

**DATE:** February 9, 2016

**TO:** Proxy Committee Members

**FROM:** Mercy Ndungu  
PatC Ammann

**SUBJECT:** **Proxy Committee Meeting at 9:00 A.M. Friday,  
February 12, 2016 in the SBI Conference Room, Suite 355,  
60 Empire Drive**

**AGENDA ITEMS**

- I. Approve Proxy Voting Guidelines**
- II. Review Precedents Set during 2015 Proxy Season in Tab D.**
- III. Confirm Procedures for MN Companies.**
- IV. Determine 2016 Meeting Date Schedule.**

cc: Board Members

Enclosures

**Tab A** – Proxy Voting Guidelines

**Tab B** – Review of Past Voting Practices on Corporate Governance Issues

**Tab C** – Review of Past Voting Practices on Social Responsibility Issues

**Tab D** – Current Proxy Voting Practices

**Tab E** – Glass Lewis Proxy Guidelines.