

Corporate Governance and Resilience to Financial Crisis

Swiss Insurance Companies in the Interwar Period

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1 Introduction

Financial side of insurance business
Since the beginning of the 20th century, net income on capital assets of the major European insurance companies has exceeded business-operating profit. Therefore, managing the financial assets became one of the most important business activities. This required a fundamental transformation of management, corporate governance and models of how the business and the economic at large worked. Yet, academic research only recently started to focus on the financial side of insurance business and the role of insurance companies as institutional investors.

Resilience to financial crisis
The recent financial crisis (2007-09) sparked a renewed interest in the micro perspective of financial markets. This PhD-project analyzes how corporate governance, financial policy and resilience to financial crisis interacted with each other. Accordingly, the interwar period represents an ideal framework to examine insurance companies' strategies, processes and techniques to reduce vulnerability to financial crisis.

2 Method and Data

75,000. — 31% Dupont Light Co., Pennsylvania, 1 st Mige. 1905	100 *	75,000. —	108.25	81,187.50
50,000. — 31% Edison Electric Illum. Co. of Boston 1 st Mige. stock fund A 1905	100 *	50,000. —	107.75	53,875. —
25,000. — 31% Illinois Bell Telephone Co. 1 st and ref. Mige. B 1910	100 *	25,000. —	108.125	27,031.25
25,000. — 41% International Telephone and Telegraph Corp. 1912	50 *	11,500. —	56. —	12,880. —
80,000. — 5% International Telephone and Telegraph Corp. 1912	60 *	48,000. —	61. —	49,800. —
25,000. — 31% New York Edison Co. Inc. 1 st 1 st and ref. Mige. D 1905	100 *	25,000. —	105. —	25,750. —
25,000. — 31% New York and Queens Electric Light and Power Co. 1 st and cons. Mige. 1905	100 *	25,000. —	107.25	26,812.50
25,000. — 5% People's Gas Light and Coke Co. of Chicago ref. Mige. 1917	100 *	25,000. —	109.375	27,343.75
25,000. — 31% Public Service of New Hampshire D 1900	100 *	25,000. —	105. —	26,250. —
25,000. — 31% Southwestern Bell. Teleph. Co. 1 st and ref. Mige. B 1914	100 *	25,000. —	108.75	27,187.50
25,000. — 4% Virginia Electric and Power Co. 1 st and ref. Mige. A 1905	100 *	25,000. —	109.25	27,312.50
15,000. — 31% West Penn Power Co. 1 st Mige. J 1908	100 *	15,000. —	107.50	16,125. —
15,000. — 150 shares American Telephone & Telegraph Co., eqg. stock	140 *	21,000. —	144. —	21,600. —
17,500. — 175 * Atchison, Topeka and Santa Fe Ry. Co. com. stock	35 *	4,125. —	35.75	6,256.25
8,500. — 170 * Pennsylvania R. R. Co., com. stock	20 *	3,400. —	20.875	3,548.75
267 267 * Amer. Gas & Electric Co., com. stock	25 *	6,675. —	26.50	7,075.50
20,000. — 200 * Duquesne Light Co. 5% consol. 1 st pref. stock	100 *	20,000. —	111.75	22,350. —
20,000. — 300 * North American Co. com. stock	18 *	5,400. —	19.375	5,812.50
20,000. — 800 * Southern California Edison Co. 6% pref. stock B	20 *	16,000. —	21.75	17,400. —

Fig. 1. Reporting every single financial asset to the regulation authority, Federal Archives of Switzerland

Financial resilience

The database entails over 30'000 previously undisclosed records; the data contain every single financial asset of three major European non-life insurance companies of Swiss origin, annually from 1910-1940. Key data from annual reports, internal reviews, board minutes, further internal decision-making bodies, technical business, stock and bond markets, and regulation authorities, is being collected from various archives.

Corporate Governance

Qualitative evaluation of stakeholders: management, employees, shareholders, regulation authorities and the public. Network analysis of management and directorate inter-linkages shows inclusion in Swiss corporate governance system and respective recruitment and financial policy.

3 Results

First results are available for Zurich Insurance Company. Key features are:

1. Massive financial reserves

At the end of the 19th century, financial reserves did not reach the yearly gross premium income. In 1940 it accounted 240 % of net premium income. The company was famous for its inner financial strength. Augmented financial reserves became a significant part of their corporate strategy and identity. This narrative became the dominant self-explanatory model for the company's success-story in the interwar period.

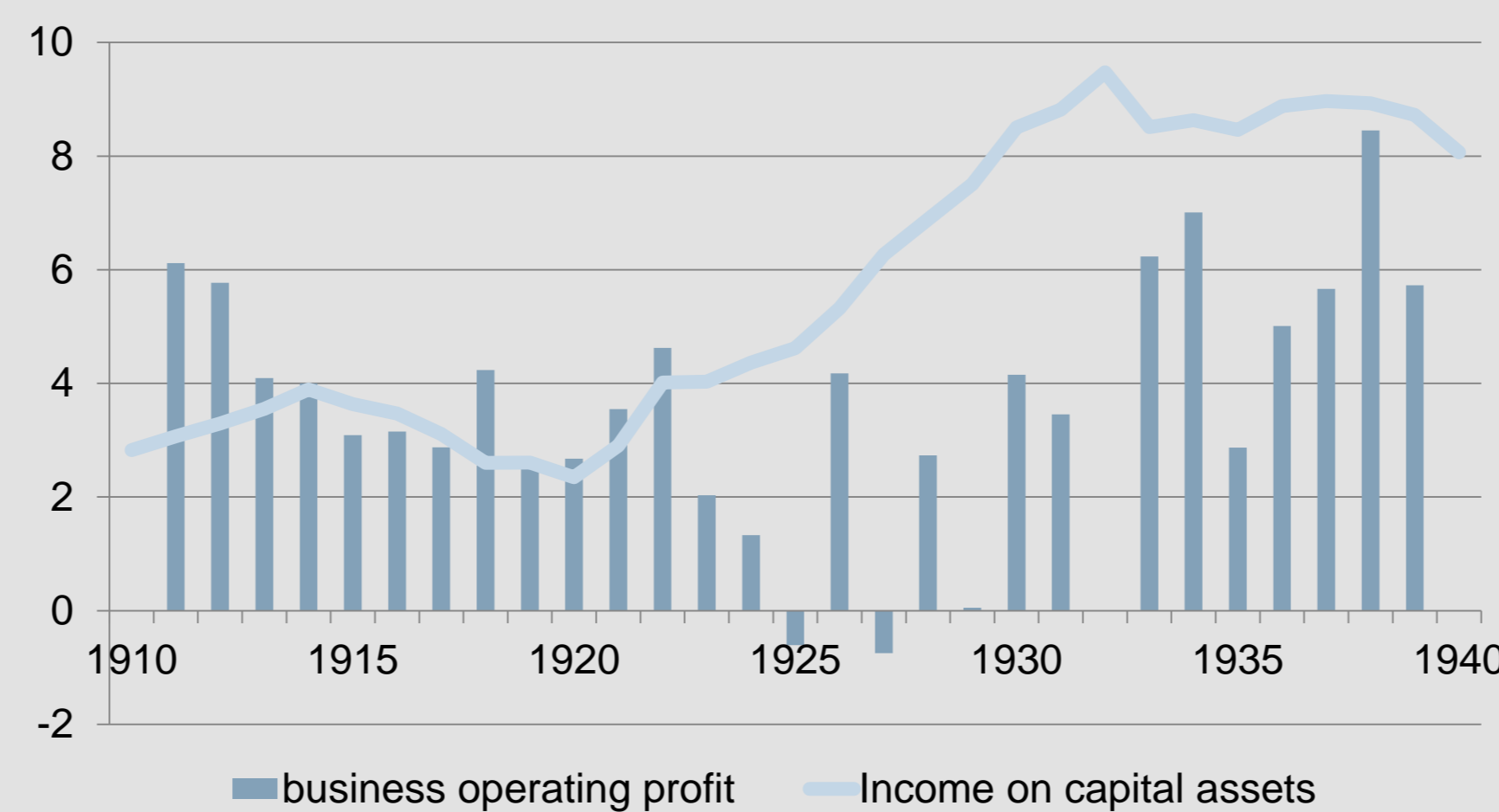


Fig. 2. Annual business profit and income on capital assets of Zurich Insurance Company 1910-1940 (in Mio. Swiss Francs, 1914=100)

2. Hidden reserves

Financial transparency in accounting was low. As a key feature of the Swiss corporate governance system, enormous hidden reserves existed on financial assets. Although they were not publicly declared, the public knew about the widespread existence of hidden reserves in large Swiss companies. As a model for proto anti-cyclical behavior they were promoted by state authorities. Furthermore they were used for stable dividend policy.

3. Conservative asset management

Management of financial assets was located in the highest body (the board of directors). Favorable assets were fixed-interest securities (e.g. bonds), issued or guaranteed by the state. Besides state bonds, railway companies, public utilities provider, power plants and light and telephone companies were considered favorable

issuers. Conservative accounting evaluation diminished risks from devaluation and depreciation. Furthermore, financial risk was reduced through balanced currency sheets. Safe havens like the U.S. and Swiss financial markets played a crucial role in the interwar period.

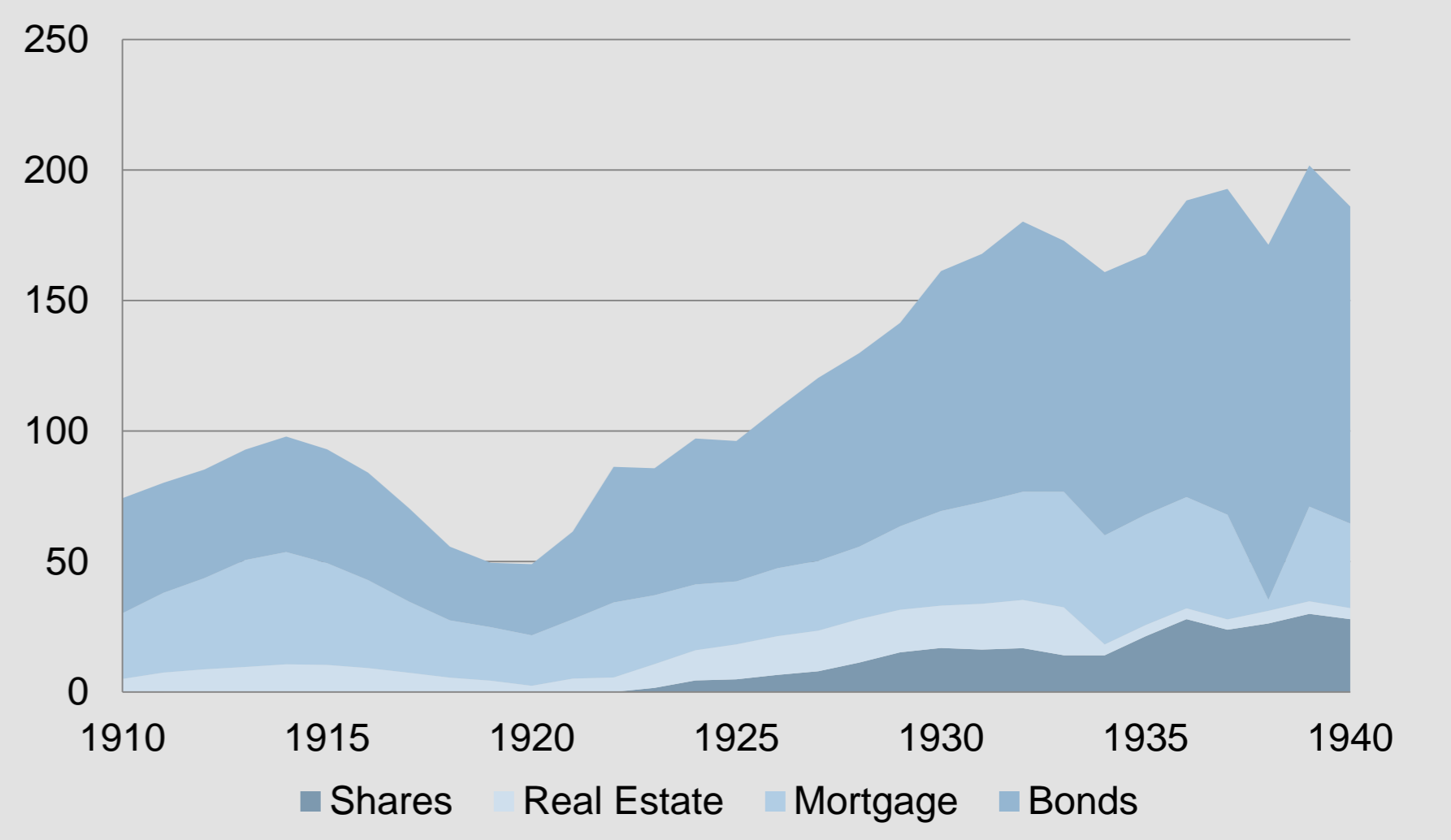


Fig. 3. Composition of portefeuille (in Mio. Swiss Francs, 1914=100)

4. Insider-related corporate governance

System of selective protectionism (registered share, restricted transferability) gave control mechanism to management. Shareholders consisted mostly of founding-families of the Swiss business elite. They abstained from full shareholder value, received a stable dividend, followed a long-term investment strategy, were profiting from various capital increases paid for by hidden reserves, had a close personal relation and shared the same mentality. Additionally to sustain the insider-related corporate governance system for more than 40 years, the insurance company had a very insider-related recruitment policy.

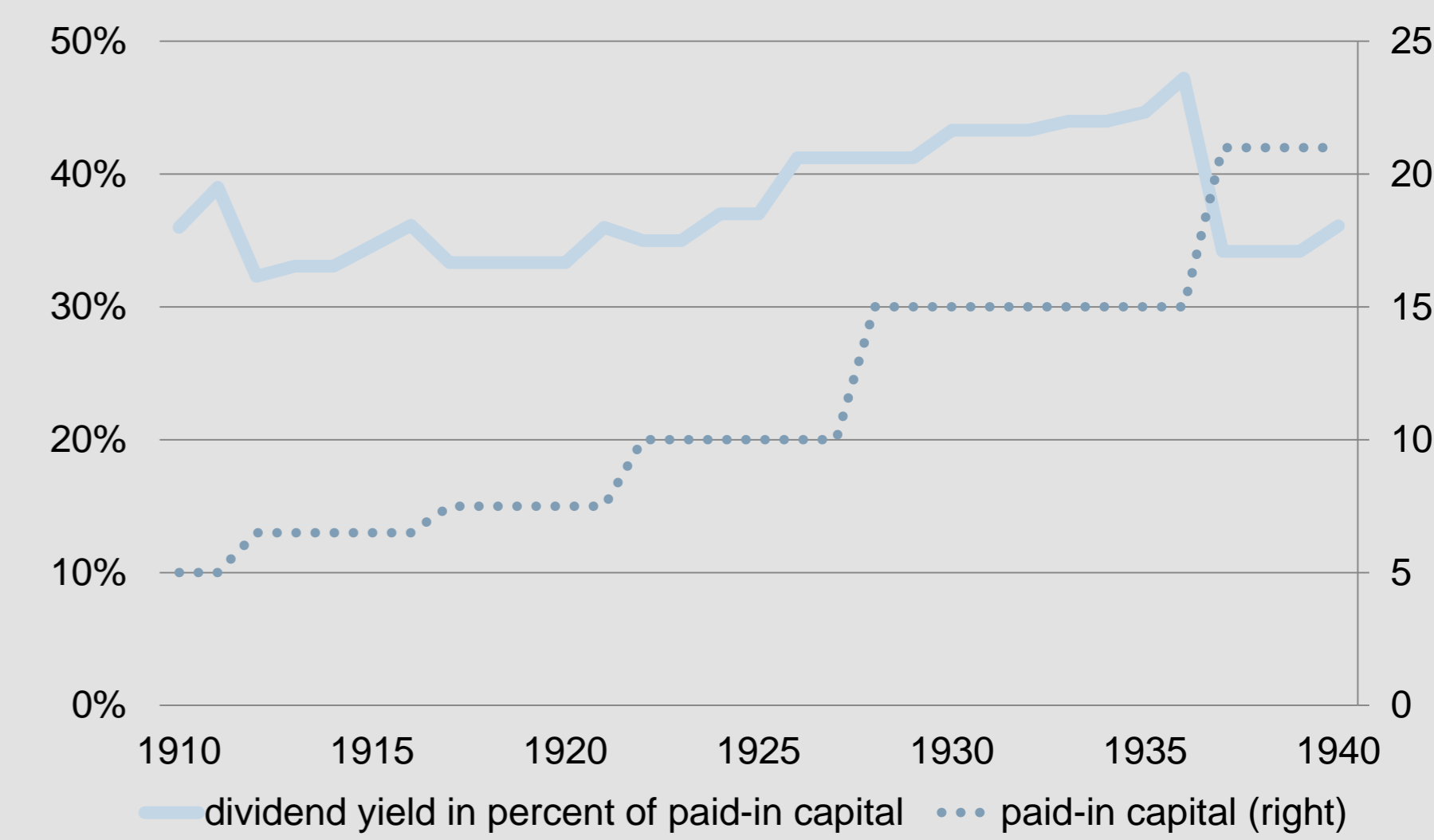


Fig. 4. Dividend yield in percent of paid-in capital (left) and paid-in capital (right) (in Mio. Swiss Francs)

4 Next steps

- To compare results with other major Swiss insurance companies that took advantage of booming stock markets in the 1920s and nearly went bankrupt.
- To identify deeper reasons for differing financial policy across the companies.
- To include in the analysis of corporate governance culture, collective knowledge, biographies, implicit procedures and informal power relations.

5 References

BORSCHIED, P. and HAUETER, N. V. (2012), *World insurance: The evolution of a global risk network*. Oxford: Oxford University Press.
BORSCHIED, P., JAMES, H., GUGERLI, D. and STRAUMANN, T. (2013), *The value of risk: Swiss Re and the history of reinsurance*. Oxford: Oxford University Press.
BORSCHIED, P. and PEARSON, R. (2007), *Internationalisation and globalisation of the insurance industry in the 19th and 20th centuries*. Marburg [u.a.].
DAVID, T., LÜPOLD, M., MACH, A. and SCHNYDER, G. (2015), *De la "Forteresse des Alpes" à valeur actionnaire: histoire de la gouvernance d'entreprise suisse (1880-2010)*. *Terrains des sciences sociales*. Zurich: Seismo.
DAVID, T. and MACH, A. (2012), *Corporate Governance*. In P. Habetsen, M. Müller and B. Veyssat (eds.), *Wirtschaftsgeschichte der Schweiz im 20. Jahrhundert*. Basel: Schwabe, pp. 131-47.
FOLINI, E. (2000), *Die "Zürcher" Versicherungsgesellschaft in der Zwischenkriegszeit 1919-1939: Eine Studie zu Organisation und Wachstum von Unternehmen*. Lic. phil. I Univ. Zürich, 2000. - Ref.: Margrit Müller. Zürich.

INCLIN, T. (2008), *Die "Zürcher" Versicherungsgesellschaft: 1907-1925*. In R. Rosenthal and T. Straumann (eds.), *Der vergessene Wirtschaftsheld: Schweizer Unternehmer im Ersten Weltkrieg*. Zürich: Chronos, pp. 465-92.
LÜPOLD, M. (2008), *Der Ausbau der "Festung Schweiz": Aktienrecht und Corporate Governance in der Schweiz, 1881-1961*. Diss. Univ. Zürich, 2008.
PEARSON, R. (ed.) (2010), *The development of international insurance. Financial history series*, vol. 15. London: Pickering & Chatto.
SCHNYDER, G., LÜPOLD, M., MACH, A. and DAVID, T. (2005), *The rise and decline of the Swiss company network during the 20th century*. *Travaux de sciences politiques*. Nouvelle série, no. 22. Lausanne: Université de Lausanne.
STADLIN, C. (2010), *Actuarial Practice, Probabilistic Thinking and Actuarial Science in Private Casualty Insurance*. In R. Pearson (ed.), *The development of international insurance. Financial history series*, vol. 15. London: Pickering & Chatto.
STRAUMANN, T. (2014), *The Discreet Charm of Hidden Reserves: How Swiss Re Survived the Great Depression*. In Piet Clement, Harold James and Herman Van der Wee (eds.), *Financial Innovators, Regulation and Crises in History*. Pickering & Chatto, pp. 55-64.
CORPORATE ARCHIVES OF ZÜRICH INSURANCE COMPANY

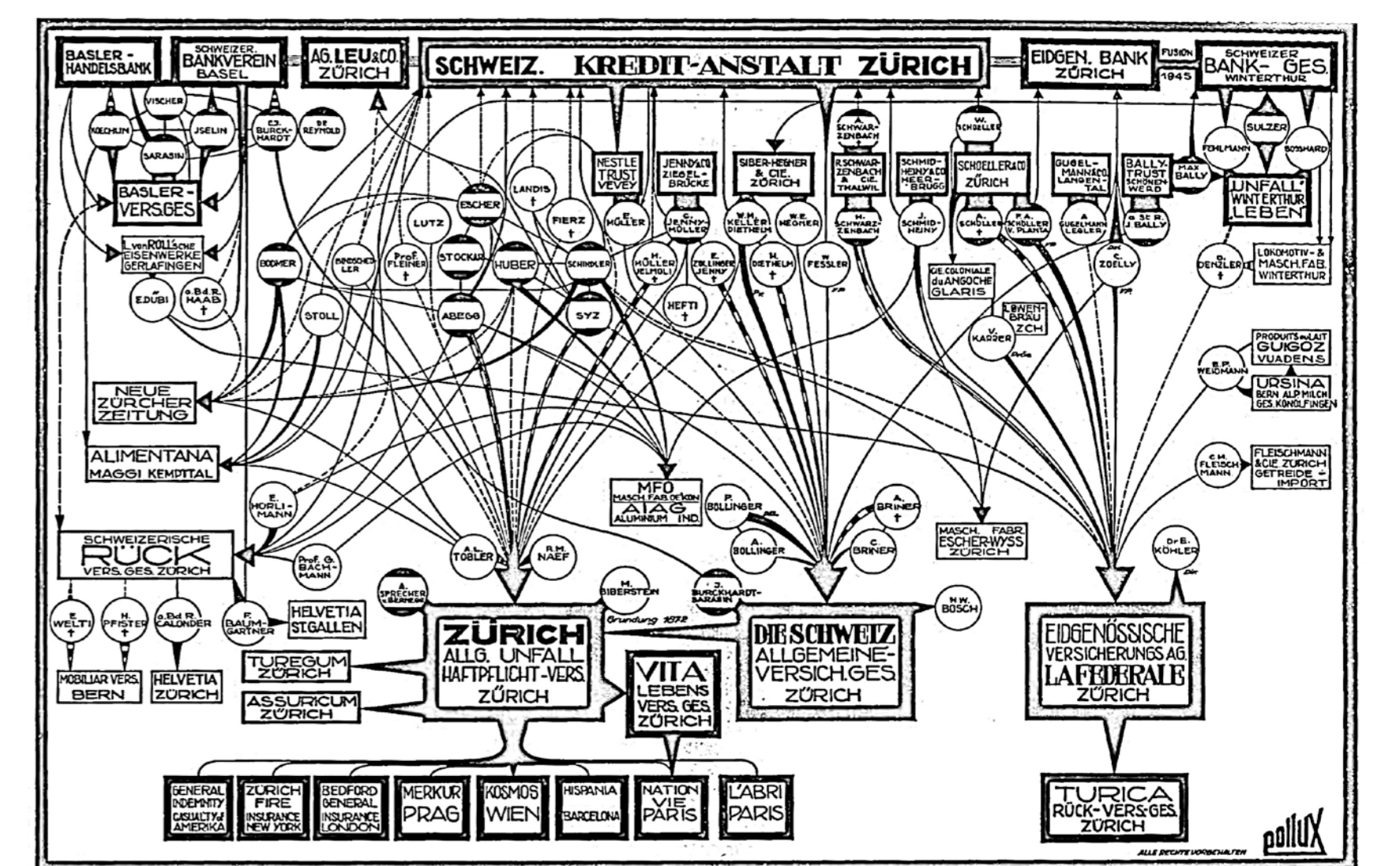


Fig. 5. Contemporary network analysis, Pollux (1945). Versicherungs-Zauber.