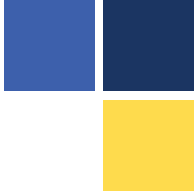
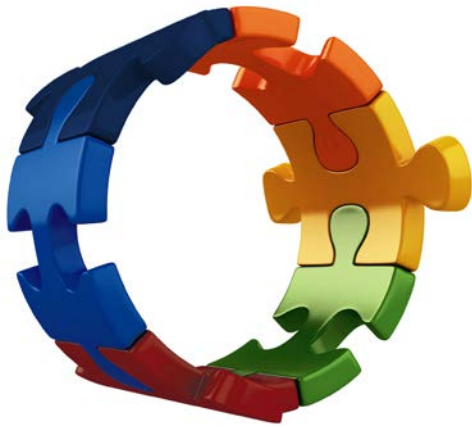


# Insurance and Reinsurance Services



**HINSHAW**

& CULBERTSON LLP



## The Hinshaw Advantage

The insurance industry is an important engine of economic and technological growth and an essential source of financial security, stability, and strength. This \$4 trillion dollar industry — as measured by premiums — confronts business, regulatory, litigation, and claim challenges and opportunities on a daily basis. Insurers require and deserve sophisticated, cutting edge, creative counsel who deliver cogent advice, sophisticated representation, practical solutions and outstanding results.

Whether focusing on a particular claim, cession, transaction or matter, or considering their larger portfolio interests...whether in the claims stage, trial court, intermediate appellate court, court of last resort, or in negotiation, mediation or arbitration...whether dealing with policyholders, government regulators, consumers or other insurers...whether selecting the particular lawyers, the insurance practice group, or the firm as a whole...leading insurers call upon Hinshaw to protect their interests. Insurers appreciate the Hinshaw advantage.

### World Championship Advice and Representation Provided by a Premier Team of Insurance Lawyers

Hinshaw offers a premier team of leading insurance lawyers — more than 130 attorneys with significant combined legal experience. The breadth and depth of our diversified roster of lawyers is second to none when it comes to representing insurers in the full range of legal services.

- Our lawyers have an established track record of successfully representing insurers in a wide range of insurance and reinsurance matters throughout the country and globally.
- The preeminence of our group is exemplified further by the many honors, distinctions, and recognitions received by our lawyers. For example, members of our team are: ranked by Chambers USA; listed in U.S. News & World Report's *Best Lawyers in America*; fellows of the American College of Coverage and Extracontractual Counsel; and listed in *Who's Who Legal Insurance and Reinsurance*. Many Hinshaw lawyers have been selected by peers and clients for inclusion in Leading Lawyers, Client Choice, Super Lawyers and Rising Stars, and other prominent listings of top attorneys and have earned AV Preeminent® ratings from Martindale-Hubbell.



**Through the experiences, expertise, talents, and skills of Hinshaw lawyers, our clients receive the advantages of sound strategy, precise execution and outstanding results.**

### A Long-Standing Tradition of Serving Insurers

Hinshaw has represented insurers in every facet of insurance law, in every domestic forum, and in the global market since the firm's founding in 1934. With this tradition of service comes an understanding of the insurance business, a respect for the needs and expectations of insurers and the professionals employed by them, a mastery of legal precedent, and an ability to place current and future challenges into context.



**Our clients enjoy the Hinshaw advantages of tradition and perspective.**

## A Contemporary and Strategic Commitment to Serve Insurers

Providing superior legal services to insurers for decades to come is a central element of Hinshaw's strategic plan. Hinshaw delivers by attracting the leading legal talent and by providing an environment conducive to delivering top legal services. In recent years, for example, Hinshaw has added 50 seasoned insurance lawyers, including a team of preeminent insurance coverage, reinsurance, and extra-contractual lawyers with a national practice headquartered in Chicago; the leading regulatory and reinsurance lawyers from Barger & Wolen LLP in California and New York; marine, admiralty and energy insurance attorneys in California; and disability insurance lawyers in Florida...and the list goes on.

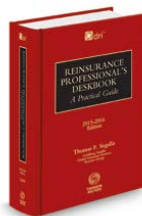
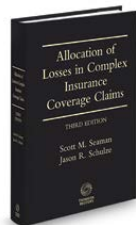


**Our clients enjoy the Hinshaw advantages of vision and commitment.**

## Professionals Who Know Insurance Law

Our legal professionals' commitment to insurance law does not start or stop when on the client's clock. To our lawyers, insurance law is a passion.

- Our lawyers contribute to leading treatises, handbooks, chapters, articles and white papers on a wide range of insurance and reinsurance topics.
- Our lawyers are members of, and hold leadership positions in, leading organizations such as: the Defense Research Institute (DRI); the American Bar Association (ABA) (Sections on Litigation and Tort Trial & Insurance Practice); ARIAS US; the Claims & Litigation Management Alliance (CLM); numerous state and local bar associations; Chartered Property & Casualty Underwriters (CPCU); the International Association of Defense Counsel; the Professional Liability Underwriting Society (PLUS); and many others.
- Our lawyers chair, teach and develop seminars, courses and conferences on insurance, reinsurance, litigation practice, claims management and the business of insurance.
- Our lawyers are thought leaders advocating on behalf of our clients, identifying trends and emerging issues, and providing strategies to address the global challenges and opportunities our clients currently face and will confront in the future.
- Our lawyers work on cutting edge issues, precedent setting cases and creative transactions, and have helped shape the law in areas of interest to our clients.



**Our clients enjoy the Hinshaw advantages of depth of knowledge and thought leadership.**

## Responsive Service-Oriented Representation

Hinshaw lawyers understand that providing high-caliber, creative, resourceful, professional advice and first-rate representation from seasoned litigators is critically important to our clients. We also appreciate the vital roles played by claims professionals, claims supervisors and managers, underwriters, senior management, and in-house counsel and understand how their talents, leadership and knowledge contribute to a company's success. Accordingly, we pride ourselves on building long-term relationships with our clients and on working collaboratively with these professionals to achieve the best results. We understand our clients' business goals, operations, programs and portfolio interests and the importance of effective and timely communication. We strive to make the jobs of our client contacts easier as well as to produce outstanding results on a cost-effective basis.



**Our clients enjoy the Hinshaw advantages of consistent, responsive client-oriented service.**

## Global Insurance & Reinsurance Services Capabilities

Domestic & foreign insurance companies have been turning to Hinshaw for complete legal services for over 80 years. We regularly represent insurers in state and federal courts across the country and internationally at the trial and appellate court levels. Our lawyers also help insurers with regulatory compliance and in their dealings with regulatory authorities. We evaluate and resolve matters from the claims stage through mediation and arbitration. We provide coverage analysis and opinions. We also evaluate client portfolio issues, assist in product development and drafting contract language, and provide training and other advice. We often serve as national or regional counsel for insurance companies.

### Providing the Full Range of Services

Our advice and representation includes the full range of matters, including:

- Insurance coverage litigation and counseling
- Bad faith, extra contractual liability, business practices, and market conduct claims and class actions
- Reinsurance and retrocessional dispute resolution and counseling
- Corporate transactional, regulatory, run-off and insolvency insurance services
- Claims, litigation and fees management services





## Spanning the Full Spectrum of Policy Types

We are well-versed in the full panoply of commercial and personal lines insurance policies, including:

- Aviation
- Builder's Risk & OCIP
- Crop & Farming
- Cyber
- Directors & Officers (Private and Public Entities)
- Employee Benefits & EBAL
- Employment Practices Liability
- Energy
- Environmental
- Errors & Omissions
- Excess & Surplus Lines
- Facultative Certificates
- Fidelity & Crime
- Fiduciary Liability
- First-Party Property
- General Liability
- Hail, Windstorm & Flood
- Homeowners
- Intellectual Property
- Life Insurance & Disability
- Long-Term Care
- Marine
- Medical & Health
- Municipal/State/County Liability
- Pooling Arrangements
- Professional Liability (including accountants, agents and brokers, architects and engineers, attorneys, health care institutions and health care professionals, managed care organizations and other fiduciaries)
- Real Estate Title
- Reinsurance Treaties
- Stop Loss
- Yacht

Hinshaw lawyers have an understanding of specialty policies, lines and products, including MGA, jewelers, fine arts and collectibles, classic cars and antiques, identity theft, drones, transportation, pharma, organic foodstuffs, green technology/buildings, weather derivatives, nanotechnology, mining, railroad, kidnap and ransom, travel, equine, animal, warranty programs, life settlements, lender placed coverage, Native American/Tribal and affinity programs.

Our experience also extends to structures for managing, transferring, and retaining risks, including self-insurance, fronting arrangements, captives, risk retention groups, pooling arrangements and trusts.

## Insurance Coverage Litigation and Counseling

Hinshaw is one of the premier law firms representing insurers in a wide range of coverage litigation and coverage disputes nationally and internationally. Hinshaw lawyers have appeared in courts in every state, in every federal circuit and before the U.S. Supreme Court. Our experience includes coverage issues arising out of losses relating to products, operations and premises; pollution, mold, toxic torts and global warming; intellectual property; invasion of privacy, false imprisonment, slander and defamation; advertising, publishing and media liability; cyber liability; malpractice and professional liability claims; spinal fixation devices; construction defects; sexual abuse; murder; property damage; and lost profits. We have represented insurers in: declaratory judgment actions; actions involving defense, indemnity and reimbursements and actions seeking a wide range of relief, including declaratory relief, compensatory and punitive damages, rescission and reformation.

Our lawyers have extensive experience in claims review and analysis; due diligence audits and inspections; negotiating the resolution of specific matters and commutations involving multiple books of business; and assisting in building business relationships and workable protocols between companies. We also serve as counsel in mediations, arbitrations, trials and appeals in the full range of coverage disputes. We have served as national and regional counsel and are adept at coordinating activities and maintaining consistency.

### **Bad Faith, Extra Contractual Liability, Business Practices, Market Conduct Claims & Class Actions**

Hinshaw lawyers regularly evaluate and advise clients in myriad bad faith, extra contractual and market conduct matters. Hinshaw lawyers represent insurers at trial and on appeal of first and third-party bad faith actions in courts across the country. In addition, Hinshaw lawyers advise clients and provide training in proper claims practices and compliance with statutory, regulatory, and common law requirements and best practices.

Our experience extends to various claims, including allegations of inadequate investigation; unreasonable failure to defend or indemnify; unfair or improper claims handling; unfair settlement practices or failure to settle; and various other matters. Hinshaw lawyers are well-versed in defeating such claims and in limiting recovery of damages, including punitive damages and attorneys' fees. Our work includes representing insurers with respect to other extra contractual claims, including those involving loss control and risk management services; alleged conspiracy; alleged improper hiring or supervision of contractors; alleged breaches of fiduciary duties; alleged violations of insurance regulations; and alleged fraud and misrepresentation.

Hinshaw lawyers also represent insurers in resolving market conduct claims and class actions, including claims relating to premium pricing, alleged policyholder discrimination, claim adjustments and property valuations, and a variety of other matters.



## Reinsurance & Retrocessional Dispute Resolution & Counseling

Hinshaw has one of the nation's most respected reinsurance practice groups representing foreign and domestic companies. Hinshaw lawyers have experience in a wide range of issues and disputes confronting ceding companies, reinsurers and retrocessionaires, including:

- Rescission, adverse selection, non disclosure, misrepresentation, fraud, and duties, rights, and responsibilities in connection with underwriting
- Insolvency, rehabilitation, runoff, wind-up and cut-through
- Audits, inspection, discovery, and access to records
- Complex allocation and billing
- Number of accidents, occurrences, loss occurrences, and aggregation
- Following form, follow-the-settlements, and follow-the-fortunes
- Custom and usage, course of performance, and contract interpretation
- Duties, rights, and responsibilities in connection with claims handling, such as notice and rights of association
- Fronting and captive arrangements
- Authority and agency
- Umpire, arbitration and forum
- Limits
- Extra contractual liability
- Defense costs and declaratory judgment costs
- Letters of credit
- Offsets
- Commission and premium
- Retention warranties
- Regulatory requirements and restrictions
- Sole judge and honorable engagement

Our reinsurance experience includes representing clients in litigation, arbitration and other dispute resolution settings. We also provide advice and planning on insurance and reinsurance issues arising in the normal course of business and in connection with commutations, run-off operations and acquisitions.



## Corporate Transactional, Regulatory, Run-Off, & Insolvency Insurance Services

Our industry leading insurance practice doesn't stop at litigation. Hinshaw lawyers have extensive experience in advising and assisting insurers on a wide range of corporate, regulatory, and other commercial and transaction activities, including:

- Conservation, liquidation and rehabilitation issues
- Corporate bylaw drafting and revisions
- Corporate governance
- Corporate operations, organization, reorganization and structure, including issues related to mutualization, demutualization, and mergers and acquisitions
- Creation of domestic and offshore captives and third-party risk sharing entities
- Filing and obtaining approval of rates and forms
- Federal and state regulatory compliance
- Insurance company creation and domicile selection
- Purchase and sale efforts involving issues ranging from due diligence to tax implications
- Purchasing assets of insolvent insurance companies
- Risk transfer

Hinshaw lawyers regularly assist insurance industry clients in completing high-level business transactions such as strategic business sales and acquisitions, agency/broker relationships, licensing, and response to regulatory authorities. We have represented insurance companies and agencies, third-party administrators, managing financial agents, and claims specialist in these matters. Hinshaw lawyers have assisted clients in forming domestic captives to afford property, casualty and workers' compensation coverage for operations in all 50 states. We also advise clients regarding the economic risks and tax consequences associated with self-insurance and captive insurances.

Additionally, we have been involved in creating captive insurance companies, self-insured pools, risk retention groups, and other vehicles for risk transfer. We help companies manage risk by creating and implementing insurance programs and in drafting insurance policies, endorsements and exclusions.

Our lawyers regularly appear in a wide variety of regulatory matters before state insurance regulators nationwide, defending enforcement actions and other administrative proceedings involving various issues, orders to show cause, agency appeals, notices of non compliance, and rulemaking.

Hinshaw lawyers have considerable experience in insurance company conservation, rehabilitation and liquidation proceedings, including representing insurers before insurance regulators; preparing bids for assumption of business; negotiating and documenting commutations; and litigating reinsurance, claims and asset valuation disputes. Our insurance company insolvency litigation experience includes representing clients in state and federal courts, at both the trial and appellate levels.

We have represented numerous clients — both foreign and domestic — including secured and unsecured creditors of insolvent insurers and policyholder groups. Our attorneys provide advice and representation in connection with fraudulent conveyance and preferential transfer claims and allegations. We counsel insurers regarding required notices and disclosures to regulators and other interested persons. We also negotiate with insurance regulators and have acted as the statutory receiver of insolvent insurers. We have extensive experience advising on domestic and foreign insurance and reinsurance company insolvencies, schemes of arrangement, and run-off operations, and have devised and executed numerous successful strategies in the context of legacy businesses.



## Claims, Litigation & Fees Management Services

Hinshaw counsels and represents insurers with respect to claims management, litigation management, and legal fees issues and disputes.

We help insurers analyze the reasonableness and necessity of costs and fees incurred in complex litigation. Our lawyers have served as counsel and as experts at the claims stage, in trial and appellate courts, and at mediations and arbitrations. Common matters we have addressed include analyzing fees and costs of independent counsel, *Cumis* counsel fee arbitrations, and allocating and apportioning fees and costs. We also assist insurers in implementing billing guidelines and cost controls in complex litigation.

## Defense of Policyholders in Underlying Actions

Hinshaw attorneys are appointed by insurers to defend policyholders in personal injury, bodily injury, and property damage matters, construction matters; product liability matters; and professional liability and other matters.



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## About Hinshaw & Culbertson LLP

**Hinshaw & Culbertson LLP** is a national law firm with approximately 525 attorneys providing coordinated legal services across the United States and in London. Hinshaw lawyers partner with businesses, governmental entities and individuals to help them effectively address legal challenges and seize opportunities. Founded in 1934, the firm represents clients in complex litigation and in regulatory and transactional matters. For more information, please visit us at [www.hinshawlaw.com](http://www.hinshawlaw.com).

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# **HINSHAW**

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Minnesota Missouri New York Rhode Island Wisconsin ♦ London

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