

**Plan of Reorganization of CUNA Mutual Insurance Society
Index of Compliance**

Document Key	
Limited Application Before the Iowa Commissioner	Application
Dividend Policy	Dividend Policy
Form A Statement Regarding Reorganization	Form A
Mutual Holding Company Articles of Incorporation	MHC Articles
Plan of Reorganization	Plan

<u>Rule</u>	<u>Application Information</u>	<u>Cross Reference</u>
191-46.3(2)	a. Designation as a limited or standard application.	Application ¶ 1
	b. A plan of reorganization as set forth in Rule 191-46.4.	Application ¶ 2 (Annex 1)
	c. A plan to obtain the approval of the policyholders in accordance with the applicant's articles of incorporation and bylaws. Policyholders shall be given not less than 20 days' notice of any vote on approval of reorganization.	Application ¶ 3 Plan § 3.1
	d. A copy of the mutual insurance holding company's proposed articles of incorporation and bylaws specifying all membership rights.	Application ¶ 4 Plan (Exhibits A and B)
	e. The names, addresses and occupational information of all corporate officers and members of the initial mutual insurance holding company board of directors.	Application ¶ 5 (Annex 2) MHC Article 6.3
	f. Information sufficient to demonstrate that the financial condition of the applicant will not be diminished upon reorganization.	Application ¶ 6 Form A and Plan Preamble
	g. A copy of the proposed articles of incorporation and bylaws for any insurance company subsidiary or intermediate holding company	Application ¶¶ 7 and 8 Plan (Exhibits C to F)

<u>Rule</u>	<u>Application Information</u>	<u>Cross Reference</u>
	subsidiary.	
	h. A "Form A" filing as described in 191-Chapter 45, Iowa Administrative Code.	Application ¶¶ 9 (Annex 3)
	i. An index demonstrating where in the application information supplied in compliance with each of these rules is found.	Application ¶¶ 10 (Annex 4)
	j. Any other information requested by the commissioner at any time during the course of proceeding.	TBD
191-46.4(1)	a. Establishing a mutual insurance holding company with at least one stock insurance company subsidiary or one intermediate stock holding company with a stock insurance company subsidiary, the shares of which shall be held exclusively by the mutual insurance holding company.	Plan §§ 2.2 and 2.6 MHC Article 4.1
	b. Protecting the interests of existing policyholders.	Dividend Policy Plan §§ 2.2, 2.4, 2.6, 2.7, 3.1 to 3.3, 4.1 to 4.4, 5.1, 5.2, 5.4 and 5.5
	c. Ensuring immediate membership, in the mutual insurance holding company, of all existing policyholders of the reorganizing domestic mutual insurance holding company.	MHC Article 3.1 Plan § 2.2
	d. Describing a plan providing for membership interests of future policyholders.	MHC Article 3.1
	e. Describing the number of members of the board of directors of the mutual insurance holding company required to be policyholders.	Plan § 5.1
	f. Demonstrating that, in the event of proceedings under Iowa Code chapter	Plan § 5.14

<u>Rule</u>	<u>Application Information</u>	<u>Cross Reference</u>
	507C involving a stock insurance company subsidiary of the mutual insurance holding company which resulted from the reorganization of a domestic mutual insurance company, the assets of the mutual insurance holding company will be available to satisfy the policyholder obligations of the stock insurance company.	
	g. Describing a plan how any accumulation or prospective accumulation of earnings by the mutual insurance holding company which is or would be in excess of that determined by the board of directors of the mutual insurance holding company to be necessary shall inure to the exclusive benefit of the policyholders of its insurance company subsidiaries who are members.	MHC Article 4.2(b) Plan § 5.11(b)
	h. Describing the nature and content of the annual report and financial statement to be sent to each member.	Plan § 5.12
	i. For other matters, as the applicant deems appropriate.	TBD