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## Frequently Asked Questions

### **Am I guaranteed a place on a committee if I submit a nomination form?**

No, nomination forms are used to collect the names and information of all potential candidates. However, if all of the vacancies on all committees are filled, then members who submitted nominations but were not appointed to a committee will be placed on a waiting list to serve if any vacancies arise throughout the year.

### **Are there vacancies on the board of directors?**

Each December, the current Board of Directors decides whether or not there will be vacancies to fill or if new directors will be needed for the upcoming year. If it is determined that vacancies or new directors will be needed, then a solicitation will be sent as described in the answer to question number 1.

### **How are corporate officers elected?**

Corporate officers are elected annually by the Board of Directors and serve a one-year term.

### **How are outside directors who serve on the Board of Directors and the CEO director elected?**

The outside directors and CEO director are elected annually by the Board of Directors and serve a one-year term.

### **How do I get nominated to be on the Board of Directors?**

If the Governance Committee previously determined that a solicitation of Director candidates was required, a Director nomination solicitation will be sent to the Membership along with the Committee nomination solicitation in April. Also, at the time ballots are collected for the election of Directors to a new term in August each year, the designated voting representative from your organization has the opportunity to vote for write-in candidates to be considered for election. The Governance Committee will consider all names and conduct interviews to fill vacancies on the Board of Directors as needed.

### **How do I get nominated to serve on a committee?**

The bylaws require the Governance Committee to solicit Members for the names of suggested candidates at least 60 days prior to the annual meeting. This solicitation form is mailed to all Members in April each year. The Governance Committee considers all names submitted by the due date and finalizes their nomination in September. This committee is charged with providing broad, balanced and diverse representation among Members taking into account the respective

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size and geographical location of the Members in making its nominations. Member organizations are those defined as organizations who have an executed and active Membership agreement with HARRG and/or HAPI and have contributed at least the minimum surplus requirement to either or both companies.

## **How do members of the Board of Directors get re-elected?**

With the exception of the Outside Directors and the CEO Director, the Board of Directors is divided into three classes as nearly equal in number as possible. The terms of office of the directors of one class expire and a successor class is elected for a three-year term at each annual meeting of Members. Those names of Directors up for re-election each year are contained in the official election ballot mailed to all Members in August. The results are reported by the Corporate Secretary at the annual meeting in September.

## **How many votes does my PHA have?**

Each Member has one vote for each \$1,000 of the Member's allocated surplus account balance in effect 30 days prior to the date of the meeting at which votes are taken.

## **How much time will be needed to participate on a committee?**

The Committees meet in conjunction with the majority of the Board of Director and Committee Member meetings, which typically last two days with meals provided. Committee Members are also expected to participate in conference calls that may occur several times throughout the year.

## **If I am already on a committee, do I have to submit a nomination form to continue serving the following year?**

Yes, a nomination form must be submitted and received by HAI Group for each year a member would like to serve on a committee.

## **When I accept my nomination and am appointed as a committee member, when does my term begin and how long does it last?**

Committee Members are appointed in September by the Board of Directors and all terms begin on January 1st of the following year. All Committee Member terms are for one year.

## **Who do I contact for more information?**

Please contact us at [governance@haigroup.com](mailto:governance@haigroup.com)