

DATE: April 27, 2015

TO: Proxy Committee Members

FROM: Patricia Ammann
Mercy Ndungu

**SUBJECT: Proxy Voting Committee Meeting
Thursday, April 30, 2015 at 9:00 A.M.
SBI Conference Room, Suite 355, 60 Empire Drive**

AGENDA ITEMS

I. MINNESOTA PROXIES

1. St. Jude Medical, Inc.

- A. Management Proposal -- Election of Directors.
- B. Management Proposal -- Advisory Vote on Executive Compensation.
- C. Management Proposal -- Approval of the Management Incentive Compensation Plan.
- D. Management Proposal -- Repeal of Classified Board.
- E. Shareholder Proposal -- Proxy Access.

2. Ecolab Inc.

- A. Management Proposal -- Election of Directors.
- B. Management Proposal -- Advisory Vote on Executive Compensation.
- C. Shareholder Proposal -- Independent Board Chairman.

3. C.H. Robinson Worldwide, Inc.

- A. Management Proposal -- Election of Directors.
- B. Management Proposal -- Advisory Vote on Executive Compensation.
- C. Management Proposal -- Approval of the 2015 Non-Equity Incentive Plan

4. 3M Company

- A. Management Proposal -- Election of Directors.
- B. Management Proposal -- Advisory Vote on Executive Compensation.

5. Allete, Inc.

- A. Management Proposal -- Election of Directors.
- B. Management Proposal -- Advisory Vote on Executive Compensation.
- C. Management Proposal -- Approval of Executive Long-Term Incentive Compensation Plan.

6. Piper Jaffray Companies

- A. Management Proposal -- Election of Directors.
- B. Management Proposal -- Advisory Vote on Executive Compensation.
- C. Management Proposal -- Amendment to the 2003 Annual and Long-Term Incentive Plan.

7. SPS Commerce Inc.

A. Management Proposal -- Election of Directors.

B. Management Proposal -- Advisory Vote on Executive Compensation.

II. INDIVIDUAL PROXY ITEMS

8. Philip Morris International Inc.

A. Shareholder Proposal 5.0 -- Suppression of Forced Labor.

9. Reynolds American Inc.

A. Shareholder Proposal 4.0 -- Green Tobacco Sickness Report.

B. Shareholder Proposal 5.0 -- Suppression of Forced Labor.

10. CVS Health Corporation.

A. Shareholder Proposal 5.0 -- Incorporation of Values in Political Spending.

III. Other Items

cc: Board Members