

Welcome

DEAR CAPTIVE CONFERENCE ATTENDEES,

I WANT TO THANK YOU FOR ATTENDING THE 2014 OKLAHOMA CAPTIVE CONFERENCE. WHEN HB1108 WAS SIGNED INTO LAW LAST YEAR, BUSINESSES IN ALL INDUSTRIES WERE SENT A CLEAR MESSAGE THAT OKLAHOMA IS OPEN FOR BUSINESS. THIS IS A VERY EXCITING TIME TO BE A PART OF SUCH A GROWING AND VIBRANT ECONOMY.

AS YOU MAY ALREADY KNOW, CAPTIVE INSURANCE COMPANIES ARE USED FOR A VARIETY OF PURPOSES, PRIMARILY TO INSURE THE RISKS OF A SINGLE COMPANY OR INDUSTRY GROUP. THE TAX ADVANTAGES THAT MAY EXIST WHEN USING A CAPTIVE INSURANCE ARRANGEMENT ARE ATTRACTIVE AS WELL. THE PURPOSE OF THE OKLAHOMA CAPTIVE CONFERENCE IS TO EDUCATE BUSINESSES ON GENERAL USES OF CAPTIVES, MARKET THE BENEFITS THAT CAPTIVES PROVIDE AND FOSTER GROWTH IN OKLAHOMA.

I HOPE YOU ARE INSPIRED BY THE INFORMATION YOU RECEIVE TODAY. WE GREATLY APPRECIATE YOUR ATTENDANCE AND IF WE CAN HELP WITH ANY QUESTIONS YOU MAY HAVE, PLEASE DO NOT HESITATE TO CONTACT US.

SINCERELY,

A handwritten signature in black ink that reads "John D. Doak". The signature is written in a cursive style with a large, sweeping initial "J".

JOHN. D. DOAK

AGENDA

WEDNESDAY, APRIL 30, 2014

8:00	REGISTRATION BEGINS	
9:00	WELCOME & OPENING REMARKS	CHARLIE CALDWELL MIDLANDS MANAGEMENT CORP. JAMES MILLS OID
9:15	CAPTIVES LANDSCAPE	STUART MACDONALD UCO
9:30	IMPACT OF THE CAPTIVES LAW	ELLYN CASAZZA MARSH
10:00	BREAK	
10:10	SETTING UP CAPTIVES IN OKLAHOMA PANEL	JAMES MILLS FRANK STONE LAUREN BOUISE OID
10:55	OUTSIDE PERSPECTIVE OF CAPTIVES IN OKLAHOMA	DAVID JAVDAN ALVAREZ & MARSAL
11:25	BREAK	
11:35	LUNCH WITH KEYNOTE "BEST PRACTICES IN THE CAPTIVES INDUSTRY"	STEVE McELHINEY EWI
12:35	BREAK	
12:45	BEST PRACTICES, UPDATE ON FINANCIALS	THOMAS BURT UBS
1:15	EXAMINATIONS OF CAPTIVE INSURANCE COMPANIES	NESTOR ROMERO REGULATORY CONSULTANTS
1:30	2014 DEVELOPMENTS AND Q&A	GORDON AMINI OCIA OWEN LAUGHLIN LAUGHLIN & ASSOCIATES
1:50	CLOSING REMARKS	JOHN D. DOAK OKLAHOMA INSURANCE COMMISSIONER

Speakers



OKLAHOMA INSURANCE COMMISSIONER JOHN D. DOAK

John D. Doak was sworn in as Oklahoma's 12th Insurance Commissioner on January 10, 2011. For the Tulsa native, it was the culmination of a decades-long dream to combine his two passions: insurance and politics.

Doak's dream to pursue a career in insurance began as a young man. His father, a stockbroker and oilman, taught him the value of hard work and the challenges and benefits of operating within a diverse financial network. His interest in politics was piqued during his days at the University of Oklahoma. It was there, during classes taught by former Oklahoma Gov. Henry Bellmon and former State Rep. Neal McCaleb, that Doak first realized his desire to pursue

public office. He graduated in 1988 with a Bachelor of Arts degree in political science.

Shortly after graduation, Doak opened his own small business in Tulsa. Over the course of six years, he received numerous awards and commendations for his success, including being named the third Top Life Producer for Farmers Insurance.

Such diverse experience in the industry, from small business owner to corporate executive, gives Commissioner Doak a unique and broad understanding of how insurance works and knowledge that benefits the businesses and citizens of Oklahoma. He is committed to ensuring that Oklahomans have access to affordable, transparent health care within a competitive, robust market that also helps businesses succeed.

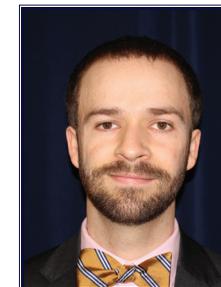


CHARLIE CALDWELL

Midlands Management

Charlie Caldwell has over 50 years of experience in the insurance industry, the majority of which have been in management positions of managing general agencies. Caldwell founded Midlands Management Corporation in 1990 and currently serves as its CEO and President. He was responsible for planning and developing Midlands from the start-up phase and continues to be the driving force in the development of new programs and in the tremendous growth Midlands has experienced.

Caldwell is active in the management of a large book of primary and excess workers' compensation business and is experienced in captive formation and reinsurance negotiation. He is recognized as an authority in self-insured workers' compensation and insurance pools and has participated as a speaker in numerous insurance seminars. He has received various insurance industry awards in recognition of his efforts on behalf of the property and casualty insurance industry by his involvement in trade associations, professional societies and the promotion of educational and civic activities. Caldwell is a graduate of Oklahoma City University.



JAMES MILLS

Oklahoma Insurance Department

A native Oklahoman, James Mills is the Director of Workers' Compensation and Captive Insurance & Assistant General Counsel for the Oklahoma Insurance Department. James is a graduate of the University of Oklahoma College of Law and a member of the Oklahoma Bar Association. In addition to earning his Juris Doctor from OU, he received his Master of Business Administration from OU's Price College of Business. He began working with Insurance Commissioner John Doak in 2010. He has been involved in a broad range of issues including health insurance reform, workers' compensation reform and captive insurance.

Keynote Luncheon Speaker



STEVE MCELHINEY

EWI Re, Inc.

Steven M. McElhiney is the President of EWI Re, Inc., a subsidiary of NL Industries, Inc. (NYSE: NL) and member of the Contran Corporation group of companies. Contran Corporation is a global, privately owned holding company that, through wholly-owned and majority-owned subsidiaries, controls four public companies and a number of private owned companies and is primarily involved with operations in chemicals, component parts, steel and waste management. Steve serves as the Chief Risk Officer for Contran Corporation, is the President of Tall Pines Insurance Company of Vermont (Contran Corporation's captive insurance company), and Chairman of EWI Re (UK), Ltd., EWI Re's London based subsidiary.

Upon joining EWI Re in 2004, Steve's insurance industry experience had spanned over two decades with groups including Fireman's Fund, TIG, Overseas Partners US Reinsurance Company and Argo. He has served in the roles of CFO, Corporate Treasurer, Ceded Reinsurance division executive, Chief Investment Officer and Board member. He has managed global commutations and was on the Creditors Committee of the English & American representing North American creditors as a class, as well as chairing CAT and Security Committees with global organizations.

He is a Past President and Chairman of the International CPCU Society (2011-2012), a professional association of 24,000 members, and a Past Chairman of the Board of the Vermont Captive Insurance Association (2011-2013).

Steve has a Master of Business Administration in Corporate Finance and a Bachelor of Science, cum laude, from the University of Southern California. He attended executive financial and management programs at Northwestern Kellogg and the University of Michigan Ross graduate schools.



STUART MACDONALD

University of Central Oklahoma

Stuart T. MacDonald, J.D., LL.M., Ph.D., received his doctorate in Political Economy from the University of Texas—Dallas (2000), where he specialized in econometrics and the relationship between business and government. His LL.M. in Law and Economics is from George Mason University (2007), where he studied the economic analysis of the law of corporate governance and corporate finance. He also holds a J.D. from Oklahoma City University (1989), and has completed post-doctoral study of financial theory at Tulane University (2009).

Currently Dr. MacDonald is an Associate Professor of Finance at the University of Central Oklahoma, in Edmond, OK. He teaches mainly in the areas of risk management and insurance and has developed a Risk Management Minor for the University of Central Oklahoma. Prior to joining UCO, he was a tenured Associate Professor of Economics and Chair of the Department of Economics and Finance at Midwestern State University.

Dr. MacDonald serves on several editorial review boards and has been admitted to the bar of Supreme Court of Oklahoma, United States Court of Military Appeals, United States Court of Appeals for the Tenth Circuit, United States District Court for the Northern District of Texas and United States District Court for the Western District of Oklahoma. In addition, he is a fellow of the Risk and Insurance Management society.



ELLYN CASAZZA

Marsh

Ellyn Casazza, Senior Vice President, has responsibility for the captive advisory effort for the southern region for Marsh's Captive Solutions Group based in Marsh's Atlanta office. Her responsibilities include providing consulting services in the captive and alternative risk area with respects to program design and feasibility, in risk optimization and reengineering efforts, and in providing strategic advice on the implementation of captive programs.

Prior to joining Marsh, Ellyn served as the Director of Risk Management for a major general contractor in New York. She also worked at Arthur Andersen in New York with responsibility for the national captive and alternative risk consulting practice. She began her career with

Johnson & Higgins in Atlanta in the casualty practice handling large accounts and the program management of several group captives.

Ellyn earned her B.B.A. in risk management and insurance, concentration in accounting from the University of Georgia and completed graduate work in finance and tax at Georgia State University and Fordham University (New York).



FRANK STONE

Oklahoma Insurance Department

Frank Stone is the Assistant Commissioner Financial Division and Chief Actuary at the Oklahoma Insurance Department. He has been with the Oklahoma Insurance Department for over 13 years and represents Commissioner Doak on the Oklahoma State Education and Employees Group Insurance Board and the boards of the Oklahoma Public Employees Retirement System, the Oklahoma Firefighters Pension and Retirement System and the Oklahoma Police Pension and Retirement System. After graduating from the University of Oklahoma in 1970, he began his insurance career at the home office of Standard Life and

Accident Insurance Company in Oklahoma City and went on to be a consultant for several life and health insurance companies and retirement plans before joining the Oklahoma Insurance Department in 1999.



LAUREN BOUSE

Oklahoma Insurance Department

Lauren Bouse is a Financial Specialist II for the Financial Division at the Oklahoma Insurance Department. Lauren joined the Department in January 2010 and has over 15 years of regulatory experience. She has served as the Lead Specialist when dealing with Captive Insurance Companies and has taken on a wide variety of new tasks with Workers' Compensation changes.



DAVID JAVDAN

Alvarez & Marsal

David A. Javdan is a Managing Director with Alvarez & Marsal, based in Washington D.C. and New York. As a former legal executive and federal and state financial regulator, Javdan brings a unique mix of experience and credibility in the corporate and public sectors. He has deep expertise in private equity investing, small business lending, sophisticated financial transactions, complex financial accounting and audit matters, healthcare law and multi-party international litigation. Javdan has been appointed by Governor Cuomo and Deputized by NYS Attorney General Eric Schneiderman to the Moreland Commission to Investigate

Public Corruption, which is invested with broad-based authority to investigate all matters that "involve public peace, public safety, and public justice." This Commission is to probe systemic public corruption and the appearance of such corruption in state government, political campaigns and elections in New York State.

Immediately prior to joining A&M, Javdan served as General Counsel of the U.S. Small Business Administration under the Administration of President George W. Bush. As General Counsel, he supervised approximately 450 professionals in 70 offices, served as CEO of the legal department and as Chief Ethics Officer of an independent Federal Financial Agency with a \$125 billion loan and \$30 billion venture capital portfolio.

Javdan served as a Member of the Board of Directors of the New York State Banking Department, Special Counsel to the New York Senate on Holocaust and Health Care issues and was appointed to the Technical Advisory Committee on Individual Health Care policy. He received a bachelor's degree from Columbia University and a Juris Doctor from Fordham Law School.



THOMAS BURT

UBS

Since 2002, Thomas Burt has been assisting insurance companies, guaranty associations, and self-insurance funds with their investments. After receiving his degree in Finance, Marketing and Multi-National Business from the Florida State University, Burt moved to Fort Myers, FL to work with Morgan Stanley Smith Barney. While there, he was ranked as the number one Insurance Investment Consultant by Eager, Davis, and Holmes three times.

In 2012, Burt moved to UBS to join their Institutional Consulting Group in Florida. He currently assists the consulting efforts of over 600 UBS Advisors in Florida. Burt is a frequent lecturer on investments and the insurance industry.



NESTOR ROMERO

Regulatory Consultants

Nestor J. Romero has over 25 years of varied business experience, which began with a Big 4 accounting firm and then as the Internal Auditor of a three-state Blue Cross Blue Shield Plan. His entrepreneurial career began in 1994 and continues today as the majority owner of The Payroll Company and CEO/OWNER at Regulatory Consultants, Inc. Over the last two decades, Nestor has built a successful bar/restaurant and a nationally recognized insurance consulting company. He is a partner in a venture capital firm and holds ownership interests in a semiconductor testing company, a water disinfection company, a restaurant chain and a smoothie and yogurt chain.

Nestor, a Certified Public Accountant, holds a Bachelor of Accountancy degree from New Mexico State University, and an MBA from the University of New Mexico. He has served on the boards of the UNM Foundation, Boys & Girls Clubs of Central New Mexico, the Albuquerque Community Foundation, the UNM Lobo Club, and the Society of Financial Examiners and was awarded the Presidents Volunteer Service Award by President George W. Bush. Currently, he is serving his second term on the Board of Special Olympics of New Mexico.



GORDON AMINI

Physicians Liability Insurance Company

Gordon Amini is Senior Vice President of Physicians Liability Insurance Company and he has played a major role in the company since its reformation several years ago. In addition, he is primarily responsible for the two captives currently being managed by PLICO.

Amini is a former General Counsel of the Oklahoma Insurance Department and has been active in the insurance business since graduating from OCU with a J.D. in 1976. He is the architect of the newly revised Captive Law in Oklahoma in that he drafted and redrafted the bill that eventually passed the Oklahoma Legislature and was signed into law by the Governor

in May of 2013. Amini is also Sr. Vice President of Ridgeline Captive Management, a newly formed captive management company doing business in Oklahoma City. Ridgeline has been approved by the OID as an Oklahoma Captive Manager.



OWEN LAUGHLIN

Laughlin & Associates

Owen Laughlin graduated from Southern Nazarene University in 1973 with a B.A. degree in Political Science and from Oklahoma City University in 1976 with a Juris Doctor. He was in the banking business for 20 years, is a former Assistant District Attorney and has successfully owned and managed a variety of other businesses. He is an FAA Certified Flight Instructor and Commercial Pilot and is an Eagle Scout that continues to be active in Scouting.

In 1996, he was elected to the Oklahoma State Senate from Northwest Oklahoma and the Panhandle, was re-elected twice, served as Republican Floor Leader, and was term limited in 2008 after 12 years of service.

Laughlin joined the Oklahoma Insurance Department in January of 2011 as Deputy Commissioner of Legal Affairs, General Counsel, and Manager of the Oklahoma Receivership Office, Inc. He was instrumental in obtaining passage of major Captive Insurance legislation in 2012 and 2013. He resigned in June of 2013 to manage his ongoing businesses, ClassMind, an education software development company and Laughlin & Associates, a government relations law firm.

