

MAINE GUARANTEED ACCESS REINSURANCE ASSOCIATION

**Minutes of the Annual Meeting of Members
April 14, 2015**

The Annual Meeting of the Members of the Corporation was held on April 14, 2015 at the offices of Pierce Atwood LLP in Portland, Maine on the date specified in the Bylaws of the Corporation.

The Chair of the Board presided, and in attendance from each of the Members were the following persons:

HPHC Insurance Company, a subsidiary of Harvard Pilgrim Health Care	Edward J. Kane
MEGA Life & Health Insurance Company	Christopher T. Roach
Anthem Blue Cross and Blue Shield	William M. Whitmore

Also in attendance were Dana C. Kempton, the Treasurer, Chris Howard, counsel and Laren Walker representing Ameriben, the Association's administrator.

1. Election of Member Directors

The Members held the election for the two Member Director seats for which the initial term had expired. The expired terms were:

<u>Seat</u>	<u>Term Expired</u>
William M. Whitmore	11/30/2014
Christopher T. Roach	11/30/2014

The Chair presented a slate of Directors for consideration by the Members present. The slate proposed the re-appointment of both William M. Whitmore and Christopher T. Roach for a 3-year term expiring April 14, 2017. Following discussion of the slate, on motion duly made and seconded, it was

VOTED: To re-appoint William M. Whitmore and Christopher T. Roach as directors to serve for a 3-year term ending April 14, 2017, or until their successors are duly appointed and qualified.

In accordance with Article II, Section 2(a)(2) of the Association's bylaws, the Treasurer presented the Association's annual financial report, including draft annual audited statements. Following that report, on motion duly made and seconded, it was

VOTED: To approve the Treasurer's report.

There being no further business to come before the board, the meeting was adjourned.

A handwritten signature in black ink, consisting of a large, stylized letter 'A' with a horizontal line through it, followed by a flourish.

Duly Authorized Officer