

Amy R. Bach (SBN 142029)
Daniel R. Wade (SBN 296958)
United Policyholders
381 Bush Street 8th Floor
San Francisco, CA 94104
415-393-9990

BEFORE THE INSURANCE COMMISSIONER
OF THE STATE OF CALIFORNIA

IN RE UNITED POLICYHOLDERS
REQUEST FOR GENERAL FINDING OF ELIGIBILITY
TO SEEK COMPENSATION AS A CONSUMER INTERVENOR
PURSUANT TO CALIFORNIA INSURANCE CODE §1861.10
AND CALIFORNIA CODE OF REGULATIONS, TITLE 10 §2662.2

United Policyholders (“UP”) respectfully submits this verified general Request for finding of Eligibility to Seek Compensation (hereinafter “Request”) as a consumer intervenor pursuant to California Insurance Code (hereinafter “Cal. Ins. Code”) §1861.10 and California Code of Regulations (hereinafter “C.C.R.”), title 10 §2662.2. UP requests that if the Request is granted, it be valid for a duration of two years. UP represents the interests of California insurance consumers and accordingly, and for the reasons set forth below, respectfully, urges the Commissioner to grant the Request.

I. UP REPRESENTS THE INTERESTS OF CALIFORNIA INSURANCE CONSUMERS THROUGH EDUCATION AND ADVOCACY PROGRAMS

United Policyholders (hereinafter “UP”) is a non-profit, 501(c)(3) public benefit corporation, incorporated under the laws of the state of California (*see* Exhibit A – Articles of Incorporation). UP’s mission is “to be a trustworthy and useful information resource and an effective voice for consumers of all types of insurance in all 50 states.”¹

¹ To learn more about UP’s mission, resources, and advocacy work, please visit www.uphelp.org.

UP does not sell insurance or accept financial contributions from insurance companies. UP give[s] [consumers] the straight scoop on insurance matters; guide[s] [consumers] through the claims process; answers{s} [consumer] questions; and fight[s] for [consumer] rights.”² UP’s website serves as an information clearinghouse for consumers on purchasing insurance, making claims, and policyholders legal rights.

UP was founded in 1991 after the Oakland-Berkeley Hills Firestorm to assist homeowners with insurance claim issues. Through its specialized knowledge of the insurance claims process and subject matter expertise, UP has been successfully guiding homeowners on the path to disaster recovery for almost 25 years. A diverse range of policyholders throughout California communicate on a regular basis with UP, which allows us to provide important and topical information to courts, legislators, regulators, and commentators, regarding insurance principles and reform proposals that are likely to impact large segments of the public and business community.

UP’s work is divided in three programs: *Roadmap to Recovery*TM, which provides tools and resources for solving insurance problems after an accident, loss, illness or other adverse event; *Roadmap to Preparedness*, which promotes disaster preparedness and insurance literacy through outreach and education in partnership with civic, faith based, business and other non-profit associations; and *Advocacy and Action*, which advances pro-consumer laws and public policy related to insurance matters, principally through the submission of *amicus curiae* briefs to appellate courts which are authored on a *pro bono* basis by experienced insurance attorneys in consultation with UP staff.³

² See <http://uphelp.org/about/mission>.

³ See, e.g., *amicus curiae* brief supporting Commissioner Dave Jones in *ACIC et al v. Dave Jones*, Case No. B248622, California Court of Appeal, Second Appellate District, Division One, 2014 (available at

UP has a Board of Directors made up of disaster survivors, insurance lawyers, and claim and financial professionals.⁴ It also includes the Executive Director who oversees daily operations and sets policy priorities.⁵ UP's funding comes primarily from individual donors and charitable foundations, businesses, and government agencies UP is based in San Francisco, California and employs four full-time staff members, including two attorneys. UP works nationally on issues affecting insurance consumers.

A. UP HAS A LONG AND DISTINGUISHED HISTORY WORKING WITH THE CALIFORNIA GOVERNMENT ON INSURANCE MATTERS

UP has worked closely with many levels of California government, including the Governor's Office, the Department of Insurance, and the Legislature. UP's Executive Director has testified before the California Senate and Assembly on insurance matters, most recently on the issue of earthquake and catastrophic risk insurance availability and affordability on May 14, 2014 before the Senate Insurance Committee.⁶

UP has also been involved in the crafting and implementation of numerous legislative and regulatory proposals regarding insurance consumer issues over its decades-long history, including: Reforms to Cal. Ins. Code 2071 – Requirements in Case Loss Occurs⁷; Reforms to 790.03 – adoption of Fair Claims Settlement Practices Act; and

<http://uphelp.org/association-california-insurance-companies-et-al-v-dave-jones-his-capacity-insurance-commissioner>).

⁴ See <http://uphelp.org/about/board>.

⁵ See <http://uphelp.org/about/staff>.

⁶ UP's governmental advocacy work is catalogued at www.uphelp.org/programs/advocacyandaction.

⁷ "...after a covered loss, the insurer shall provide, free of charge, a complete, current copy of this policy within 30 calendar days of receipt of a request from the insured..."

AB 2064 – Reforms to earthquake insurance mandatory offer letter.⁸ UP has recently assisted the Department and Legislature in evaluating industry proposals relating to insuring emerging technologies and risks (*e.g.*, TNCs).⁹

UP also works closely with the Department and the Legislature on widespread issues affecting disaster survivors, including cancellations, non-renewals, and regulatory authority pertaining to mitigating pervasive underinsurance.¹⁰ As part of the *Roadmap to Recovery* and *Roadmap to Preparedness* programs, UP regularly seeks input from policyholders around the state who face these challenges.¹¹

B. UP WILL CONTRIBUTE SPECIALIZED KNOWLEDGE AND EXPERTISE THAT WILL BENEFIT CALIFORNIA CONSUMERS

UP seeks the Commissioner's approval to seek compensation as a consumer intervenor under Cal. Ins. Code §1861.10 and C.C.R. title 10 §2662.2 in order to assist the Department in evaluating property and casualty rate and form filings required under Proposition 103. UP possesses specialized knowledge and expertise, gained through its decades of consumer-oriented advocacy work and a highly qualified staff and team of consultants who possess the legal, procedural, and actuarial knowledge and expertise necessary to effectively assist the Department as an intervenor.

Amy Bach, Esq, UP's Executive Director, has worked on issues affecting insurance consumers in California since 1988. Ms. Bach was involved in the rulemaking proceedings and implementation of Proposition 103 between 1989-1991 and co-founded

⁸ *Supra*, note 3.

⁹ See <http://www.uphelp.org/sites/default/files/u3894/AB%202293%20United%20Policyholders.pdf>

¹⁰ See, *e.g.*, Ex. B., *amicus curiae* brief in *ACIC v. Jones*.

¹¹ See http://www.uphelp.org/library/resource/survey_results.

UP in 1991. Ms. Bach has been appointed for six consecutive terms as an official consumer representative to the National Association of Insurance Commissioners where she works closely with the Department of Insurance and Commissioner Jones on consumer issues. Ms. Bach also served as counsel to a Special Master overseeing reforms at the Department of Insurance during the 1990s; served on the Product Enhancement Advisory Board to the California Earthquake Authority from 2006-2008; and was appointed to the Department's Consumer Advisory Task Force in 2008. Bach is a renowned speaker on consumer and insurance matters appearing in major news outlets, before professional associations, and testifies regularly in Sacramento. (Daniel Wade is UP's Staff Attorney and works at the direction of Ms. Bach).

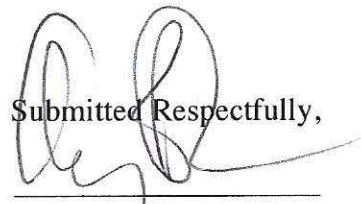
II. ATTACHED EXHIBITS

- Exhibit A: A copy of United Policyholders' articles of incorporation and by-law (Cal. Code. Regs., Tit. 10 §2662.2(a)(2)(A)).
- Exhibit B: Approximate number of current members of United Policyholders' (Cal. Code. Regs., Tit. 10 §2662.2(a)(2)(B)).
- Exhibit C: A list of the names of the members of United Policyholder's current Board of Directors (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(C)).
- Exhibit D: United Policyholders' newsletter circulation and a representative sample (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(D)).
- Exhibit E: United Policyholders' annual or year-end report for the prior year (see above) (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(E)).
- Exhibit F: Statement that United Policyholders has been granted non-profit status under Internal Revenue Service Code 501(c)(3) (No. 94-3162024) (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(F)).
- Exhibit G: A listing, by general category, of United Policyholders' funding sources for the prior 24 months and the approximate total percentage of United Policyholders' annual budget from each funding category. Each foundation, corporate, business, or government agency grant is listed individually Cal. Code. Regs., Tit. 10 2662.2(a)(2)(G).

III. UP RESPECTFULLY REQUESTS THAT THE COMMISSIONER FIND UP ELIGIBLE TO SEEK INTERVENOR COMPENSATION

UP is committed to working on behalf of insurance consumers and accordingly, respectfully, urge that the Commissioner grant the UP's Request. If UP's Request is granted, UP will continue to participate in property and casualty rate and form filings and, where appropriate, petition for hearings in order to represent consumers' interests in ensuring that Applicants' filings comply with California law and regulations. UP may also seek to participate in proceedings other than the rate hearings in an effort to assist the Department and represent the interests of consumers in the rulemaking process. UP believes that it has complied with all procedural and filing requirements and accordingly, respectfully asks that the Public Advisor certify the filing of this Request as complete. Additionally, UP respectfully requests that the Commissioner determine that UP represents the interests of insurance consumers and accordingly shall be awarded reasonable costs and fees for matters in which UP meets the Requirements for Awards pursuant to C.C.R. title 10 §2662.5

Dated: April 26, 2017

Submitted Respectfully,


Amy R. Bach, Esq.
Executive Director

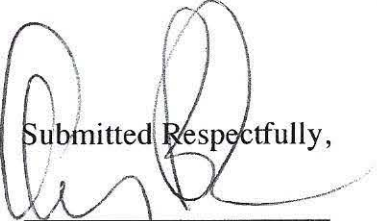
VERIFICATION

I am the Executive Director of United Policyholders and I am authorized to make this verification on its behalf. I verify that the information contained in these documents, that is based upon my first hand knowledge, is true and correct. To the extent that the information is not based upon my first hand knowledge, the truth of the matters set forth are based upon information and belief, are of a type easily determined to be true and correct and I believe the information to be true and correct.

Please be advised that United Policyholders has been granted §501(c)(3) status by the Internal Revenue Service (Cal. Code Regs. §2662(A)(2)(F)).

I declare under penalty of perjury the foregoing is true and correct.

Dated: April 26, 2017



Submitted Respectfully,

Amy R. Bach, Esq.
Executive Director

SERVICE LIST

Edward Wu
Public Advisor
California Department of Insurance
300 Spring Street #12700
Los Angeles, CA 90013
edward.wu@insurance.ca.gov

EXHIBIT A

A copy of United Policyholders' articles of incorporation and by-law (Cal. Code. Regs., Tit. 10 §2662.2(a)(2)(A)).

*See following page.

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
UNITED POLICYHOLDERS

INA M. DeLONG certifies that:

1. She is the sole director of UNITED POLICYHOLDERS, a California nonprofit corporation.
2. The articles of incorporation are amended and restated to read as follows:

I.

The name of the corporation is UNITED POLICYHOLDERS.

II.

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law exclusively for public and charitable purposes.

B. The public purpose of this corporation is to operate a nonprofit organization to engage in charitable and educational activities by promoting greater public understanding of insurance issues and consumer rights related thereto.

III.

The name and address in the State of California of this corporation's initial agent for service of process is JOHN E. RITCHIE, 505 Sansome Street, Suite 900, San Francisco, CA 94111.

IV.

A. The corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.

V.

A. The property of this corporation is irrevocably and exclusively dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member of this corporation, or to the benefit of any private person.

B. On the dissolution or winding up of this corporation, its assets remaining after payment or provision for payment of all debts and liabilities of this corporation shall be distributed to one or more nonprofit funds, foundations, or corporations organized and operated exclusively for charitable or educational purposes and which have established tax-exempt status under Internal Revenue Code.

VI.

The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

3. The foregoing amendment and restatement of the articles of incorporation has been duly approved by the Board of Directors.

4. The corporation has no members.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

Date:

JUNE 24, 1997

Ina M. DeLong, Director

**BYLAWS
OF**

UNITED POLICYHOLDERS

A CALIFORNIA PUBLIC BENEFIT CORPORATION

**ARTICLE 1
OFFICES**

SECTION 1. PRINCIPAL OFFICE

The principal office of the corporation for the transaction of its business is located in Alameda County, California.

SECTION 2. CHANGE OF ADDRESS

The county of the corporation's principal office can be changed only by amendment of these Bylaws and not otherwise. The Board of Directors may, however, change the principal office from one location to another within the named county by noting the changed address and effective date below, and such changes of address shall not be deemed an amendment of these Bylaws:

-----	Dated: _____, 19__
-----	Dated: _____, 19__
-----	Dated: _____, 19__

SECTION 3. OTHER OFFICES

The corporation may also have offices at such other places, within or without the State of California, where it is qualified to do business, as its business may require and as the board of directors may, from time to time, designate.

ARTICLE 2 PURPOSES

SECTION 1. OBJECTIVES AND PURPOSES

The primary objectives and purposes of this corporation shall be:

- 1) To facilitate and encourage insurance consumer education.
- 2) To promote the prompt and fair settlement of insurance claims thereby reducing the volume of insurance litigation.
- 3) To protect insurance consumers' rights and deter industry misconduct.

ARTICLE 3 DIRECTORS

SECTION 1. NUMBER

The corporation shall have not less than 3 nor more than 21 directors, with the exact number to be fixed within these limits by approval of the Board of Directors. Collectively this group shall be known as the Board of Directors. The number may be changed by amendment of this Bylaw, or by repeal of this Bylaw and adoption of a new Bylaw, as provided in these Bylaws.

SECTION 2. POWERS

Subject to the provisions of the California Nonprofit Public Benefit Corporation law and any limitations in the Articles of Incorporation and Bylaws relating to action required or permitted to be taken or approved by the members, if any, of this corporation, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

SECTION 3. DUTIES

It shall be the duty of the directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws;
- (b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the corporation;
- (c) Supervise all officers, agents and employees of the corporation to assure that their duties are performed properly;
- (d) Meet at such times and places as required by these Bylaws;
- (e) Register their addresses with the Secretary of the corporation and notices of meetings mailed or telegraphed to them at such addresses shall be valid notices thereof.

SECTION 4. TERMS OF OFFICE

Each director shall hold office until the next annual meeting for election of the Board of Directors as specified in these Bylaws; and until his or her successor is elected and qualifies. The Board may elect to change the term of office of some or all directors to no more than three years, in which case a director shall hold office until his or her term expires. There is no limit to the number of terms a director can hold consecutively.

SECTION 5. COMPENSATION

Directors shall serve without compensation except that they shall be allowed and paid their actual and necessary expenses incurred in attending Directors meetings. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties as specified in Section 3 of this Article. Directors may not be compensated for rendering services to the corporation in any capacity other than director unless such other compensation is reasonable and is allowable under the provisions of Section 6 of this Article.

SECTION 6. RESTRICTION REGARDING INTERESTED DIRECTORS

Notwithstanding any other provision of these Bylaws, not more than forty-nine percent (49%) of the persons serving on the board may be interested persons. For purposes of this Section, "interested persons" means either:

- (a) Any person currently being compensated by the corporation for services rendered it within the previous twelve (12) months, whether as a full- or part-time officer or other employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; or
- (b) Any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person.

SECTION 7. PLACE OF MEETINGS

Meetings shall be held at the principal office of the corporation unless otherwise provided by the board or at such place within or without the State of California which has been designated from time to time by the Board of Directors. Any meeting, regular or special, may be held by conference telephone or similar communications equipment, so as long as all directors participating in such meeting can hear one another.

SECTION 8. REGULAR AND ANNUAL MEETINGS

The Board of Directors shall meet at least once every six months, at a time to be decided upon the Board. At the annual meeting of directors held in December, directors shall be elected by the Board of Directors in accordance with this section. Cumulative voting by directors for the election of directors shall not be permitted. The candidates receiving the highest number of votes up to the number of directors to be elected shall be elected. Each director shall cast one vote, with voting being by ballot only.

SECTION 9. SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by the Chairperson of the board, the President, the Vice President, the Secretary, or by any two directors, and such meetings shall be held at the place, within or without the State of California, designated by the person or persons calling the meeting, and in the absence of such designation, at the principal office of the corporation.

SECTION 10. NOTICE OF MEETINGS

Regular meetings of the board may be held without notice. Special meetings of the board shall be held upon four (4) days' notice by first-class mail or forty-eight (48) hours' notice delivered personally or by telephone or telegraph. If sent by mail or telegraph, the notice shall be deemed to be delivered on its deposit in the mails or on its delivery to the telegraph company. Such notices shall be addressed to each director at his or her address as shown on the books of the corporation. Notice of the time and place of holding an adjourned meeting need not be given to absent directors if the time and place of the adjourned meeting are fixed at the meeting adjourned and if such adjourned meeting is held no more than twenty-four (24) hours from the time of the original meeting. Notice shall be given of any adjourned regular or special meeting to directors absent from the original meeting if the adjourned meeting is held more than twenty-four (24) hours from the time of the original meeting.

SECTION 11. CONTENTS OF NOTICE

Notice of meetings not herein dispensed with shall specify the place, day and hour of the meeting. The purpose of any board meeting need not be specified in the notice.

SECTION 12. WAIVER OF NOTICE AND CONSENT TO HOLDING MEETINGS

The transactions of any meeting of the board, however called and noticed or wherever held, are as valid as though the meeting had been duly held after proper call and notice, provided a quorum, as hereinafter defined, is present and provided that either before or after the meeting each director not present signs a waiver of notice, a consent to holding the meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

SECTION 13. QUORUM FOR MEETINGS

A quorum shall consist of a majority of the Board of Directors. Except as otherwise provided in these Bylaws or in the Articles of Incorporation of this corporation, or by law, no business shall be considered by the board at any meeting at which a quorum, as hereinafter defined, is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn. However, a majority of the directors present at such meeting may adjourn from time to time until the time fixed for the next regular meeting of the board.

When a meeting is adjourned for lack of a quorum, it shall not be necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted at such meeting, other than by announcement at the meeting at which the adjournment is taken, except as provided in Section 10 of this Article.

The directors present at a duly called and held meeting at which a quorum is initially present may continue to do business notwithstanding the loss of a quorum at the meeting due to a withdrawal of directors from the meeting, provided that any action thereafter taken must be approved by at least a majority of the required quorum for such meeting or such greater percentage as may be required by law, or the Articles of Incorporation or Bylaws of this corporation.

SECTION 14. MAJORITY ACTION AS BOARD ACTION

Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless the Articles of Incorporation or Bylaws of this corporation, or provisions of the California Nonprofit Public Benefit Corporation Law, particularly those provisions relating to appointment of committees (Section 5212), approval of contracts or transactions in which a director has a material financial interest (Section 5233) and indemnification of directors (Section 5238e), require a greater percentage or different voting rules for approval of a matter by the board.

SECTION 15. CONDUCT OF MEETINGS

Meetings of the Board of Directors shall be presided over by the President of the Board, or, in his or her absence, by the Vice President of the Board or, in the absence of each of these persons, by a Chairperson chosen by a majority of the directors present at the meeting. The Secretary of the Board shall act as secretary of all meetings of the board, provided that, in his or her absence, the presiding officer shall appoint another person to act as Secretary of the Meeting.

Meetings shall be governed by Robert's Rules of Order, or as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these Bylaws, with the Articles of Incorporation of this corporation, or with provisions of law.

SECTION 16. ACTION BY UNANIMOUS WRITTEN CONSENT WITHOUT MEETING

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. For the purposes of this Section only, "all members of the board" shall not include any "interested director" as defined in Section 5233 of the California Nonprofit Public Benefit Corporation Law. Such written consent or consents shall be filed with the minutes of the proceedings of the board. Such action by written consent shall have the same force and effect as the unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Bylaws of this corporation authorize the directors to so act, and such statement shall be prima facie evidence of such authority.

SECTION 17. VACANCIES

Vacancies on the Board of Directors shall exist (1) on the death, resignation or removal of any director, and (2) whenever the number of authorized directors is increased.

The Board of Directors may declare vacant the office of a director who has been declared of unsound mind by a final order of court, or convicted of a felony, or been found by a final order or judgment of any court to have breached any duty under Section 5230 and following of the California Nonprofit Public Benefit Corporation Law.

Since this corporation has no members, directors may be removed without cause by a majority of the directors then in office.

Any director may resign effective upon giving written notice to the Chairperson of the Board, the President, the Secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of such resignation. No director may resign if the corporation would then be left without a duly elected director or directors in charge of its affairs, except upon notice to the Attorney General.

Vacancies on the board may be filled by approval of the board or, if the number of directors then in office is less than a quorum, by (1) the unanimous written consent of the directors then in office, (2) the affirmative vote of a majority of the directors then in office at a meeting held pursuant to notice or waivers of notice complying with this Article of these Bylaws, or (3) a sole remaining director. If this corporation has members, however, vacancies created by the removal of a director may be filled only by the approval of the members. The members, if any, of this corporation may elect a director at any time to fill any vacancy not filled by the directors.

A person elected to fill a vacancy as provided by this Section shall hold office until the next annual election of the Board of Directors or until his or her death, resignation or removal from office.

SECTION 18. NON-LIABILITY OF DIRECTORS

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

SECTION 19. INDEMNIFICATION BY CORPORATION OF DIRECTORS, OFFICERS, EMPLOYEES AND OTHER AGENTS

To the extent that a person who is, or was, a director, officer, employee or other agent of this corporation has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the corporation, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.

If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements and other amounts reasonably incurred in connection with such proceedings shall be provided by this corporation but only to the extent allowed by, and in accordance with the requirements of, Section 5238 of the California Nonprofit Public Benefit Corporation Law.

SECTION 20. INSURANCE FOR CORPORATE AGENTS

The Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation (including a director, officer, employee or other agent of the corporation) against any liability other than for violating provisions of law relating to self-dealing (Section 5233 of the California Nonprofit Public Benefit Corporation Law) asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the corporation would have the power to indemnify the agent against such liability under the provisions of Section 5238 of the California Nonprofit Public Benefit Corporation Law.

ARTICLE 4 OFFICERS

SECTION 1. NUMBER OF OFFICERS

The officers of the corporation shall be a President, a Secretary, and a Chief Financial Officer who shall be designated the Treasurer. These officers will also serve as the President, Secretary and Treasurer of the Board of Directors. The corporation may also have, as determined by the Board of Directors, one or more Vice Presidents, Assistant Secretaries, Assistant Treasurers, or other officers. Any number of offices may be held by the same person except that neither the Secretary nor the Treasurer may serve as the President or Chairperson of the Board.

SECTION 2. QUALIFICATION, ELECTION, AND TERM OF OFFICE

Any person may serve as officer of this corporation. Officers shall be elected by the Board of Directors, at any time, and each officer shall hold office until he or she resigns or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

SECTION 3. SUBORDINATE OFFICERS

The Board of Directors may appoint such other officers or agents as it may deem desirable, and such officers shall serve such terms, have such authority, and perform such duties as may be prescribed from time to time by the Board of Directors.

SECTION 4. REMOVAL AND RESIGNATION

Any officer may be removed, either with or without cause, by the Board of Directors, at any time. Any officer may resign at any time by giving written notice to the Board of Directors or to the President or Secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of this Section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board of Directors relating to the employment of any officer of the corporation.

SECTION 5. VACANCIES

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the Board of Directors. In the event of a vacancy in any office other than that of President, such vacancy may be filled temporarily by appointment by the President until such time as the Board shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the board may or may not be filled as the board shall determine.

SECTION 6. DUTIES OF PRESIDENT

The President shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, supervise and control the affairs of the corporation and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the Articles of Incorporation of this corporation, or by these Bylaws, or which may be prescribed from time to time by the Board of Directors. Unless another person is specifically appointed as Chairperson of the Board of Directors, he or she shall preside at all meetings of the Board of Directors. If applicable, the President shall preside at all meetings of the members. Except as otherwise expressly provided by law, by the Articles of Incorporation, or by these Bylaws, he or she shall, in the name of the corporation, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors.

SECTION 7. DUTIES OF VICE PRESIDENT

In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed by the Board of Directors.

SECTION 8. DUTIES OF SECRETARY

The Secretary shall:

Certify and keep at the principal office of the corporation the original, or a copy, of these Bylaws as amended or otherwise altered to date.

Ensure that, at the principal office of the corporation or at such other place as the board may determine, a book of minutes of all meetings of the directors, and, if applicable, meetings of committees of directors and of members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.

See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.

Be custodian of the records and of the seal of the corporation and see that the seal is affixed to all duly executed documents, the execution of which on behalf of the corporation under its seal is authorized by law or these Bylaws.

Exhibit at all reasonable times to any director of the corporation, or to his or her agent or attorney, on request therefor, the Bylaws, and the minutes of the proceedings of the directors of the corporation.

In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation of this corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

SECTION 9. DUTIES OF TREASURER

Subject to the provisions of these Bylaws relating to the "Execution of Instruments, Deposits and Funds," the Treasurer shall:

Ensure that all funds and securities of the corporation are accounted for, and see that all such funds are deposited in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors.

Make sure that all monies due and payable to the corporation from any source whatsoever are received.

Disburse, or cause to be disbursed, the funds of the corporation as may be directed by the Board of Directors, taking proper vouchers for such disbursements.

Ensure that adequate and correct accounts of the corporation's properties and business transactions are maintained, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.

Exhibit at all reasonable times the books of account and financial records to any director of the corporation, or to his or her agent or attorney, on request therefor.

Render to the President and directors, whenever requested, an account of any or all of his or her transactions as Treasurer and of the financial condition of the corporation.

Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

SECTION 10. COMPENSATION

The salaries of the officers, if any, shall be fixed from time to time by resolution of the Board of Directors, and no officer shall be prevented from receiving such salary by reason of the fact that he or she is also a director of the corporation, provided, however, that such compensation paid a director for serving as an officer of this corporation shall only be allowed if permitted under the provisions of Article 3, Section 6 of these Bylaws. In all cases, any salaries received by officers of this corporation shall be reasonable and given in return for services actually rendered for the corporation which relate to the performance of the charitable or public purposes of this corporation.

ARTICLE 5 COMMITTEES

SECTION 1. EXECUTIVE COMMITTEE

The Board of Directors may, by a majority vote of directors, designate two (2) or more of its members (who may also be serving as officers of this corporation) to constitute an Executive Committee and delegate to such Committee any of the powers and authority of the board in the management of the business and affairs of the corporation, except with respect to:

- (a) The approval of any action which, under law or the provisions of these Bylaws, requires the approval of the members or of a majority of all of the members.
- (b) The filling of vacancies on the board or on any committee which has the authority of the board.
- (c) The fixing of compensation of the directors for serving on the board or on any committee.
- (d) The amendment or repeal of Bylaws or the adoption of new Bylaws.
- (e) The amendment or repeal or any resolution of the board which by its express terms is not so amendable or repealable.
- (f) The appointment of committees of the board or the members thereof.
- (g) The expenditure of corporate funds to support a nominee for director after there are more people nominated for director than can be elected.

(h) The approval of any transaction to which this corporation is a party and in which one or more of the directors has a material financial interest, except as expressly provided in Section 5233(d)(3) of the California Nonprofit Public Benefit Corporation Law.

By a majority vote of its members then in office, the board may at any time revoke or modify any or all of the authority so delegated, increase or decrease but not below two (2) the number of its members, and fill vacancies therein from the members of the board. The Committee shall keep regular minutes of its proceedings, cause them to be filed with the corporate records, and report the same to the board from time to time as the board may require.

SECTION 2. OTHER COMMITTEES

The corporation shall have such other committees as may from time to time be designated by resolution of the Board of Directors. Such other committees may consist of persons who are not also members of the board. These additional committees shall act in an advisory capacity only to the board and shall be clearly titled as "advisory" committees.

SECTION 3. MEETINGS AND ACTION OF COMMITTEES

Meetings and action of committees shall be governed by, noticed, held and taken in accordance with the provisions of these Bylaws concerning meetings of the Board of Directors, with such changes in the context of such Bylaw provisions as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time for regular meetings of committees may be fixed by resolution of the Board of Directors or by the committee. The time for special meetings of committees may also be fixed by the Board of Directors. The Board of Directors may also adopt rules and regulations pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the provisions of these Bylaws.

ARTICLE 6
EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS

SECTION 1. EXECUTION OF INSTRUMENTS

The Board of Directors, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

SECTION 2. CHECKS AND NOTES

Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the Treasurer or President.

SECTION 3. DEPOSITS

All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

SECTION 4. GIFTS

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the charitable or public purposes of this corporation.

ARTICLE 7
CORPORATE RECORDS, REPORTS AND SEAL

SECTION 1. MAINTENANCE OF CORPORATE RECORDS

The corporation shall keep at its principal office in the State of California:

- (a) Minutes of all meetings of directors, committees of the board and, if this corporation has members, of all meetings of members, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;
- (b) Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains and losses;
- (c) A record of its members, if any, indicating their names and addresses and, if applicable, the class of membership held by each member and the termination date of any membership;
- (d) A copy of the corporation's Articles of Incorporation and Bylaws as amended to date, which shall be open to inspection by the members, if any, of the corporation at all reasonable times during office hours.

SECTION 2. CORPORATE SEAL

The Board of Directors may adopt, use, and at will alter, a corporate seal. Such seal shall be kept at the principal office of the corporation. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.

SECTION 3. DIRECTORS' INSPECTION RIGHTS

Every director shall have the absolute right at any reasonable time to inspect and copy all books, records and documents of every kind and to inspect the physical properties of the corporation.

SECTION 4. RIGHT TO COPY AND MAKE EXTRACTS

Any inspection under the provisions of this Article may be made in person or by agent or attorney and the right to inspection includes the right to copy and make extracts.

SECTION 5. ANNUAL REPORT

The board shall cause an annual report to be furnished not later than one hundred and twenty (120) days after the close of the corporation's fiscal year to all directors of the corporation, which report shall contain the following information in appropriate detail:

- (a) The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the fiscal year;
- (d) The expenses or disbursements of the corporation, for both general and restricted purposes, during the fiscal year;
- (e) Any information required by Section 7 of this Article.

The annual report shall be accompanied by any report thereon of independent accountants, or, if there is no such report, the certificate of an authorized officer of the corporation that such statements were prepared without audit from the books and records of the corporation.

SECTION 6. ANNUAL STATEMENT OF SPECIFIC TRANSACTIONS TO MEMBERS

This corporation shall mail or deliver to all directors a statement within one hundred and twenty (120) days after the close of its fiscal year which briefly describes the amount and circumstances of any indemnification or transaction of the following kind:

- (a) Any transaction in which the corporation, or its parent or its subsidiary, was a party, and in which either of the following had a direct or indirect material financial interest:
 - (1) Any director or officer of the corporation, or its parent or subsidiary (a mere common directorship shall not be considered a material financial interest); or
 - (2) Any holder of more than ten percent (10%) of the voting power of the corporation, its parent or its subsidiary.

The above statement need only be provided with respect to a transaction during the previous fiscal year involving more than FIFTY THOUSAND DOLLARS (\$50,000) or which was one of a number of transactions with the same persons involving, in the aggregate, more than FIFTY THOUSAND DOLLARS (\$50,000).

Similarly, the statement need only be provided with respect to indemnifications or advances aggregating more than TEN THOUSAND DOLLARS (\$10,000) paid during the previous fiscal year to any director or officer, except that no such statement need be made if such indemnification was approved by the members pursuant to Section 5238(e)(2) of the California Nonprofit Public Benefit Corporation Law.

Any statement required by this Section shall briefly describe the names of the interested persons involved in such transactions, stating each person's relationship to the corporation, the nature of such person's interest in the transaction and, where practical, the amount of such interest, provided that in the case of a transaction with a partnership of which such person is a partner, only the interest of the partnership need be stated.

If this corporation has any members and provides all members with an annual report according to the provisions of Section 6 of this Article, then such annual report shall include the information required by this Section.

ARTICLE 8 FISCAL YEAR

SECTION 1. FISCAL YEAR OF THE CORPORATION

The fiscal year of the corporation shall begin on the 1st of January and end on the 31 of December in each year.

**ARTICLE 9
AMENDMENT OF BYLAWS**

SECTION 1. AMENDMENT

Subject to any provision of law applicable to the amendment of Bylaws of public benefit nonprofit corporations, these Bylaws, or any of them, may be altered, amended, or repealed and new Bylaws adopted as follows:

(a) Subject to the power of members, if any, to change or repeal these Bylaws under Section 5150 of the Corporations Code, by approval of the Board of Directors unless the Bylaw amendment would materially and adversely affect the rights of members, if any, as to voting or transfer, provided, however, if this corporation has admitted any members, then a Bylaw specifying or changing the fixed number of directors of the corporation, the maximum or minimum number of directors, or changing from a fixed to variable board or vice versa, may not be adopted, amended, or repealed except as provided in subparagraph (b) of this Section; or

**ARTICLE 10
AMENDMENT OF ARTICLES**

SECTION 1. AMENDMENT OF ARTICLES BEFORE ADMISSION OF MEMBERS

Before any members have been admitted to the corporation, any amendment of the Articles of Incorporation may be adopted by approval of the Board of Directors.

SECTION 2. AMENDMENT OF ARTICLES AFTER ADMISSION OF MEMBERS

After members, if any, have been admitted to the corporation, amendment of the Articles of Incorporation may be adopted by the approval of the Board of Directors and by the approval of the members of this corporation.

SECTION 3. CERTAIN AMENDMENTS

Notwithstanding the above Sections of this Article, this corporation shall not amend its Articles of Incorporation to alter any statement which appears in the original Articles of Incorporation and of the names and addresses of the first directors of this corporation nor the name and address of its initial agent, except to correct an error in such statement or to delete either statement after the corporation has filed a "Statement by a Domestic Non-Profit Corporation" pursuant to Section 6210 of the California Nonprofit Corporation Law.

ARTICLE 11

PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS

SECTION 1. PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS

No member, director, officer, employee, or other person connected with this corporation, or any private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the corporation, provided, however, that this provision shall not prevent payment to any such person or reasonable compensation for services performed for the corporation in effecting any of its public or charitable purposes, provided that such compensation is otherwise permitted by these Bylaws and is fixed by resolution of the Board of Directors; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of the corporation. All members, if any, of the corporation shall be deemed to have expressly consented and agreed that on such dissolution or winding up of the affairs of the corporation, whether voluntarily or involuntarily, the assets of the corporation, after all debts have been satisfied, shall be distributed as required by the Articles of Incorporation of this corporation and not otherwise.

**ARTICLE 12
MEMBERS**

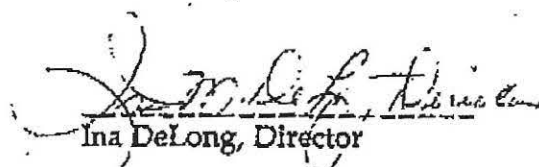
SECTION 1. DETERMINATION OF MEMBERS

If this corporation makes no provision for members, then, pursuant to Section 5310(b) of the Nonprofit Public Benefit Corporation Law of the State of California, any action which would otherwise, under law or the provisions of the Articles of Incorporation or Bylaws of this corporation, require approval by a majority of all members or approval by the members, shall only require the approval of the Board of Directors.

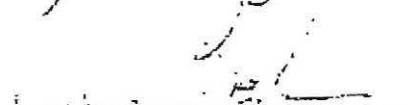
WRITTEN CONSENT OF DIRECTORS ADOPTING BYLAWS

We, the undersigned, are all of the persons named as the initial directors in the Articles of Incorporation of United Policyholders, a California nonprofit corporation, and, pursuant to the authority granted to the directors by these Bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing Bylaws, consisting of 22 pages, as the Bylaws of this corporation.

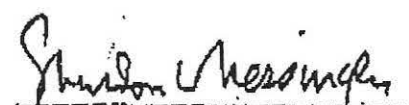
Dated: Dec. 3, 1992



Ina DeLong, Director



Amy Bach, Director



Sheldon Messenger, Director

EXHIBIT B

Approximate number of current members of United Policyholders' (Cal. Code. Regs., Tit. 10 §2662.2(a)(2)(B)).

United Policyholders is a Board of Directors driven non-profit organization and does not have members. However, United Policyholders serves approximately 12,000 individuals through it's electronic and print mailings and has approximately 472,000 website users.

EXHIBIT C

A list of the names of the members of United Policyholder's current Board of Directors (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(C)).

Amy Bach
Co-founder and Executive Director
381 Bush Street, 8th Floor
San Francisco, CA 94104

Hon. David Baria
Baria-Williamson
153 Main Street
Bay St. Louis, MS 39520

Jim Beneke
The Beneke Company/Adjusters International
1717 West 6th Street #220
Austin, TX 78703-5083

Nicholas Casagrande
NC Financial Group
22 Battery St #401
San Francisco, CA 94111

Terrence Coleman
Pillsbury & Coleman
600 Montgomery St # 31
San Francisco, CA 94111

Laura Levine
EverBank
1 Embarcadero Center
San Francisco, CA 94111

William F. Merlin, Jr.
Merlin Law Group
777 S. Harbour Island Blvd, Suite 950
Tampa, FL 33602

Susan Piper
33 Hiller Drive
Oakland, CA 94618

Jennifer Rosdail
Keller Williams San Francisco

25 Valencia Street
San Francisco, CA 94103

Pamela Schmitz
Brio Financial Group/Ameriprise
44 Montgomery St #4210
San Francisco, CA 94104

John Sullivan
Avaya, Inc.
4655 Great America Pkwy
Santa Clara, CA 95054

Doug Wertheimer
Industry Capital Advisors
1 Sansome St # 1500
San Francisco, CA 94104

Alice J. Wolfson
DL Law Group
345 Franklin Street
San Francisco, CA 94102

EXHIBIT D

United Policyholders' newsletter circulation and a representative sample (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(D)).

See next page.

The attached electronic newsletter was sent to 8,234 recipients. A year-end fundraising letter was mailed to 8500.

2016 Advocacy and Action Wrap UP

Post-election predictions suggest our consumer protection work will get even harder and safeguards Congress put in place after the 2008 meltdown to prevent financial abuse may be in jeopardy.¹ But UP scored some very significant gains this year through our Advocacy and Action program and we are ready for the important work that lies ahead in 2017. We hope you will continue to support our work throughout the country...

Recent highlights include:

- The national Essential Protections for Policyholders project
- Intervening to prevent harm from the use of a risk model called "Fire Line"
- A big victory in Texas
- Helping consumers make good buying choices
- Two new UP Task Forces staffed by volunteers
- Championing policyholder rights in courts & where it counts
- Recent UP Friend of the Court briefs

The national Essential Protections for Policyholders project

A 50 state "Essential Protections for Policyholders" legislative template and report was recently released by the Rutgers Center for Risk and Responsibility in cooperation with United Policyholders. Each state has its own laws and regulations on insurance. Some protect consumer rights much more than others. The Essential Protections project identifies laws that should be in place in every state, along with suggested statutory language for bringing all 50 states up to appropriate standards.²



A persuasive voice at the ALI Restatement of the Law of Liability Insurance Advisors Meeting



Maine and Rhode Island regulators Bob Wake and Paula Palozzi with ED Amy Bach

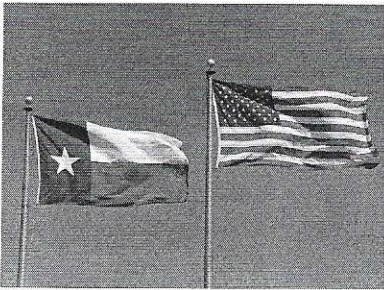
¹ <http://finance.yahoo.com/news/donald-trump-could-dismantle-cfpb-and-hurt-consumers-160126523.html>

² <http://www.uphelp.org/rutgers-law-school-new-jersey-launches-project-improve-homeowners%E2%80%99-insurance>

Intervening to prevent harm from a risk model called "Fire Line"

Some insurance companies are now using the system to re-classify and re-rate the properties they insure. As a result, homeowners in some parts of the state are being dropped by their long time insurer and having trouble replacing their coverage at an affordable price. Fire Line is one of the "black box" rating models that regulators across the US are having a hard time dissecting. UP absolutely recognizes the need for insurers to underwrite and accurately price the risks they insure, and climate change and the drought are real factors. But reports of similar houses getting dramatically different Fire Line scores are cause for a deeper inquiry. It's essential to consumers and a healthy competitive insurance marketplace that computerized risk models not inflate risk or discriminate based on hidden factors.

A big victory in Texas



The most potent leverage an individual consumer has to hold powerful insurance companies to their promises and obligations is the right to use our public civil court jury system to resolve a dispute. So when a Texas home insurance company sought approval from the state's regulator to hoodwink consumers into giving up that leverage, UP swung into action. The insurer wanted to offer a modest premium discount in return for the consumer agreeing to resolve all disputes in private binding arbitration.

We weighed in with the Texas Insurance Commissioner and coordinated with our Lone Star State volunteers and non-profit partners to publicize why this is a very bad idea.³ The insurer dropped the proposal. We won!⁴

Helping consumers make good buying choices

UP accepted an invitation from the Maryland Insurance Administration to comment on the draft of a new disclosure form that will be sent with every homeowner's insurance policy renewal or new policy. The goal is to explain options and promote good buying choices. UP has participated in helping draft standardized disclosure forms in California, Colorado and New York. Read our full comments online.⁵

Two new UP Task Forces staffed by volunteers

UP's Wildland Urban Interface Zone Insurance Affordability and Availability Task Force includes retired insurance agents and UP Board member Sue Piper, a firestorm survivor and community leader. Read more online.⁶ UP's Long Term Care Insurance Task Force includes current and retired UP Board members Pam Schmitz and Larry Ginsburg and other Bay Area elder care and personal finance experts.

#GIVINGTUESDAY



Every day can be #GivingTuesday

Help UP stay strong as a voice for policyholders where vital issues are being decided. Our advocacy hinges on your action...Support UP with a tax-deductible gift today!

³http://uphelp.org/sites/default/files/blog/letter_to_tdi_opposing_mandatory_arb_5-18-16_with_date.pdf

⁴ <https://www.texastribune.org/2016/11/03/texas-insurer-drops-push-let-homeowners-forgo-rig/>

⁵http://uphelp.org/sites/default/files/attachments/10.27.16_maryland_disclosure_comments_1.pdf

⁶ <http://www.uphelp.org/tip/whats-jilted-policyholder-do>

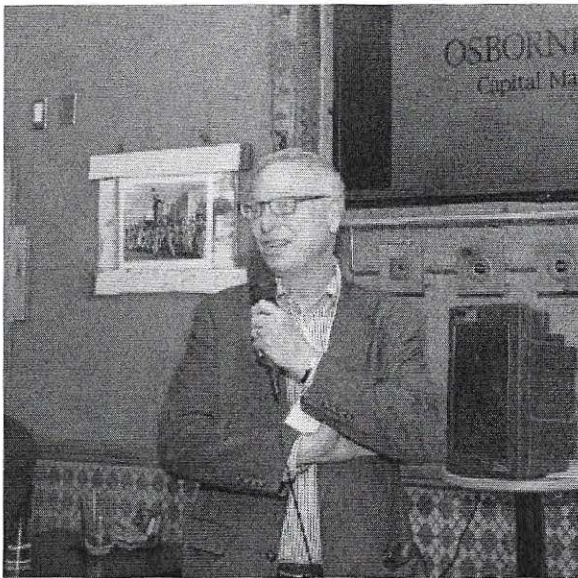
Championing policyholder rights in courts & where it counts



A California State Senate hearing on climate change's insurance impact

UP is a strong voice for insurance consumers in the media, academia, courts of law and legislatures across the U.S. We represent consumers at the National Association of Insurance Commissioners and recently wrapped up service as an Advisor to the American Law Institute's Restatement of the Law of Liability Insurance project.

With the additional amicus briefs we've filed this year our total filed to date is now well over 400. See details on recent policyholder wins and losses below and in our Amicus Library.⁷



Policyholder attorney David Goodwin was recently honored at UP's second annual Tee UP fundraiser



CA Insurance Commissioner Dave Jones, ED Amy Bach, and Staff Attorney Dan Wade

Recent UP Friend of the Court briefs:

Mary Haley et al v. Kolbe and Kolbe Millwork Co, Inc. and Fireman's Fund Ins. Co.⁸

(U.S. Court of Appeals for the 7th Cir.) Authors: Gregory L. Dillion, Esq., Alan H. Packer, Esq., Graham C. Mills, Esq., and Jacquelyn M. Mohr, Esq. of Newmeyer Dillion LLP (CGL policies must provide coverage for property damage resulting from alleged construction defect)

⁷ <http://www.uphelp.org/resources/amicus-briefs>

⁸ <http://www.uphelp.org/mary-haley-et-al-v-kolbe-and-kolbe-millwork-co-inc-and-firemans-fund-insurance-company>

Altman Contractors, Inc. v. Crum and Forster Specialty Insurance Company⁹

(Florida Supreme Court, 2016) Drafted pro bono by Gregory Podolak of Saxe Doernberger and Vita, P.C. (An insurer's duty to defend includes Florida's statutory notice to repair procedure)

USAA Texas Lloyds Company v. Gail Mechaca¹⁰

(Texas Supreme Court, 2016) Drafted pro bono by Marc S. Tablosky and Penelope E.

Nicholson of Schiffer Odom Hicks and Johnson PLLC (Bad faith does not require "independent injury" apart from failure to investigate)

Radiator Specialty Company v. Fireman's Fund Insurance Co.¹¹

(North Carolina Court of Appeals, 2016) Drafted pro bono by Ann V. Kramer and Julie L. Hammerman of Reed Smith LLP and R. Steven DeGeorge of Robinson, Bradshaw & Hinson, P.A (Pro-rating coverage under a CGL policy for environmental and asbestos claims is contrary to public policy)

National Union Fire Ins. Co. of Pittsburgh, PA v. The Fund for Animals¹²

(Maryland Court of Appeals, 2016) Drafted pro bono by Daniel J. Healy of Anderson

Kill PC (The notice-prejudice doctrine prevents undue forfeiture when an insured does not timely report a claim)

Dale Snyder v. ACORD corporation et al¹³

(U.S. Court of Appeals, 10th Circuit 2016) Drafted by Executive Director Amy Bach and Staff Attorney Dan Wade (underinsurance is a chronic problem and disaster victims need access to the court system to find remedies)

Mark West Energy Partners, LP v. Zurich American Ins. Co.¹⁴

(Colorado Court of Appeals, 2016) Drafted pro bono by James M. Davis John N. Ellison, Anthony B.

Crawford of Reed Smith LLP (Notice-prejudice rule applies to occurrence and claims-made-and reported policies)

Auto Owners Ins. Co. v. Elite Homes¹⁵

(U.S. Court of Appeals, 11th Circuit) Authored pro bono by Stephen A. Marino, Jr., and Benjamin C.

Hassebrock, of Ver Ploeg and Lumpkin, P.A. (The duty to defend suits alleging bodily injury or property damage is a fundamental duty)

Allianz Global Risks U.S. Ins. Co., Allianz Underwriters Ins. Co. v. Ace Property and Casualty Ins. Co. et al¹⁶

(Oregon Supreme Court, 2016) Co-amici with the Port of Portland, UP was represented pro bono by Seth H. Row of Miller Nash Graham and Dunn LLP (Ambiguous terms must be construed against the drafter-insurer in order to effectuate coverage)

⁹ <http://www.uphelp.org/altman-contractors-inc-v-crum-and-forster-specialty-insurance-company>

¹⁰ <http://www.uphelp.org/usaa-texas-lloyds-company-v-gail-mechaca>

¹¹ <http://www.uphelp.org/radiator-specialty-company-v-firemans-fund-insurance-co>

¹² <http://www.uphelp.org/national-union-fire-ins-co-pittsburgh-pa-v-fund-animals>

¹³ <http://www.uphelp.org/snyder-v-acord-corporation-et-al>

¹⁴ <http://www.uphelp.org/markwest-energy-partners-lp-v-zurich-american-ins-co>

¹⁵ <http://www.uphelp.org/auto-owners-ins-co-v-elite-homes>

¹⁶ <http://www.uphelp.org/allianz-global-risks-us-ins-co-allianz-underwriters-ins-co-v-ace-property-and-casualty-ins-co-et-al>

UP also filed comments on legislation and letters to various courts:

Clayton Paslay v. State Farm General Ins. Co.¹⁷

(Request for Depublication where court erred in inappropriately applying the genuine dispute doctrine as a defense to bad faith)

Gordon Blackwell v. Foremost Ins. Co.¹⁸

(Letter supporting petition for review where insurer invoked pre-litigation appraisal after litigating the claim for two years)

We worked hard the past 12 months to protect and advance policyholders' rights in courts and legislatures throughout the country. We interfaced with state insurance regulators and insurance and personal finance professionals to solve marketplace problems.

We engaged our outstanding attorney volunteers to help us be an effective advocate for consumers with the judges who determine policyholders' fates on a daily basis in courts throughout the United States.

For more information on the Amicus Project and to view all UP amicus briefs filed this year, visit our Amicus Library.¹⁹

¹⁷ <http://uphelp.org/paslay-v-state-farm>

¹⁸ <http://uphelp.org/gordon-blackwell-v-foremost-ins-co>

¹⁹ <http://uphelp.org/resources/amicus-briefs>

EXHIBIT E

United Policyholders' annual or year-end report for the prior year (see above) (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(E)).

*See previous page.

EXHIBIT F

United Policyholders has been granted non-profit status under Internal Revenue Service Code 501(c)(3) (No. 94-3162024) (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(F)).

Please advise whether United Policyholders must provide it's 2015 Form 990.

EXHIBIT G

A listing, by general category, of United Policyholders' funding sources for the prior 24 months and the approximate total percentage of United Policyholders' annual budget from each funding category. Each foundation, corporate, business, or government agency grant is listed individually Cal. Code. Regs., Tit. 10 2662.2(a)(2)(G).

2015 total support and revenue \$333,360

Contributed revenue \$182,484 (55%)

Earned revenue \$112,604 (34%)

Grants/restricted contributions \$38,272 (11%)

2016 total support and revenue \$308,010

Contributed revenue \$165,988 (54%)

Earned revenue \$116,012 (38%)

Grants/restricted contributions \$26,000 (8%)

Grantors

Wood-Feinman Fund

AT&T

Hersher Family Foundation

Home Depot Foundation

Consumer Federation of America

Greenspan Adjusters

Newmeyer and Dillion, LLP