



195 Davison Road, Lockport, NY 14094

133rd Annual Policyholder's Meeting Tuesday April 5, 2011

The meeting was called to order at 4:30 P.M. by Chairman Lloyd Ziemendorf.

Welcome by Lloyd Ziemendorf.

Roll Call: Attendance report distributed. Members present were: Lloyd Ziemendorf, Thomas Wronski, David Cloy, John Gavenda, Elaine Wendt, Carolyn Flansburg, John Long, Glenn Maxon, David Muck, Kathy Haley, Pamela Good, Leon Wendt and Lynn Hill.

A moment of silence was observed for former President, Mr. David A. Langendorfer and all of the men and women who were associated with our Company and have passed away since our last meeting.

Pending Resolution:

At their January 20, 2011 meeting, the Governance and Nominating Committee recommended the following resolution be approved by the policyholders at their annual meeting:

Resolved: That the perpetual resolution passed at the annual policyholder's meeting of April 3, 2001, whereby a person who has reached the age of 75 cannot be elected for a new three year term as a Director, be suspended and that the Nominating Committee be authorized to nominate individuals to the Board of Directors regardless of their age.

Motion made by Lynn Hill, second by David Muck, to approve the resolution. Motion carried, 1 nay by Leon Wendt.

The minutes of the 132nd Annual Meeting were read by Elaine Wendt, Secretary.

Motion made by Thomas Wronski, second by Kathy Haley, to approve the minutes of the 132nd Annual policyholder's meeting as presented. Motion carried, 1 nay by Leon Wendt.

Thomas Wronski presented the Year End Assets, Liabilities, Surplus and Income: Annual Statement pages 2, 3 and 4.

Motion made by Glenn Maxon, second by John Long, to accept for filing: The Year End Assets, Liabilities, Surplus and Income Report. Carried.

Director Terms (2014 Class)

Glenn Maxon, Chairman of the Nominating Committee presented the Board of Director Nominees.

There are four (4) director positions expiring at today's meeting. On behalf of the policyholders, directors and staff, we thank them for their dedicated service to the company over the past three years: David Cloy, John Long, David Muck and Lloyd Ziemendorf.

The Nominating Committee, in accordance with the provisions contained in the Company By-Laws, Article II- Section 5, and its Committee Charter, is pleased to nominate the following slate of qualified candidates for the position of Director for three year terms to expire at the Annual Policyholder's meeting on the first Tuesday of April 2014:

*David Cloy

*John Long

*David Muck

The Company By-Laws, Article II, Section 5 contain provisions that allow the nomination of additional qualified persons for director positions. No names were submitted and nominations were closed on March 22, 2011 at 4:30 PM. Additionally, the Company By-Laws do not permit nominations from the floor for director positions.

Motion made by Glenn Maxon, second by Pamela Good, that the Secretary cast one unanimous vote on behalf of the policyholders for the slate of Director candidates. Carried, **1 nay by Leon Wendt.**

Elaine Wendt, Secretary, cast one unanimous vote on behalf of the policyholders to elect the slate of Director Candidates.

Old Business: None

New Business:

Passing of the Gavel to Vice Chairman, David Coy from outgoing Chairman, Lloyd Ziemendorf.


Vice Chairman David Cloy presented a Resolution of Appreciation to Lloyd V. Ziemendorf: A copy of the resolution is made a part of these minutes.

President Thomas Wronski presented a plaque to retiring Chairman and Director, Lloyd V. Ziemendorf.

Announcement: The next Annual Meeting (134th) will be held on: Tuesday, April 3, 2012 at 4:30 P.M. in the home office.

Motion by David Muck, seconded by Lloyd Ziemendorf, to adjourn. Carried.

Time 5:11 P.M.

Respectfully Submitted:  April 5, 2011
Elaine Wendt, Secretary

Approved by the Policyholder's on: **April 3, 2012 with corrections noted in red.**