Teaching Case Study

The "Avery Hall Way"

Capitalizing on the Mutuality of Employee Ownership and Franchise-like Operations

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After more than 65 years in business, Avery Hall Insurance company enjoyed steady growth and profitability. The company was founded on principles that included service to customer and community, which was supported by its employee-owned structure. The company had historically grown both organically and through mergers or acquisitions on a planned two- or three-year schedule. This provided enough time to bring new offices into the dynamic operating program that spelled success for so many years. Coined the "Avery Hall Way," it was practiced throughout all locations and among all employees. Although another successful merger would be assured over time, the senior management team wondered whether the unique operating system might provide a means for more rapid growth without sacrificing profitability. And if this were an option, leadership would have to find a way to codify the tacit elements of the "Avery Hall Way" into a franchise-like operating plan that would have broad appeal to independent insurance companies interested in joining the growing organization.

Company Background

As an independent insurance agency, Avery Hall served as a broker, or intermediary between insurance carriers (providers) and their clients. A hallmark of Avery's success was finding the best solution for each customer from among a significant portfolio of insurance options. Avery sold and serviced both commercial and individual

insurance policies, primarily in secondary markets in the mid-Atlantic region. The smaller markets provided an opportunity to become a provider to any business or resident in the community, letting the company and its employees to leverage the longstanding history of service.

In 1925, Avery Hall founded Avery Hall Insurance Agency in Salisbury, Maryland which is located on Maryland's Eastern Shore. At that time, it was remote. Not until 1952 with the opening of the Chesapeake Bay Bridge was it connected by road to major mid-Atlantic markets such as Washington, and Baltimore. Mr. Hall engaged in numerous community organizations, such as the region's largest hospital, county welfare and children's groups, and other institutions for whom he held leadership positions. He was well-regarded for his philanthropic activities, and when Mr. Hall died in 1990, The Baltimore Sun's obituary referred to him as an "Eastern Shore civic leader", and the agency he founded continues his legacy to this day.

Employee-Ownership

Avery Hall founded an Employee Stock Ownership Plan (ESOP) in 1988 to ensure the continuation of the organization and its culture. At that time there were five owners who were all of retirement age and no one in the Hall family wanted to be involved in the business. Collectively, the owners felt that an ESOP was the best way to keep the agency intact with its guiding principles and strong sense of service "...it was their way of continuing Avery Hall with the people who had built the company and got it to where it

was," commented one of the leadership team members. The ESOP was instrumental in providing a vehicle for long-term wealth among employees while laying the foundation for an employee-ownership mindset that worked synergistically with commitment to customers.

In the early days of the ESOP, few employees understood the long-term value of employee ownership. The leadership team attended trade conferences and educational events to understand how to cultivate the unique employee-owner mindset. First came information sharing, a common strategy among new ESOPs. There were stockholders' meetings at which all employees gained an understanding of the value of the ESOP and how their personal net worth was impacted by positive trends in revenue and profits. Second, they also created a five-member non-management ESOP Committee whose primary duty was to help the employees better understand the value of the ESOP.

By 2014, Avery Hall was 100% employee owned, and while only employer contributions go to the ESOP, these have been considerable, averaging around 15-20% of annual salary (see Exhibit 1 for general information about ESOPs). It took an employee five years to become vested in the ESOP. Between 2015 and 2020, the total value of the ESOP trust grew 58%, and the average value of the individual ESOP account grew 24%. In the same period, the S & P Insurance Performance Stock Index grew 48% (See Exhibit 2). The gap between the growth of the total value of the ESOP trust and the growth of the average value of an individual's ESOP account was impacted by several factors including

the addition of new employees who, once vested were included in the calculation of the individual's ESOP account. Due to the growth of employees occurred primarily in the final two years on the chart the growth in the average individual account was flatten. The chart underreports the growth in the average account for long-term employees and overreports the growth for short-term employees because long-term employees' compensation tended to be higher than for short-term employees and the annual contribution to individual ESOP accounts was a fixed percentage of compensation. The health of the firm was considered quite good because of the steady growth and high growth of the total value of the ESOP trust from 2015 to 2020. It was also less volatile than for than the value of Avery Hall's 401K account for the four years for which data was available.

The ESOP committee continued to educate employees on the benefits of profit-sharing which started with the onboarding process and continued through the years as employees became vested in the plan. The company's open-door empowerment culture was also an ideal fit to expose employees to the benefits of selling insurance as an employee-owner in a community setting. While some new employees considered it a retirement plan, others began to take responsibility for contributing to the profitability of the company. Explaining how the benefit tied to the employee's work was an equally important undertaking for the ESOP Committee. One leadership member stated that, when they hired someone new, the management team would say: "At the end of the day,

you really are helping yourself. So, it's important that you do your best to try to help each customer, because when you do, you are putting money in your own pocket." ESOP contributions were based on company performance, and were tax free, so the firm saw significant increases in the ESOPs value over the years.

As employees developed an interest in the agency's operations, the annual stock evaluation became an important event because each employee had a new net worth. One employee stated, "I like that it's an employee-owned company. I like that if we put forth the hard work, we reap the reward of those efforts." They also understood how longevity with the company paid large dividends over time.

A Culture of Empowerment and Teamwork

Avery Hall created a close-knit organization that was as much involved with one another as it was with the community it served. It was a very caring and supportive environment that fostered the co-owner mentality among employees at all levels. Angie, a new employee, recalled that, when she started working at Avery Hall, "One at a time, it seemed like everyone just welcomed me with open arms, and I think of us as a big family now." And while having a family-like environment might be easier in small agencies, Avery Hall worked to maintain this atmosphere as they grew. As Judy Esham, Senior Vice President, and Chief Underwriting Officer for the Commercial Lines Department, stated, "Some large places don't care about employees. It's all about the numbers – and

we're not that way." Leadership demonstrated this in multiple ways including ensuring a sensible life-work balance that some employees attributed to their high performance.

Avery Hall's leadership created an empowerment mentality that touched all levels of the firm and became part of the "Avery Hall Way." Employees were valued, respected, and appreciated by one another. One employee explained that it felt like "The president down to your commercial and personal line managers and everyone on staff were all servicing our clients. The philosophy was that if you're going to be a good manager, you need to let your peers and the folks under you see you working alongside of them. So that's the model that we see here. Our management team works with our employees. It's not a dictation of what you should and should not be doing but how we can do things together. And so, our management team, including the president, would come and sit at my desk with me, probably once a week and ask if there was anything on my desk that they could help with. He (the president) would ask if I had questions or if there was an account, he wanted me to visit with him. He made me feel more comfortable and confident. It was truly a team environment from the top down."

Teams worked well with the ESOP because everyone worked towards a common goal and pitched in to help where needed. This team structure was instrumental in driving growth and increased profits. The CFO continually reinforced this saying "One thing I keep stressing to everybody is you never say, 'That's not my job,' because it's everybody's job. If anyone does not get the job done, it reflects on the commitment of the

entire agency and affects our reputation. So yes, there is cooperation and people pitch in." Many people wore different hats in the organization and cross training was evident. The employees were not only encouraged to work as a team, but they were given the freedom and flexibility to do so. The leaders at Avery Hall empowered employees to make decisions and manage their time as each saw fit. As one member of the leadership team said, "We are entrusting that our co-workers are going to do a great job because they want the agency to be successful. It's very empowering, I think."

Avery Hall's training and mentoring program helped to perpetuate the culture. As one employee explained: "I am a person who trains other employees, and I mentor them. I think that draws us closer because we are attached at the hip, you might say. We are training others to do things the 'Avery Hall Way' so we can carry on the legacy. We have a good name in this town, and we serve the community well. I am teaching those younger folks who are interested in insurance, to emulate this commitment." This empowering and independent mindset worked well for the firm, and most employees flourished in this type of environment. In the past, employees specialized in either personal or commercial insurance, but that was no longer the case. Not only were employees willing to help one another out in the business, but they were also capable of doing so.

As a result, Avery Hall employees became highly credentialed, well-rounded individuals who contributed to the organization in all areas. For instance, if there was a natural catastrophe such as a hurricane, the account managers and executives were able to

help the claims department. Because the managers were experienced, they could back up account representatives, so that clients were not just relegated to leaving a voice mail if someone were not available at the time. It was felt that this approach had long-term benefits by building strong customer relations. Teamwork also occurred when an individual was just having trouble with something. Others would pitch in and help. In addition to creating goodwill among customers, such efforts were seen internally as building team spirit and providing on-the-spot informal training. A cornerstone of the team mentality and cross training was a commitment from the highest levels of the agency. Leadership also maintained an open-door, cooperative environment. As one member of the leadership team explained,

"We're hiring adults, we expect them to do the job. And if there's a problem then just come tell us. It's a very open-door environment. Nobody's going to yell or scream at you if you make a mistake. We realize everybody's human, and we like to know if there is a problem up front. If you know something's wrong, we'd rather you just come tell us instead of wait until it blows up."

There was no defined team structure throughout the organization and teams were formed on an ad-hoc basis. There was also no formal understanding of what knowledge was required to be passed along in mentoring and team situations. The tacit transfer of knowledge was organic, and the custom of sharing information was a result of the culture.

Management also tried to facilitate a fun operating environment. At times, as with many jobs, parts of the work itself could be demanding and sometimes tedious.

Management believed that an enjoyable and exciting work environment could help offset

the stressors. Thus, an employee-driven "Fun Committee" was created. Once a month, it decided on an entertaining activity in which all employees could participate. For example, it might be a dress up day, bring your best dessert day, or an office decorating contest. Some were individual, and some were team activities. Some of the fun competitions offered prizes such as gift cards or extra time off. In addition to Fun Committee activities, there were luncheons, cookouts, departmental dinners, and other activities. This 'fun' mentality was part of the "Avery Hall Way" and extended to the communities in which the agency operated.

Avery Hall's culture remained extremely community minded even as the area grew. The agency, like its founder, had a reputation for being actively involved in various activities, and employees were excited about this aspect of the culture. Management strongly encouraged employees to participate in supporting local first responders, the Alzheimer's Association, United Way, Relay for Life, the Soroptimist Organization, a Chamber of Commerce, Junior Achievement, and Rotary, among others. The organization also supported local charities financially. For instance, Avery Hall had a referral program called "Avery Hall Cares." A Non-profit was chosen for a given quarter, and when the company received referrals, Avery Hall donated to that organization, as well as providing a gift certificate to the individual who gave the referral. Avery Hall was also generous and flexible with its employees' time allowing each person to become

involved in helping in the community. This civic orientation was a long-standing tradition in the firm, and it had benefited the company's bottom line.

Human Resources Management

The Avery Hall way of doing business resulted in significant client referrals. And the agency also relied on referrals to attract talent. Posts on the company bulletin board were the primary method of recruiting. One executive commented "Avery Hall's been around so long that if you move to a town in which we are located and you have a background in insurance, somebody's going to tell you to send a resume to us. We also put it on the website so that people can go out there and apply." Another explained, "We have experienced agents from other companies that send us resumes and indicate that they want to work for us." One employee recounted how she knew people that had a good experience with Avery Hall and led to applied for an entry level position. Becoming an insurance agent requires training and experience, so recruiting the right people was a primary focus.

The selection process included review, reference checks, and often two rounds of interviews. During this process, the firm worked diligently to find a fit among the interviewee, the position, and the organization. Additionally, for some jobs, a series of questions had been developed to check some basic insurance coverage knowledge. If a job offer was extended and accepted, there was a 90-day probationary period. Once past probation, the new hire was retained on salary for an additional 21 months. This gave the

new hire time to develop appropriate skills and demonstrate that they could sell insurance.

Insurance was a commission-based business, both in terms of company profits, and for most individuals in the firm. Avery Hall's starting base pay, lower than some in the industry due to extraordinary benefits, was designed to allow employees time to grow into the more profitable commission-based positions. Producers would start on a salary that became a draw after two years, then they were put on a straight commission. This transition time to full commission was longer than most independent insurance companies. As one executive commented "In the first two years we take a loss on our recruits, but they have peace of mind while they learn the business. We think two years is fair to everyone." One employee noted that, once they were established, the producers tended to make very good money, especially for a regional market. In recent years, new hires were less likely to be content with a lower base salary and a two-year development program even though the long-term upside was significantly higher due in part, to the ESOP. It took time for employees to realize the value of the ESOP but once they became vested, it was a powerful piece of the mix which contributed to overall Avery Hall profitability. And while starting salaries may have been lower than the competition, the agency provided unparalleled benefits for a company of its kind. This included health, dental and vision insurance, long and short-term disability, a 401k, and the ESOP.

Selling insurance as an independent company, rather than a carrier agent, required employee training in many different lines of insurance. In contrast, agencies in large markets were able to specialize in one type of insurance reducing the learning curve for revenue-producing executives. To offer the best coverage at the best price, agents needed to understand the entire portfolio of carrier products. There were three primary means of training for Avery Hall employees which included general certifications (listed in Exhibit 3), mentoring/on-the-job development, and training from the insurance carriers. Most insurance licenses and certifications as well as renewals and continuing education credits were paid for by Avery Hall, and the employees were often given paid time off for necessary classes.

There were workflows and manuals for positions that referred to the "Avery Hall Way" including much of the protocol for superior customer service. But these manuals did not capture the true value of the culture and team environment. Many of the operating methods that led to significant goodwill among customers were passed along in tacit knowledge transfer. This made on-the-job training and mentoring an essential part of employee development, and sometimes lasted years. A new candidate might start with mentorship in personal insurance lines then move into the more complex and lucrative commercial offerings. Once employees were invested in the "Avery Hall Way" and understood the value of employee-ownership, turnover was very low. The challenge to recruitment and retention was attracting younger members of the workforce that tended to

be more transient in their careers and especially within a few years of entering the workforce.

Operations

Operations at Avery Hall consisted of two primary activities. One was to sell and service insurance policies. The other was to maintain relationships with the insurance carriers. Avery Hall served as the agents of these carriers. Avery Hall serviced many kinds of contracts, and most of the employees could manage a variety of different types of policies. For example, on the commercial lines side, an employee would write a personal representative bond (meant to protect an estate's beneficiaries) for as little as \$100, or they might draw up worker's compensation policy for over \$1,000,000. Avery Hall managed everything from insuring small, home-based businesses to malpractice insurance for the emergency room doctors at the regional hospital. In the personal lines business Avery Hall oversaw a variety of policies such as insurance for classic cars, jewelry, and events (such as weddings). These were just a few of the types of personal policies the firm offered. "Big and small, Avery Hall does it all" was a common mantra among employees and customers. While its client base was regional in nature, they insured properties and operations in neighboring states. Avery Hall could, and did handle some international coverage as well. One benefit to being so diversified was that it provided continuity in business operations. If one type of insurance coverage saw a decline, another line would make up the loss in revenue.

Operating procedures at Avery Hall were highly codified and manuals included references to the "Avery Hall Way." Because most positions included both sales and service, each person needed to have the knowledge, skills, and abilities to offer full service to every customer in their line of business. The jobs that employees performed included: interfacing with customers to determine their needs, finding the best coverage from the partner carriers, writing certificates of insurance, processing payments, and managing claims. In another departure from industry norms, once a policy was sold the account executive maintained the account for servicing. The account executives were assisted by account managers, who were usually assigned based on their knowledge of the type of policy being considered. Other companies passed off the account once it was established, but Avery Hall felt that keeping the account with the same person added to the customer relationship, which was key to retaining an account.

Although the firm was founded on empowerment and autonomy for its employees there were specific workflows everyone followed. These were well-organized aspects of the "Avery Hall Way," and it helped foster the team environment because everyone could tell where things were in the process. If someone were out of the office, anyone could serve the client. Avery Hall's team approach, and the "Avery Hall Way" also helped to keep its operations efficient and effective. The protocol included establishing customer service practices such as clearly explaining coverage to customers, and always calling a

client back on the same day. These and other procedures proved to be an effective method of retaining clients, and they became a source of competitive advantage.

On average, Avery Hall had about 20 carriers as partners, and they were always keeping an eye out for other carriers that might be a good fit. As one member of the leadership team put it, "The worst thing to say to a carrier is, 'We don't have a market for that.' Then you lose everything." Some of these partners include Progressive, Mutual of Omaha, Liberty Mutual, and Aetna. Avery Hall employees were active with its partners and sat on committees alongside their insurance companies. A hallmark of Avery Hall operations was honesty and openness with carriers. Employees operated in a partner-like system with carriers, in turn were treated well by them. Avery Hall invited marketing representatives from carrier firms to come in and go over products and discuss underwriting which created a face-to-face connection. The carriers also offered webinars and information that Avery Hall employees could access online.

Honesty and integrity in customer dealings was also a hallmark of the "Avery Hall Way." The following story was told by a member of the leadership team, and it illustrated the operating integrity of the organization: "Last week, a property manager sent over an insurance quote from another agency asking for a competitive bid. We looked at it and told the prospective customer that they already had the best coverage at the best price. We told them to pay the bill and pay it on time because they need to stay there." Doing what is best for the customer is a company policy, and it pays dividends in our reputation.

Avery agents are prohibited from selling anything that is not right for the customer just to book business. An employee explained: "I'm not going to try to sell somebody something that is not what they need. If the person already has a good product and they're paying a decent price for it, then that's fine. They need to stay there. I'm not going to do anyone a disservice just to write an account."

In addition to the human side of operations, Avery Hall had a sophisticated information technology infrastructure. There were two major systems, an agency management system and a document management system and new systems were always a factor. Avery kept up to date with technology, but at a significant expense and one that required continued growth to justify continuous upgrades. To maximize the value, Avery Hall provided ample training to employees through the on-sight IT coordinator and the IT vendor that visited the firm on a weekly basis.

Marketing - the "Avery Hall Way"

The bulk of new business at Avery Hall came through referrals. One executive estimated that about 90% of new commercial business was obtained this way. Referrals would come from current customers to new customers, and current clients tended to consolidate their insurance needs to Avery Hall over time. For instance, a property manager might have some policies with Avery Hall, liked the service, and would switch other policies over when they became due. Other agencies, specifically, non-independent agencies, which could not offer certain types of coverage would often refer business to

Avery Hall. An employee explained: "When a new business owner calls State Farm, they might say: 'I am so sorry. We don't do that. Call Avery Hall.' It happens all the time. We have a lot of State Farm agents who refer people here." It was also common for business owners and managers to self-refer to the personal lines. Business owners knew what a good job Avery Hall did with their business, so they asked if Avery Hall could handle personal insurance as well. And of course, individuals with personal insurance would purchase business coverage.

A significant portion of the marketing budget was reserved for community events. The agency operationalized it's 'commitment to community' by providing paid time off for employees to volunteer for causes that helped the local community. Because all the employees were owners of the company, this became an important factor in the public's recognition of the Agency. Avery Halls standing in the community provided goodwill beyond any value that could be purchased through advertising or marketing.

The service work of individual employees also served as potential networking opportunities. Often, it was a long time before these relationships led to a sale. One employee explained how she was from a small town and performed community work with businesses because she loved her town. She did not expect to generate sales. She did, however, understand that someone, sometime down the road, might need insurance and would reach out to her. Also, from a sales standpoint, some people just were born salespeople, while others worked harder at it, and the networking opportunities helped

boost these sales. The salespeople at Avery Hall were well informed, experienced individuals and the public was uniquely aware of this fact as evidenced by referrals.

Avery Hall was also active on social media and shared (with permission) information about the employees. They not only posted information such as certifications, but also about the employees' personal interests. The latter was to help customers learn about the employees with whom they interfaced. Additionally, they posted a considerable amount of educational material such as hurricane or flood preparedness. Avery Hall viewed the firm's use of social media as generally positive, but it diluted the personal experience and created a need to monitor for 'trolls' and negativity. There were no solid policies that governed the use of social media, but leadership envisioned it to be an extension of its culture and testament to its commitment to customers. Many employees used social media for sales, gaining direct referrals through interactions with people on Facebook. Although there were numerous examples of businesses damaged by social media, Avery Hall's Chief Operating Officer felt that employees were very conscious of what they posted on social media and how it reflected on the company.

Avery Hall used print, TV, radio, and giveaways for advertising. And the firm was becoming more aggressive with other types of marketing. It used Google Analytics to measure its advertising, and results suggested that it was paying off. Avery Hall conducted monthly marketing campaigns which focused on one narrow line of business

and was extended to social media. The firm also used Google AdWords and display advertising. Avery Hall sent electronic newsletters every other month to current clients using the theme for the month. Avery Hall was also working hard to maintain advertising partnerships with its carriers who would often pay up to half of the cost of a campaign. The company engaged in internal marketing as well. There was an employee newsletter every other month which alternated with the customer newsletter. This allowed everyone to know what was happening in and across all the Avery Hall offices.

A Path to Continued Growth and Profitability

Although Avery Hall enjoyed considerable growth and profitability for a company of its kind, it became an increasing challenge to maintain the "Avery Hall Way" throughout its various offices and among new employees. While some of the policies and procedures that made Avery Hall so successful could be trained in a relatively brief period of time, shifting the culture and mindset to the "Avery Hall Way" could take years. Codifying these attributes, in the form of a franchise-like operating plan, might show acquisition prospects the value of joining the growing organization. It would also help bring new employees up to speed faster and more efficiently. And with several key members of the leadership team nearing retirement, finding ways to share knowledge in a more concrete manner would ensure the continued longevity of the company.

The ownership mentality, supported by the ESOP, was a valuable tool for sustaining the unique culture of engagement, but traditional mentoring and personal

communication was not an efficient strategy for long term growth. And with a new workforce entering the insurance industry, showing a path to future success as evidenced by the past could be just the foundation Avery Hall needed to move forward with lower turnover and higher employee productivity. Whether through organic growth or by mergers and acquisitions, a solid operating plan could speed up the process. The leadership team held a meeting to discuss options for leveraging the key attributes of Avery Hall that had made it so successful over the years. The team needed a "blueprint" for operations and a means to disseminate it among offices in various locations and among all employees. Key deliverables for the program included:

- 1. Codify the tacit aspects of the "Avery Hall Way" into a structured operating plan.
- 2. Define and develop the content of the newly expanded "Avery Hall Way" operating plan.
- 3. Explain the method of implementation to existing employees and offices.
- 4. Form a strategy for using the new operating plan to attract entry-level and mid-level talent.
- 5. Produce a pitch for prospective acquisitions that incorporates the new "Avery Hall Way" operating program.

Exhibit 1

Employee Stock Ownership Plans

Employee Stock Ownership Plans (ESOPs) were created in 1974 as part of the Employee Retirement Income Security Act (ERISA). It was a way to expand the options for employees to have the company set aside stock to provide income to employees upon retirement.

According to the law ESOP participants may vote their allocated shares on major issues affecting the plan.

To establish an ESOP, the firm establishes a trust and makes tax deductible contributions to it on behalf of the employees. Like other tax-qualified, deferred compensation plans, ESOPs must not discriminate in favor of highly compensated employees, officers, or owners. When employees leave the company, they receive their vested ESOP shares, which the firm or ESOP trust buys back at an appraised fair market value.

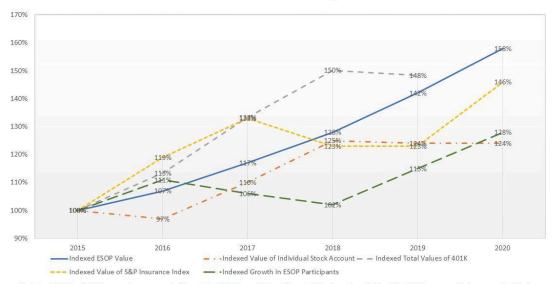
Two characteristics that make it appealing to firms and participants is that the plans are protected and regulated by federal law and contributions to the plans are tax deductible for firms. Most ESOP firms also offer 401K plans to their employees to help diversify their retirement options although this is not a requirement.

Today the ESOP Association provides a forum for participating firms and plan participants to learn more about ESOPs and to lobby on their behalf at the local and national level. The association holds annual conferences as well as regional workshops to enhance the understanding and the use of ESOPs.

Sources: Freeman, S. N., and Knoll. *S Corp ESOP Legislation Benefits and Costs*. Organizational Dynamics Working Paper. Philadelphia, PA: University of Pennsylvania Libraries Scholarly Commons., 2008. Pinheiro, B., and A. Kim. *Employee Stock Ownership Plan (ESOP) Answer Book*. 4th ed. New York: Aspen, 2013. The ESOP Association. https://www.esopassociation.org/. Retrieved 3/2/2020.

Exhibit 2

Indexed Comparisons of Total Value of ESOP Trust, Average Value of Individual Stock Account, Total Value of 401K Assets, S & P Insurance Performance Stock Index and Growth of ESOP Participants



Data for ESOP and 401K accounts were compiled from Form 5500 Annual Return/Report of Employee Benefit Plan. The S&P Insurance Performance Stock Index data was extracted from https://www.spglobal.com/spdji/en/indices/equity/sp-insurance-select-industry-index/#overview, accessed: September 13, 2022/.

Exhibit 3 Examples of Insurance Certifications and Licenses

Accredited Advisor in Insurance
Accredited Customer Service Representative
Certification in Long-Term Care
Certified Insurance Counselor
Certified Insurance Service Representative
Certified Risk Manage
Certified Senior Advisor
Chartered Financial Consultant
Chartered Life Underwriter
Chartered Property Casualty Underwriter
Commercial Lines Coverage Specialist
Registered Health Underwriter