



**CALIFORNIA DEPARTMENT OF INSURANCE  
2014 GOVERNING BOARD DIVERSITY SURVEY**

Report Type: **Group**

Group / NAIC Code: **1285**

Group / Company Name: **XL America Group**

1. Please provide the name of the public, U.S. - based Board of Directors that represents the ultimate controlling party of the insurance group:

**X.L. America, Inc., a Delaware domiciled corporation, is the ultimate U.S. holding company of the insurance group.**

2. How many people:

a) Serve on this Board of Directors? **6**

b) Of those in "a)", how many identify as:

i. Women **0**

ii. Men **6**

c) Of those in "a)", how many:

i. Are Disabled Veterans? **0**

ii. Publicly Identify as LGBT (Lesbian, Gay, Bisexual, and / or Transgender)? **0**

d) Of those in "a)", how many identify as:

i. American Indian? **0**

v. Multi-Ethnic? **0**

ii. African American? **0**

vi. Caucasian? **6**

iii. Asian Pacific Islander? **0**

vii. Other? **0**

iv. Hispanic / Latino? **0**

3. Of the board members identified in "b) i; c) i-ii, and d) i-v", how many:

a) Currently serve as an officer of the corporation? **0**

b) List of all positions currently held by these board members (i.e. chair, vice chair, secretary).

**Not applicable.**

c) Currently serve as an chair of a board committee? **0**

d) List of all committees currently chaired by these board members (i.e. nomination committee, governance committee).

**Not applicable.**

4. Do governing board members serve under term limits? **NO**

If yes, description of the term limits (including the number of years per term and if there is a maximum number of terms one can serve on the board).

If no, the average number of years served by the current governing board: **4**

5. Is diversity one of the attributes within the formal evaluation criteria by the nomination committee and by the board when considering prospective board members? **YES**

6. Does the mission statement of the governing board and / or any of its committees include the goal of increasing and / or improving diversity amongst its governing board members? **YES**

If yes, indicate where this language can be found (including mission statement language).

**Qualifications of Directors and Board Diversity**The Board regularly considers the qualifications necessary for its members. In this regard, the Board believes that its members should be persons with superior business judgment and integrity, who have knowledge or experience in the areas of insurance, reinsurance, financial services or other aspects of our business, operations or activities, and who have distinguished themselves in their chosen fields of endeavor. In addition, the Board believes its members should have the talent and vision to provide oversight and direction in the areas of strategy, operating performance, corporate governance and risk management in order to maximize the interests of shareholders while maintaining the highest standards of ethical business conduct. The Board believes that each of its Directors contributes a strong background and set of skills to enable the Board to meet its responsibilities. Our Corporate Governance Guidelines provide that the Nominating, Governance and External Affairs Committee (the "Nominating Committee") considers diversity among other factors in assessing the skills and characteristics of Director candidates and the Board as a whole. This consideration includes a broad evaluation of diversity of viewpoints, skills, experience and other demographics represented on the Board as a whole. This discussion and evaluation of diversity occurs at the Board and committee levels.

7. Does your group actively engage in outreach efforts to diversify your board? **YES**  
This can include ongoing outreach efforts, as well as outreach efforts as vacancies arise.

If yes, share the outreach efforts your company engages in to diversify your governing board.

**In terms of "outreach" efforts, we use a consultant to help us identify director candidates, and that consultant is aware of the NGEAC's charge to consider diversity when looking for director candidates.**

8. Additional comments:

9. List of companies in the group that meet the \$100 million threshold:

Company Name	Company NAIC Number
Greenwich Insurance Company	22322
XL Specialty Insurance Company	37885

