



333 Bush Street  
 San Francisco, CA 94104  
 (415) 263-5400  
 www.statefundca.com

Date: August 7, 2015

**TO: MEMBERS, BOARD OF DIRECTORS**

<b>I. AGENDA ITEM # AND TITLE :</b>	Open Agenda Item 3c – Consent Calendar: Ratification of Appointment of General Counsel
<b>II. NAME AND PROGRAM:</b>	Hilda Padua, Board Liaison
<b>III. ACTIVITY:</b>	<input type="checkbox"/> Informational <input type="checkbox"/> Request for Direction <input checked="" type="checkbox"/> Action Proposed <input type="checkbox"/> Exploratory
<b>IV. JUSTIFICATION:</b>	<input checked="" type="checkbox"/> Standard/Required Item <input type="checkbox"/> Board Request – New Item <input type="checkbox"/> New Topic from Staff

**V. EXECUTIVE SUMMARY:**

A new General Counsel has been appointed pursuant to authority delegated by the Board of Directors of the State Compensation Insurance Fund (“Board”) to the President. The appointment is subject to ratification by the Board.

**VI. ANALYSIS:**

California Insurance Code section 11785 authorizes the Board to appoint a General Counsel and to set the salary for that position.

**VII. RECOMMENDATION:**

To adopt the attached Resolution Ratifying and Authorizing Appointment of General Counsel.



**Resolution No. 2058**

**[DRAFT] – BOARD OF DIRECTORS  
STATE COMPENSATION INSURANCE FUND**

**RESOLUTION RATIFYING and AUTHORIZING APPOINTMENT  
of the GENERAL COUNSEL**

WHEREAS, Insurance Code section 11785(a) authorizes the Board of Directors of the State Compensation Insurance Fund to appoint and set the salary for a General Counsel; and

WHEREAS, the Board of Directors of the State Compensation Insurance Fund has delegated to the President of the State Compensation Insurance Fund, subject to conditions that the Board of Directors may from time to time prescribe, the powers, functions, and duties conferred by law on the Board of Directors in connection with the administration, management, and conduct of the business and affairs of the State Compensation Insurance Fund.

NOW, THEREFORE,

IT IS RESOLVED, that the Board of Directors hereby appoints Margie R. Lariviere to serve as the General Counsel, effective as of July 1, 2015, at a base annual salary of \$350,000 and potential additional at-risk compensation of up to 25% of base annual salary (\$87,500 on an annual basis), subject to approval by the Board, and based on the General Counsel's achievement of specifically defined metrics and performance goals; and

IT IS FURTHER RESOLVED, that the President of State Fund is hereby granted the authority to enter into an employment agreement with Margie R. Lariviere and any amendments that may be necessary from time to time except that any change in compensation must be presented to the Board of Directors for approval; and

IT IS FURTHER RESOLVED, that the Board of Directors hereby ratifies and approves all actions taken by the President of the State Compensation Insurance Fund as were necessary to appoint Margie R. Lariviere to serve as the General Counsel of the State Compensation Insurance Fund.

PASSED AND ADOPTED at the meeting of the Board of Directors of the State Compensation Insurance Fund held on this 18th day of August, 2015 by the following vote:

YES:

NO:

Resolution [carried/defeated]