to be in order. Information regarding the Board members, Audit Committee and other related information can be found in the "Management and Control" section of this report.

The appropriateness of the entity's organizational structure and its ability to provide the necessary information flow to manage its activities were considerations in obtaining our understanding of the organizational structure. Our consideration also encompassed understanding of the assignment of authority and responsibility. Our consideration of corporate governance encompassed the risk management function through discussions with senior management and members of the Board and through gaining an understanding of the risk management function including inspection of relevant risk management documentation. Upon our review and consideration of these components and functions, there were no material concerns or exceptions noted.

Management competence is a consideration in overall assessment of corporate governance. In our review, we considered factors such as management's experience level and management turnover. There were no material concerns noted. As indicated in the Management and Control section of

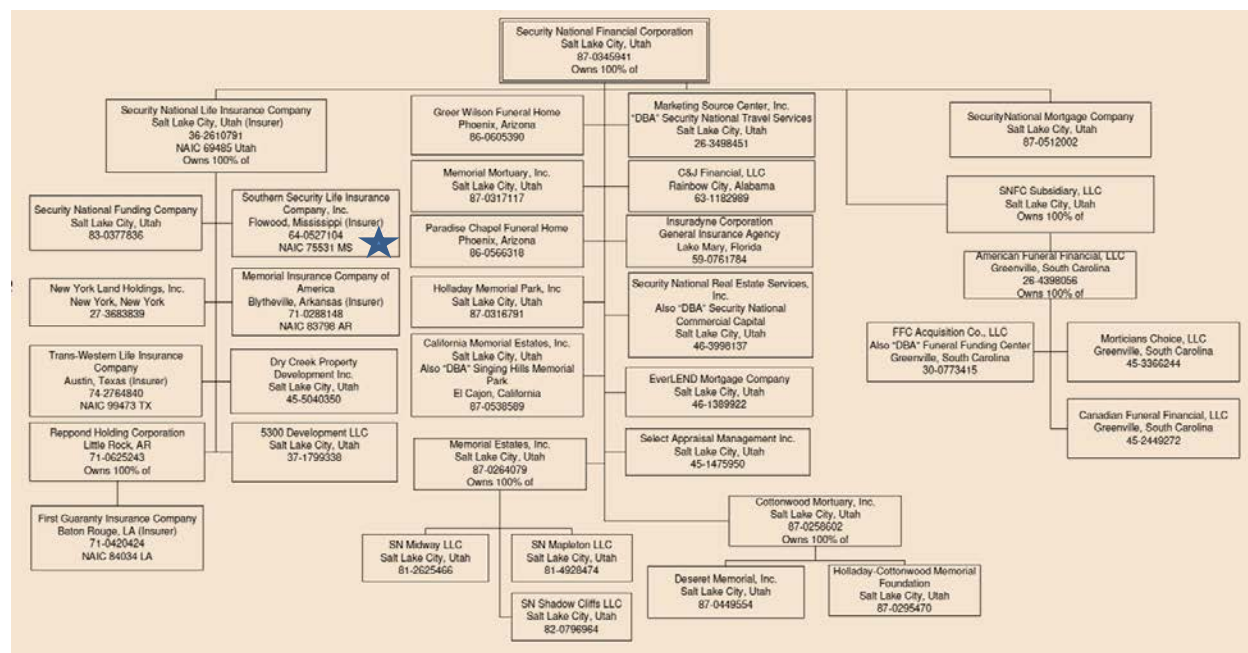
this report, key management has significant industry, and Company experience, and the officer/employee turnover ratio was low.

HOLDING COMPANY STRUCTURE

The Company was a member of an insurance holding company system as defined in Miss. Code Ann. § 83-6-1. The Company was required to file with the MID, Holding Company Registration Statements in accordance with Miss. Code Ann. §§ 83-6-5 and 83-6-9. These filings set forth material changes in structure, identity or relationships of affiliates and any material transactions by and between the Company and its affiliates.

Holding Company Organizational Chart

The organizational chart below reflects ownership of the Company as of December 31, 2017:



Parent and Affiliated Companies

Security National Life Insurance Company owns 100% of the outstanding common capital stock of the Company. SNLIC is 100% owned by Security National Financial Corporation.

SECURITY NATIONAL FINANCIAL CORPORATION (“SNFC”) (ultimate parent) is a publicly-held company listed on the NASDAQ Exchange under the ticker symbol SNFCA. At December 31, 2017, SNFC and affiliates’ consolidated financial statements reported assets of approximately \$982 million and net worth of approximately \$149 million. SNFC operates in three

main business segments: life insurance, cemetery and mortuary, and mortgage loans. The life insurance segment is engaged in the business of selling and servicing selected lines of life insurance, annuity products, and accident and health insurance. These products are marketed in 38 states through a commissioned sales force of independent licensed insurance agents. The cemetery and mortuary segment of SNFC consists of five cemeteries in the State of Utah and one cemetery in the State of California, and seven mortuaries in the State of Utah and one mortuary in the State of Arizona. SNFC also engages in pre-need selling of funeral, cemetery and cremation services. The mortgage loan segment originates and underwrites or otherwise purchases residential and commercial loans for new construction, existing homes and real estate projects. The mortgage loan segment operates through 145 retail and 3 wholesale offices in 28 states, and is an approved mortgage lender in several other states.

SECURITY NATIONAL LIFE INSURANCE COMPANY (“SNLIC”) is a wholly-owned subsidiary of SNFC and parent of the Company. SNLIC offers various life and annuity products; most of which are marketed as a means to fund funeral and internment related costs.

Affiliated and Related Party Transactions

The Company’s transactions with related parties were reviewed and the following items were considered notable for purposes of this report:

- **Services and Cost Sharing Agreement**

In February 2015, the Company entered into a Services and Cost Sharing Agreement with SNLIC and its affiliates and subsidiaries. Under the terms of the agreement, SNLIC agrees to provide personnel services and office space to its Affiliates and Subsidiaries, including SSLIC, in exchange for the reimbursement by the Affiliates and Subsidiaries for the use of such services and office space. For the twelve months ended December 31, 2017 and 2016, the Company paid SNLIC \$29,150 and \$40,700, respectively.

On July 11, 2016, the Services and Cost Sharing Agreement was amended to include an affiliated insurance entity within the holding company system, First Guaranty Insurance Company. The Companies failed to file a Form D – Notice of Prior Transaction pursuant to the requirements of Mississippi Code Annotated § 83-6-21;

- **Reinsurance Agreement**

Effective August 13, 2008, the Company entered into a reinsurance agreement with SNLIC. Under the agreement, SNLIC assumes 100% of the Company’s premiums and related risks, after the Company cedes a small amount to reinsurer Optimum Re. The Company pays SNLIC a reinsurance premium on all policies in effect from time to time in an amount equal to the gross premium earned by the Company. The premium paid to SNLIC is paid as it is collected by the Company. The reinsurance agreement transfers risk and contains arbitration and insolvency clauses.

TERRITORY AND PLAN OF OPERATION

The Company is licensed in the State of Mississippi to provide industrial life, industrial accident and health, life and life (burial) insurance products. The Company's life insurance business includes funeral plans, as well as other traditional life and accident and health insurance products that are sold by direct agents and brokers and independent licensed agents. However, the Company has not written any new business since 2008.

REINSURANCE

The Company cedes a small portion of its business to Optimum Re and then cedes 100% of its remaining business to SNLIC under the terms of reinsurance agreements. The Company entered into a facultative reinsurance agreement with Business Men's Assurance Company of America (BMA) on June 1, 1993, that was later transferred by BMA to Optimum Re. The business ceded to Optimum Re relates to policies issued prior to the Company's acquisition by SNLIC.

The Company entered into a reinsurance agreement with SNLIC at the time of acquisition by SNLIC. The effective date of the agreement was August 28, 2008. The agreement requires SNLIC to reinsure all of the in force and future insurance liabilities of the Company. SNLIC also assumed complete administrative control of all insurance related business operations of the Company.

FINANCIAL STATEMENTS

The following financial statements reflect the same amounts reported by the Company and consist of a Statement of Admitted Assets, Liabilities, Surplus and Other Funds – Statutory at December 31, 2017, a Statement of Income – Statutory for the year ended December 31, 2017, a Reconciliation of Capital and Surplus – Statutory for examination period ended December 31, 2017, and a Reconciliation of Examination Changes to Surplus – Statutory at December 31, 2017.

**STATEMENT OF ASSETS, LIABILITIES, SURPLUS AND OTHER FUNDS
DECEMBER 31, 2017**

ASSETS

Bonds	\$ 656,373
Common stocks	54,303
Cash and short-term investments	<u>877,028</u>
Cash and invested assets	1,587,704
Investment income due and accrued	5,224
Other amounts receivable under reinsurance contracts	<u>39,303</u>
Total Assets	<u><u>\$ 1,632,231</u></u>

LIABILITIES, SURPLUS AND OTHER FUNDS

Amounts held for agents' account	\$ 18,913
Remittances and items not allocated	9,495
Asset valuation reserve	8,952
Payable to parent, subsidiaries and affiliates	<u>3,800</u>
Total Liabilities	<u>41,160</u>
Common capital stock	550,000
Gross paid in and contributed surplus	1,618,879
Unassigned funds (surplus)	(577,808)
Total Capital, Surplus and Other Funds	<u>1,591,071</u>
Total Liabilities, Surplus and Other Funds	<u><u>\$ 1,632,231</u></u>

**SUMMARY OF OPERATIONS
FOR YEAR ENDED DECEMBER 31, 2017**

Revenue	
Net investment income	\$ 37,948
Commissions and expense allowances on reinsurance ceded	84,264
Miscellaneous income	<u>(1,465)</u>
Total income	<u>120,747</u>
Expenses	
Commissions on premiums, annuity considerations, and deposit-type	84,264
General insurance expenses	<u>36,419</u>
Total expenses	<u>120,683</u>
Net gain from operations before dividends to policyholders and federal income taxes	64
Net realized capital gains	<u>8</u>
Net Income	<u><u>\$ 72</u></u>

**RECONCILIATION OF CAPITAL AND SURPLUS
FOR EXAMINATION PERIOD ENDED DECEMBER 31, 2017**

	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>
Capital and surplus, beginning of year	\$ 1,592,440	\$ 1,590,606	\$ 1,590,424	\$ 1,586,832
Net income	72	889	491	468
Change in net unrealized capital gains (losses)	417	(167)	(1,152)	-
Change in nonadmitted assets		(86)	(594)	-
Change in net deferred income tax	(178)	-	-	-
Change in nonadmitted assets	393			
Change in asset valuation reserve	(2,073)	1,198	1,437	3,124
Change in surplus as regards policyholders for the year	(1,369)	1,834	182	3,592
Capital and surplus, end of year	<u>\$ 1,591,071</u>	<u>\$ 1,592,440</u>	<u>\$ 1,590,606</u>	<u>\$ 1,590,424</u>

RECONCILIATION OF EXAMINATION ADJUSTMENTS TO SURPLUS DECEMBER 31, 2017

There were no changes made to the assets, liabilities or capital and surplus reported by the Company for the year ended December 31, 2017. The capital and surplus, which totaled \$1,591,071 as of the examination date, was determined to be reasonably stated and in compliance with Miss. Code Ann. §83-19-31.

COMMENTS ON FINANCIAL STATEMENT ITEMS

Assets

There were no adjustments to assets during this examination.

Liabilities

There were no adjustments to liabilities during this examination.

Capital and Surplus

The amount of capital and surplus reported by the Company of \$1,591,071 has been accepted for the purposes of this examination. Thus, there has been no change to the Company's Risk-Based Capital ratio as of December 31, 2017.

Risk-Based Capital

During the period under examination, the Company reported its Risk-Based Capital ("RBC") ratio at a more than adequate level. The Company's RBC ratios, defined as total adjusted capital divided by authorized control level RBC, for the period under examination are as follows:

2014	2,046.3%
2015	2,254.7%
2016	2,442.3%
2017	2,501.0%

MARKET CONDUCT ACTIVITIES

A full scope market conduct examination was not conducted; however, limited procedures were performed on certain areas of the Company's market conduct. The specific areas reviewed include those items indicated below. No significant exceptions with regard to the limited procedures performed were noted.

Policyholder Services

Only three complaints were noted during the examination period. Upon review of these, no

concerns were noted regarding the Company's policyholder services practices.

Claims Handling

Claim files were reviewed for general indicators of policyholder treatment concerns. No significant areas of concern were noted.

Producer Licensing

The Company appeared to have the appropriate licensure to issue its products, however agents that were licensed and appointed by the Company were not properly reported to the Mississippi Insurance Department.

Privacy

Privacy notices were sent to the Company's policyholders annually, and appeared to be in compliance with applicable laws and standards.

COMMITMENTS AND CONTINGENT LIABILITIES

During and subsequent to the examination period, the Company was not involved in litigation outside the normal course of business.

SUBSEQUENT EVENTS

On June 28, 2018, a form D was filed for the amended Services and Cost Sharing Agreement to include an affiliated insurance entity within the holding company system, First Guaranty Insurance Company.

There were no other events, subsequent to the examination date and noted during the course of the examination, which require disclosure in this report.

COMMENTS AND RECOMMENDATIONS

We recommend the Company properly and timely file a Form D, prior notice of a transaction, for modifications on affiliated agreements as required per Miss. Code Ann. §83-6-21.

We recommend that agents licensed and appointed by the Company be properly reported to the Mississippi Insurance Department as required per Miss. Code Ann. §83-17-5 and §83-17-75.

ACKNOWLEDGMENT

The examiners representing the Mississippi Insurance Department and participating in this examination were:

Examiner-In-Charge:	Scott K. Eady, CPA, CFE
Examiners:	Jennifer R. Danz, CPA, CFE Derrick H. Lopez, CPA, CMA, CFE Brian A. Menard, CFE, CISA, FLMI
Supervising Examiner:	John B. Humphries, ASA, MAAA, CFE, AES, MCM, CISA
Actuary:	Michael Presley, FSA, MAAA
Department Designee:	Mark Cooley, CFE

The courteous cooperation of the officers and employees responsible for assisting in the examination is hereby acknowledged and appreciated.

Respectfully submitted,



Examiner-In-Charge
Scott K. Eady, CPA, CFE
Risk & Regulatory Consulting, LLC



Mark Cooley, CFE
MS Insurance Department Designee