



SAIF CORPORATION

BOARD OF DIRECTORS

**Wednesday
January 23, 2017
12:30 p.m.**

**SAIF Corporation
440 Church St. SE
Salem, Oregon**

After determining a quorum was present, the meeting was called to order at 12:30 p.m.

Roll call:

Jennifer Ulum, Chair
Kevin Jensen, Vice Chair
Krishna Balasubramani (via phone)
Jeff Stone
Maurice Rahming

SAIF Corporation personnel present:

Kerry Barnett, President and CEO
Bill Barr, Chief Operating Officer
Ken Collins, Chief Information Officer
Michelle Graham, Vice President of Policyholder Services
Bruce Hoffman, Vice President of Underwriting Services
Gina Manley, Chief Financial Officer
Holly O'Dell, Vice President of Legal and Strategic Services
Jennifer Webster, Vice President of Human Resources
Kathy Gehring, Vice President of Claims
Nonexecutive SAIF Corporation personnel – see attached list
Kelly Miller, Assistant to the Board

Other attendees:

Denise Fjordbeck, Attorney in Charge, Civil/Administration Appeals, DOJ
Ken Crowley, Attorney in Charge, Trial Division, DOJ
Steve Lippold, Chief Trial Counsel, Trial Division, DOJ
Gretchen Gunn-Merrill, General Counsel Division, DOJ
Johanna Riemenschneider, General Counsel Division, DOJ

REGULAR BUSINESS MEETING

Chair Ulum, expressed her appreciation to the board, and those in attendance from the Department of Justice and SAIF, for attending this meeting. She thanked Mr. Barnett for his leadership and all of SAIF's staff for carrying on with the important work during this time of uncertainty. She noted that this is a strong board with thoughtful leaders, dedicated to SAIF's mission.

EXECUTIVE SESSION

Pending litigation

At 12:34 p.m., Holly O'Dell declared this portion of the meeting to be in Executive Session, pursuant to ORS 192.660(2)(h), to allow the board to discuss pending litigation.

End of Executive Session

At 2:46 p.m., Chair Ulum announced the conclusion of Executive Session.

REGULAR BUSINESS MEETING

At 2:47 p.m. the general session resumed. All attendees were present except for Mr. Balasubramani, who had to exit the executive session due to a prior commitment.

The board noted that SAIF is presently engaged in litigation in the case of Plotkin v. SAIF et al, Marion County Case Number 14C-171973. Motion made by Jeff Stone, second from Kevin Jensen, to resolve the case with the plaintiff, based on the following material terms:

- 1) A payment to plaintiff of 1.7 million dollars which is inclusive of all claims, including back wages, benefits and attorneys fees.
- 2) Plaintiff agrees to separation from employment with SAIF effective May 9, 2014.
- 3) Plaintiff agrees he will not reapply for employment with SAIF Corporation.
- 4) Plaintiff will dismiss with prejudice this action and any and all claims that were or could have been raised in this action against SAIF Corporation, the State of Oregon and its departments, its Board members, officials, employees, and agents.

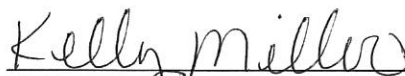
The motion specified that the CEO of SAIF Corporation, together with counsel, be delegated and authorized to execute and deliver all documents and undertake such acts as would be necessary to finalize and comply with the terms of settlement.

Discussion from the board centered on agreement that resolving the litigation is in SAIF's best interest and further litigation is detrimental to the business and mission of SAIF.

The motion passed unanimously

Adjournment

There being no further business, the meeting was adjourned at 2:53 p.m.



Kelly Miller, Assistant to the Board