

The members of the Board of Directors, while attending meetings or traveling in the interest or affairs of the Company, shall be entitled to reimbursement for their transportation, out-of-pocket expenses and such other compensation that is determined by resolution of the Board from time to time.

COMMITTEES

The Board of Directors may appoint an Executive Committee. The Board of Directors may also appoint other committees, with such name or names as it may determine. The appointment of any committee and the delegation thereto of authority shall not relieve the Board of Directors, or any director, of any responsibility imposed by law.

The Executive Committee, when the Board of Directors is not in session, shall have and may exercise all of the authority of the Board of Directors not otherwise delegated to other committees or limited by the Executive Committee charter. All other committees shall, when the Board of Directors is not in session, perform the duties and exercise the powers delegated to them. A committee of the Board of Directors shall not: (i) authorize or approve distributions, except according to a formula or method, or within limits, prescribed by the Board of Directors; (ii) approve or propose to shareholders action that the law requires be approved by shareholders; (iii) fill vacancies on the Board of Directors or on any of its committees; (iv) adopt, amend, or repeal Bylaws of the Corporation; (v) adopt a plan of merger or consolidation; or (vi) elect or remove officers.

A majority of the members of any committee shall constitute a quorum for the transaction of business at any meeting thereof, and action of any committee must be authorized by the affirmative vote of a majority of the members present at a meeting.

Members of the Audit & Finance Committee as of December 31, 2020 are:

Mary Ann Cloyd (Chairperson)
Matt Gustafson
David Jasmund
Dana Kilborne
Mike McCoy
Patrick McNerney
Suku Radia
Wayne Wolfson

OFFICERS

The designated officers of the Corporation shall be a President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors. Any two offices may be held by the same person except the offices of President and Secretary.

The officers of the Corporation shall be elected annually by the Board of Directors at its regular annual meeting. Each officer shall hold office until a successor is elected and qualified or until death, or resignation, or removal.

Duly elected officers at December 31, 2020 were as follows:

<u>Name</u>	<u>Title</u>
David M. Siebert	President, Insurance Operations
Matthew R. Gustafson	Treasurer
Emily L. Drake	Corporate Secretary, Legal Compliance Officer, Director of Compliance
Thomas J. Riley	Chief Finance Officer