

**NEBRASKA LIFE AND HEALTH INSURANCE
GUARANTY ASSOCIATION**

233 South 13th Street
1900 US Bank Building
Lincoln, Nebraska 68508

TO: MEMBER INSURERS

RE: Notice of Annual Meeting of the Association and the Annual Election of the Board of Directors of the Association

This notice is being provided to you as one of the insurance companies deemed by the Director of Insurance of the State of Nebraska under Neb. Rev. Stat. §44-2702 to be a Member Insurer of the Nebraska Life and Health Insurance Guaranty Association.

A. Notice of Annual Meeting

Notice is hereby given that the Annual Meeting of the Member Insurers of the Nebraska Life and Health Insurance Guaranty Association will be held at the Omaha offices of Cline Williams Wright Johnson & Oldfather, L.L.P. located at Sterling Ridge, 12910 Pierce Street, Suite 200, Omaha, Nebraska 68144-1105, on April 12, 2018, at 9:00 a.m., C.T. The purpose of the meeting will be to:

1. Elect members of the Board of Directors of the Association.
2. Transact such other business as may properly come before the meeting.
3. Adjourn the meeting, from time to time.

B. Election of Directors

A Nominating Committee was appointed to recommend three nominee companies to fill the vacancies of the Board of Directors of the Association whose terms of office will expire this year.

The Committee unanimously nominates the following companies to serve for a period of three years (expiring 2021) or until a successor is duly elected and qualified:

Central States Health & Life Co. of Omaha

Ameritas Life Insurance Corporation

Principal Life Insurance Co.

Central States Health & Life Co. of Omaha, Ameritas Life Insurance Corporation, and Principal Life Insurance Co. have been nominated to succeed themselves and have consented to serve if elected.

Article 3A.3b. of the Plan of Operation of the Association further provides that other nominees to fill vacancies on the Board of Directors may be submitted to the Board not less than 60 days prior to the Annual Meeting upon a petition of ten Member Insurers. In the event additional nominees are desired, the petition must be filed with the Secretary/Treasurer of the Association on or before February 12, 2018. Such petition should be sent to the following address:

Robert Corn
Nebraska Life and Health Insurance
Guaranty Association
233 South 13th Street, 1900 US Bank Building
Lincoln, Nebraska 68508

If no such valid petition is filed, each Member Insurer will be deemed to have voted for the above-listed nominees selected by the Nominating Committee.

C. Current Directors

Current Member Insurers serving as the Board of Directors of the Association are:

Terms Expiring in 2019:

The Northwestern Mutual Life Insurance Co., Milwaukee, WI -
Chris Trost

Physicians Mutual Insurance Company, Omaha, Nebraska –
Michelle M. Muirhead

Blue Cross & Blue Shield of Nebraska, Omaha, Nebraska –
David M. Anderson

Terms Expiring in 2020:

Mutual of Omaha, Omaha, Nebraska –
Robert Corn

Assurity Life Insurance Company, Lincoln, Nebraska –
David Wallman

Allstate Life Insurance Company, Lincoln, Nebraska –
Sonya S. Ekart

Terms Expiring in 2021:

Central States Health & Life Co. of Omaha, Omaha, Nebraska -
Rebecca L. Smart

Ameritas Life Insurance Corporation, Lincoln, Nebraska -
Ann Diers

Principal Life Insurance Company, Des Moines, Iowa -
Matthew C. Ahmann

D. Current Officers

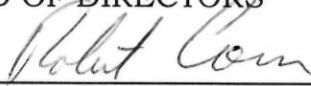
The following individuals are the officers of the Association:

Chair:	Sonya S. Ekart
Vice Chair:	Rebecca L. Smart
Secretary/Treasurer:	Robert Corn

E. Minutes of the Annual Meeting of Members, April 13, 2017

Enclosed is a copy of the minutes of the Annual Meeting of Members of the Association on April 13, 2017.

NEBRASKA LIFE AND HEALTH
INSURANCE GUARANTY ASSOCIATION'S
BOARD OF DIRECTORS

BY: 
Robert Corn, Secretary/Treasurer

Enclosure: Member Meeting Minutes, April 13, 2017
Agenda

**NEBRASKA LIFE AND HEALTH INSURANCE
GUARANTY ASSOCIATION**

Cline Williams Wright Johnson & Oldfather, L.L.P.
Sterling Ridge
12910 Pierce Street, Suite 200
Omaha, Nebraska 68144-1105

MEMBERS' MEETING

A G E N D A

April 12, 2018 Annual Meeting
9:00 a.m.

1. Call to order
2. Approve minutes of 2017 meeting
3. Audit Committee report
4. Nominating Committee report and election of companies to the Board
5. Report on pending insolvencies
6. Ratification of Board actions
7. Other business
8. Adjournment

**MINUTES OF THE BOARD OF DIRECTORS
OF THE NEBRASKA LIFE AND HEALTH INSURANCE GUARANTY
ASSOCIATION ANNUAL MEETING
APRIL 13, 2017**

The annual meeting of the Board of Directors of the Nebraska Life and Health Insurance Guaranty Association (“Association”) was held on April 13, 2017. Present in person were Sonya Ekart (representing Allstate Life Insurance Company), Robert Corn (representing Mutual of Omaha), Marv Ehly (representing Assurity Life Insurance Co.), Michelle Muirhead (representing Physicians Mutual Insurance), Ann Diers (representing Ameritas Life Insurance Corp.), David Anderson (representing Blue Cross & Blue Shield of Nebraska), Matt Ahmann (representing Principal Life Insurance Company), and Pamela Epp Olsen, Association Administrator. Also present were Director Bruce Ramage, Martin Swanson and Laura Arp from the Nebraska Department of Insurance. Present by telephone were Rebecca Smart (representing Central States Health & Life Co. of Omaha) and Chris Trost (representing Northwestern Mutual Life Insurance Company).

The meeting was called to order by Chair Ekart at 2:45 p.m.

Approval of Minutes. Upon motion duly made and seconded, by unanimous voice vote, the minutes of April 6, 2017, were approved.

Annual Meeting Resolutions. Upon a motion duly made and seconded, Resolution No. 1, attached hereto and incorporated herein by reference, was approved by unanimous voice vote.

Ms. Olsen left the meeting prior to the discussion of Resolution Nos. 2 and 3. Upon a motion duly made and seconded, Resolution No. 2, attached hereto and incorporated herein by reference, was approved by unanimous voice vote. Upon a motion duly made and seconded, Resolution No. 3, attached hereto and incorporated herein by reference, was approved by unanimous voice vote.

Ms. Olsen reported on the Audit Committee meeting held on April 4, 2017. Upon a motion duly made and seconded, Resolution No. 4, attached hereto and incorporated herein by reference, was approved by unanimous voice vote. The Board authorized Ms. Olsen to conduct preliminary due diligence in seeking a new auditor, given Walt Waltke’s retirement.

Upon a motion duly made and seconded, Resolution No. 5, attached hereto and incorporated herein by reference, was approved by unanimous voice vote.

Ms. Olsen reported on the activity of the Association during 2016. These activities included the membership of Sonya Ekart on the NOLHGA ELIC Task

Force, Ms. Olsen's membership and chairship of the Medical Savings Task Force and the CoOpportunity Health Task Force, and Ms. Olsen's service as MPC Chair and member of the MPC Executive Committee, the NOLHGA Board, the GABC Board, the LTC Re Board, and the NOLHGA Legal Committee in 2017. Upon a motion duly made and seconded, Resolution No. 6, attached hereto and incorporated herein by reference, was approved by unanimous voice vote.

Upon a motion duly made and seconded, Resolution No. 7, attached hereto and incorporated herein by reference, was ratified by unanimous voice vote.

2017 Proposed Budget. Ms. Olsen presented the proposed budget for 2017. Upon a motion duly made and seconded and following discussion, the budget was amended to increase Auditing and Accounting fees to \$15,000. Upon a motion duly made and seconded, the 2017 budget was approved as amended.

Investment Committee Report. Ms. Olsen reported on the Investment Committee's work throughout 2016 and relayed the Committee's consensus opinion that the Association's investment advisor, Ameritas Investment Partners, Inc., is performing within guidelines. Ameritas has been the Association's investment manager since 2001, and Ms. Olsen informed the Board that the Investment Committee did not recommend an RFP process for 2017. The Investment Committee had no changes to the Investment Policy to recommend for the Board's consideration at this meeting.

Administrative Procedures Review Committee. Ms. Olsen provided an update on the work of the Administrative Procedures Review Committee.

CoOpportunity Health. Ms. Olsen updated the Board on the status of the Eighth Circuit appeal and the Court of Claims matters and also outlined the nature of the Juris Capital negotiations.

Penn Treaty. Ms. Olsen reported that policyholder notices were mailed on March 27, 2017, updated the Board on the status of the assessment billing, and reported on the progress to date in the rate adjustment filing.

Executive Life of California. Ms. Olsen reported on the Association's payment of Articles 22/23 installment obligations and informed the Board that the latest billing had been paid.

Lincoln Memorial. Ms. Olsen requested an additional \$200,000 in claims funding authority related to the Association's claims obligations in Lincoln Memorial, which the Board approved unanimously upon a motion duly made and seconded. Ms. Olsen also gave an update on litigation matters and appellate proceedings.

National States. Ms. Olsen requested an additional \$100,000 in claims funding authority related to the Association's claims obligations in National States, which the Board approved unanimously upon a motion duly made and seconded.

MPC Health CoOp Task Force. Ms. Olsen reported on the ongoing work of the MPC Health CoOp Task Force, of which she is a member.

MPC Chair Report. Ms. Olsen provided the Board with an outline of the work she is performing as MPC Chair.

Department of Insurance Report. Ms. Arp provided an update from the Department of Insurance.

Other Business. There was no other business to report.

There being no further business before the Board, the meeting was adjourned at 4:20 p.m.

RESOLUTION NO. 1

BOARD OF DIRECTORS MEETING
NEBRASKA LIFE AND HEALTH INSURANCE GUARANTY ASSOCIATION

BE IT RESOLVED that the following are nominated to serve as officers of the
Nebraska Life and Health Insurance Guaranty Association for 2017:

Sonya S. Ekart, Chair
Rebecca L. Smart, Vice Chair
Robert C. Corn, Secretary/Treasurer

RESOLUTION NO. 2

BOARD OF DIRECTORS MEETING
NEBRASKA LIFE AND HEALTH INSURANCE GUARANTY ASSOCIATION

BE IT RESOLVED that Pamela Epp Olsen is appointed the Administrator of
the Nebraska Life and Health Insurance Guaranty Association for 2017.

RESOLUTION NO. 3

BOARD OF DIRECTORS MEETING
NEBRASKA LIFE AND HEALTH INSURANCE GUARANTY ASSOCIATION

BE IT RESOLVED that Cline Williams Wright Johnson & Oldfather, L.L.P. be retained as counsel to the Nebraska Life and Health Insurance Guaranty Association for 2017.

RESOLUTION NO. 4

BOARD OF DIRECTORS MEETING
NEBRASKA LIFE AND HEALTH INSURANCE GUARANTY ASSOCIATION

BE IT RESOLVED that the audit committee report be accepted.

RESOLUTION NO. 5

BOARD OF DIRECTORS MEETING
NEBRASKA LIFE AND HEALTH INSURANCE GUARANTY ASSOCIATION

BE IT RESOLVED that the following individuals be appointed to serve as the audit committee of the Association for 2017:

David Anderson
Robert Corn
Chris Trost

BE IT FURTHER RESOLVED that the following individuals be appointed to serve as the nominating committee of the Association for 2017:

Robert C. Corn - Chair
Rebecca L. Smart

RESOLUTION NO. 6

BOARD OF DIRECTORS MEETING
NEBRASKA LIFE AND HEALTH INSURANCE GUARANTY ASSOCIATION

BE IT RESOLVED that the Annual Report of the Nebraska Life and Health Insurance Guaranty Association for the calendar year 2016 is hereby approved for submittal to the Director of Insurance for the State of Nebraska.

RESOLUTION NO. 7

BOARD OF DIRECTORS MEETING
NEBRASKA LIFE AND HEALTH INSURANCE GUARANTY ASSOCIATION

BE IT RESOLVED that the payment of the 2017 membership dues to
NOLHGA in the amount of \$51,719 by the Administrator be ratified and confirmed.