

**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 in the 18th floor conference room of the U.S. Bank Building, 233 South 13th Street, Lincoln, Nebraska, on April 8, 2010 at 10 o'clock a.m., C.D.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 2013) or until a successor is duly elected and qualified:

The Northwestern Mutual Life Insurance Company, Milwaukee, Wisconsin

Physicians Mutual Insurance, Omaha, Nebraska

Blue Cross and Blue Shield of Nebraska, Omaha, Nebraska

All three companies 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 7, 2010. Such petition should be sent to the following address:

Robert Lange
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 2010:

The Northwestern Mutual Life Insurance Co., Milwaukee, Wisconsin -
Loretta Mlekoday

Physicians Mutual Insurance Company, Omaha, Nebraska -
Bob Gunia

Blue Cross & Blue Shield of Nebraska, Omaha, Nebraska -
Thomas J. Jenkins

Terms Expiring in 2011:

Mutual of Omaha, Omaha, Nebraska -
Robert Corn

Assurity Life Insurance Company, Lincoln, Nebraska -
David Wallman

Lincoln Benefit Life Company, Lincoln, Nebraska -
Sonya S. Ekart

Terms Expiring in 2012:

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

Principal Life Insurance Company, Des Moines, Iowa -
Karen Hanson

Ameritas Life Insurance Corporation, Lincoln, Nebraska -
Robert Lange

D. Current Officers

The following individuals are the officers of the Association:

Chairman:	Sonya S. Ekart
Vice Chairman:	Rebecca L. Smart
Secretary/Treasurer:	Robert Lange

E. Minutes of the Annual Meeting of Members, April 9, 2009

Enclosed is a copy of the minutes of the Annual Meeting of Members of the Association on April 9, 2009.

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

BY: 
Robert Lange, Secretary/Treasurer

Enclosure: Member Meeting Minutes, April 9, 2009
Agenda

**NEBRASKA LIFE AND HEALTH INSURANCE
GUARANTY ASSOCIATION**

1900 U.S. Bank Building
233 South 13th Street
Lincoln, Nebraska 68508

MEMBERS' MEETING

A G E N D A

April 8, 2010 Annual Meeting
10:00 a.m.

1. Call to order
2. Approve minutes of 2009 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 ANNUAL MEETING OF THE MEMBERS
OF THE NEBRASKA LIFE AND HEALTH INSURANCE
GUARANTY ASSOCIATION MEETING
April 9, 2009**

The annual meeting of the members of the Nebraska Life and Health Insurance Guaranty Association ("Guaranty Association") was held on April 9, 2009. Present were: Sonya Ekart (representing Lincoln Benefit Life Company), Robert Lange (representing Ameritas Life Insurance Company), Rebecca Smart (representing Central States Health & Life Co. of Omaha), Bob Gunia (representing Physicians Mutual Insurance), Thomas J. Jenkins (representing Blue Cross & Blue Shield of Nebraska), Robert Corn (representing Mutual of Omaha), David Wallman (representing Assurity Life Insurance Co.), Karen Hanson (via telephone and representing Principal Life Insurance Company), Loretta Mlekoday (via telephone and representing The Northwestern Mutual Life Insurance Company) Ann Frohman, Director, Department of Insurance, State of Nebraska, James Nixon, Chief Examiner, Department of Insurance, State of Nebraska, Pamela Epp Olsen, Administrator of the Guaranty Association, and Lori Busch, Administrative Assistant of the Guaranty Association.

The meeting was called to order by Chair Sonya Ekart at 10:10 a.m.

Ms. Ekart reminded the member companies and other individuals in attendance that the meeting was operating under the Antitrust Compliance Policy adopted by the Nebraska Guaranty Association.

Approval of Minutes. Upon motion duly made and seconded, by unanimous voice vote, the minutes of the 2008 annual meeting were approved.

Audit Report. Mr. Lange reported that the Audit Committee had met with Walter Waltke, the Guaranty Association auditor, Pamela Olsen, and Lori Busch to review the 2008 audit report and stated the Committee found that the audit contained no unusual findings. Upon a motion duly made and seconded, the audit was accepted by unanimous voice vote.

Nominations for Vacancies on Board. It was reported that all member companies were notified of the board vacancies for 2009 and the nominations to fill these vacancies with the following companies: Central States Health & Life Co. of Omaha, Principal Life Insurance Company, and Ameritas Life Insurance Corporation. No additional nominations for directors were received prior to the

February 8, 2009 deadline. As a result, in accordance with the Plan of Operation, the nominated companies were duly elected.

Insolvency Report. Ms. Olsen provided a brief report on the status of the Benicorp Insurance Company, Lincoln Memorial Life Insurance Company, Executive Life Insurance Company, London Pacific Insurance Company, States General Insurance Company, and Medical Savings Insurance Company insolvencies.

Board of Directors Action. Upon a motion duly made and seconded, the members ratified all Board of Director actions that have been taken since the last annual meeting on April 10, 2008.

There being no further business before the members, the meeting was adjourned at 10:20 a.m.