

April 22, 2009

Criteria | Insurance | General:
**Management And Corporate
Strategy**

Primary Credit Analyst:

Mark Puccia, New York (1) 212-438-7233; mark_puccia@standardandpoors.com

Secondary Credit Analysts:

Rodney A Clark, FSA, New York (1) 212-438-7245; rodney_clark@standardandpoors.com
Rob Jones, London (44) 20-7176-7041; rob_jones@standardandpoors.com

Table Of Contents

Analytic Guidelines for Evaluating Management and Corporate Strategy

Criteria | Insurance | General:

Management And Corporate Strategy

Although management has little control over industry risk, altering the company's competitive position to its advantage and managing its resources and finances in a prudent and ultimately profitable way are internal factors over which management can exert significant influence. Therefore, no company analysis would be complete without an assessment of a company's formulation and implementation of the strategy dictated by its management.

Standard & Poor's Ratings Services is refining and adapting its methodology and assumptions for evaluating management and corporate strategy of insurance companies, related to "Criteria: Principles Of Corporate And Government Ratings," which we published on June 26, 2007, on RatingsDirect at www.ratingsdirect.com and Standard & Poor's Web site at www.standardandpoors.com. We are publishing this article to help market participants better understand our approach to reviewing insurance companies. This article partly amends and supersedes "Life Insurance Criteria: Management And Corporate Strategy," published April 21, 2004; "Health Insurance Criteria: Management And Corporate Strategy," published April 21, 2004; and "Property/Casualty Insurance Criteria: Management And Corporate Strategy," published April 22, 2004, on RatingsDirect at www.ratingsdirect.com and Standard & Poor's Web site at www.standardandpoors.com.

This article is part of a broad series of measures announced last year to enhance our governance, analytics, dissemination of information, and investor education initiatives. These initiatives are aimed at augmenting our independence, strengthening the rating process, and increasing our transparency to better serve the global markets.

Standard & Poor's Ratings Services considers management and corporate strategy a key element of the criteria that form the foundation of the financial strength rating process. An organization's strategy, operational effectiveness, and financial risk tolerance will shape its competitiveness in the marketplace and the strength of its financial profile.

It can be argued that the analysis of management and corporate strategy is the most subjective area of any rating methodology. Therefore, Standard & Poor's has developed a process that is applicable to all rated insurance and reinsurance companies. Although the element of subjectivity cannot be avoided entirely because of the qualitative nature of this variable, it is precisely the analysts' opinion of the human element that gives further valuable insights not provided by quantitative measures alone. This insight also distinguishes the process from a mere quantitative assessment that does not include meeting with the company's senior team members to ask them questions that can be extremely revealing and can add substantial depth to Standard & Poor's analysis and conclusions.

This area of inquiry consists of a review of:

- Strategic positioning.
- Operational effectiveness.
- Financial risk tolerance.
- Organization structure and management breadth of experience and how they fit the company's strategy.

When assessing the company's strategic positioning, it is important to establish what management's goals are and how its strategy was developed. The analyst will look to discern whether the goals and objectives are market share-oriented, financial, or traditional and whether they appear internally consistent. The analyst then projects what their implications are for the company's future.

To develop a formal and well-articulated strategy, a planning process is expected to be in place. Therefore, questions such as how strategic milestones are developed and updated, and how compensation systems are designed to support them are relevant. Standard & Poor's evaluates whether the strategy management has chosen is consistent with the organization's capabilities and whether it makes sense in its marketplace. Standard & Poor's also wants to know management's record of converting plans into action and if effective systems are in place to communicate plans to lower management and assess performance versus plans.

Operational effectiveness essentially involves assessing a company's ability to execute the chosen strategy. Standard & Poor's evaluates management's expertise in operating each line of business as well as in assessing the adequacy of audit and control systems. How have they performed compared with expectations? What type of internal audit controls does the company use? Is the corporation centralized or decentralized, and does this structure improve efficiencies? Does the company's organization fit with the strategy chosen?

Evaluating financial risk tolerance allows Standard & Poor's to understand management's views on financial goals, capital structure, financial and accounting conservatism, board oversight, and risk acceptance. What are management's specific financial goals? What are the amount and types of capital in the capital structure and the level of leverage employed? What are the quality and allocation of invested assets and measures of capital adequacy, such as risk-based capital? What are the reserving practices and use of reinsurance? How strong is the risk-management function? Does the company have predetermined limits for acceptable levels of risk? Are these guidelines detailed or general? Do they apply to many areas of the operation or just a few? Does the company generally operate aggressively or conservatively? Is the board of directors involved in the management of the company, or is it just a rubber stamp? Is the company run for management, the owners, the policyholders, or the agents? Responses to these questions are expected to reveal management's conservative or aggressive posture in managing the balance sheet and help form the basis of Standard & Poor's opinion.

Organizational structure and management breadth of experience should support the strategy to produce the desired results. Who are the senior managers? What are their functional backgrounds? How long has the team been together? Standard & Poor's typically asks an insurer to provide it with a managerial organization chart. Who reports to whom? Is the company organized:

- Functionally (marketing, underwriting, claims, actuarial, etc.)?
- By product (property/casualty: personal lines, commercial multiple peril, workers' compensation, commercial auto, etc.; health: HMO, PPO, traditional indemnity, ASO, dental, other specialty lines, etc.; life: whole life, term life, single-premium annuities, disability insurance, etc.)?
- By market (individual, small business, national accounts, etc.)?
- Geographically (the South, California, etc.)?
- By distribution channel (agents, brokers, direct marketing, etc.)?

This process allows Standard & Poor's to develop an organized review of each company's management and corporate strategy, which, in turn, helps provide the needed perspective as Standard & Poor's evaluates a company's business review and the more objective areas of operating performance and capitalization.

Analytic Guidelines for Evaluating Management and Corporate Strategy

In evaluating an insurer's management and corporate strategy, Standard & Poor's has a list of guidelines for the analyst (see table).

Insurance Company Scoring Guidelines: Management And Corporate Strategy		
Most Favorable	Favorable	Least Favorable
Operational		
Management has considerable expertise in operating lines of business company is engaged in and has demonstrated an ability to exercise strong control over its operations.	Management lacks expertise in operating some lines of business, but maintains good control over its business.	Management lacks ability to understand and control its business.
Audit and control systems are extensive.	Audit and control systems are average.	Audit and control systems are weak and/or are ignored.
Company has performed well against plan.	Company usually performs well against plan.	Company often misses plan.
Management has good depth and breadth.	Some holes exist in management depth or breadth.	Many holes exist in management depth or breadth.
Management has demonstrated a stable history of financial performance without interference of unusual items (i.e., few surprises).	Unusual items disrupt the balance sheet or income statement occasionally.	Unusual items commonly disrupt the balance sheet or income statement.
Organizational structure fits strategy.	Organizational structure does not fully foster strategy.	Organizational structure impedes implementation of strategy.
Financial		
Has set of financial standards in place.	Has set of financial standards in place.	Has no defined set of financial standards.
Has set of above-average standards for operational performance.	Standards for operational performance are similar to industry levels of performance.	Lacks standards for operational performance or has low standards.
Maintains very conservative operating performance.	Has no commitment to maintaining conservative operating and/or financial leverage.	Disregards any reasonable standards for operating and/or financial leverage.
Has conservative reserving practices and uses reinsurance judiciously.	Reserving practices are acceptable, and use of reinsurance is not aggressive.	Is aggressive in setting reserves and in its use of reinsurance.
Strategic		
Has a formal process for strategic analysis.	Strategic planning process is informal or lacks depth.	No strategic planning process exists, or plans are superficial.
Entire management team thinks strategically and has a record of converting plans into action.	Only some managers are capable of thinking strategically. Company is often unable to convert strategic decisions into positive action.	Most managers are not capable of thinking strategically. Company is often unable to convert strategic decisions into positive action.
Strategy chosen is consistent with the organization's capabilities and makes sense in its marketplace.	Strategy includes some contradictions with the organization's capabilities. Achievement of some objectives appears unlikely.	Strategic thinking includes many contradictions with the organization's capabilities, and many goals appear unattainable.
Has an effective system in place to communicate its plans to lower levels of management.	Communication of strategic decisions to lower levels of management is incomplete.	Little, if any, communication of strategic planning to lower levels of management exists.
Board is independent, highly qualified, and willing to exercise proactive judgment.	Board is independent.	Board is heavily populated with insiders.

Copyright © 2009, Standard & Poors, a division of The McGraw-Hill Companies, Inc. (S&P). S&P and/or its third party licensors have exclusive proprietary rights in the data or information provided herein. This data/information may only be used internally for business purposes and shall not be used for any unlawful or unauthorized purposes. Dissemination, distribution or reproduction of this data/information in any form is strictly prohibited except with the prior written permission of S&P. Because of the possibility of human or mechanical error by S&P, its affiliates or its third party licensors, S&P, its affiliates and its third party licensors do not guarantee the accuracy, adequacy, completeness or availability of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. S&P GIVES NO EXPRESS OR IMPLIED WARRANTIES, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE. In no event shall S&P, its affiliates and its third party licensors be liable for any direct, indirect, special or consequential damages in connection with subscribers or others use of the data/information contained herein. Access to the data or information contained herein is subject to termination in the event any agreement with a third-party of information or software is terminated.

Analytic services provided by Standard & Poor's Ratings Services (Ratings Services) are the result of separate activities designed to preserve the independence and objectivity of ratings opinions. The credit ratings and observations contained herein are solely statements of opinion and not statements of fact or recommendations to purchase, hold, or sell any securities or make any other investment decisions. Accordingly, any user of the information contained herein should not rely on any credit rating or other opinion contained herein in making any investment decision. Ratings are based on information received by Ratings Services. Other divisions of Standard & Poor's may have information that is not available to Ratings Services. Standard & Poor's has established policies and procedures to maintain the confidentiality of non-public information received during the ratings process.

Ratings Services receives compensation for its ratings. Such compensation is normally paid either by the issuers of such securities or third parties participating in marketing the securities. While Standard & Poor's reserves the right to disseminate the rating, it receives no payment for doing so, except for subscriptions to its publications. Additional information about our ratings fees is available at www.standardandpoors.com/usratingsfees.

Any Passwords/user IDs issued by S&P to users are single user-dedicated and may ONLY be used by the individual to whom they have been assigned. No sharing of passwords/user IDs and no simultaneous access via the same password/user ID is permitted. To reprint, translate, or use the data or information other than as provided herein, contact Client Services, 55 Water Street, New York, NY 10041; (1)212.438.7280 or by e-mail to: research_request@standardandpoors.com.