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ENDORSED
FILED
Superior Court of California
County of San Francisco
SEP 08 2011
CLERK OF THE COURT
BY: MICHAEL RAYBAY
Deputy Clerk

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8 Attorney for Applicant Dave Jones,
Insurance Commissioner of the State of California
in his Capacity as Conservator of
9 Majestic Insurance Company

10 SUPERIOR COURT FOR THE STATE OF CALIFORNIA
11 CITY AND COUNTY OF SAN FRANCISCO
12

13 INSURANCE COMMISSIONER OF THE
14 STATE OF CALIFORNIA,

15 Applicant,

16 v.

17 MAJESTIC INSURANCE COMPANY,
18 and DOES 1-50, inclusive,

19 Respondents.
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Case No. CPF-11-511261

**DECLARATION OF DAVID WILSON IN
SUPPORT OF CONSERVATOR'S MOTION
FOR ESTABLISHMENT OF CLAIMS BAR
DATE AND APPROVAL OF FORM OF
NOTICE**

Date:
Time: :00 AM
Dept.: 301
Judge: Hon. Peter J. Busch

**EXEMPT from filing fees per Govt. Code
§ 6103**

1 I, DAVID E. WILSON, hereby declare as follows:

2 1. I am the Chief Executive Officer and Special Deputy Insurance Commissioner of
3 the Conservation & Liquidation Office ("CLO") of the California Department of Insurance
4 ("CDI") and have held this position since 2005, when I was appointed as CEO of the CLO by the
5 California Insurance Commissioner and confirmed by the California State Senate. I make this
6 declaration in support of the Insurance Commissioner Dave Jones' Motion for Establishment of
7 Claims Bar Date and Approval of Form of Notice. The following facts are known by me to be true
8 and correct and of my own personal knowledge, except to those which I have expressed as being
9 based upon my information and belief, and if called upon to testify thereto I would and could
10 competently do so.

11 2. I have more than 30 years of experience in management, finance and insurance
12 industries, and have a Bachelor of Arts in Accounting. From 1973 to 1989, I served in several
13 managerial positions with Ernst & Young, rising from a staff accountant to become partner in
14 1986. From 1989 to 1991, I was the senior vice president and Chief Financial Officer of Rocky
15 Mountain Health Care Corporation. Thereafter, until 2005 when I became the CEO of the CLO, I
16 was president of D.E. Wilson & Associates Inc., a national insurance consulting firm working
17 with troubled insurance organizations.

18 3. I was appointed Deputy Conservator of Majestic Insurance Company in
19 Conservation ("Majestic") by the Court in its Conservation Order of April 21, 2011. In that
20 capacity, I was personally involved in the closing on July 1, 2011 of the agreements specified by
21 the Rehabilitation Agreement, which was approved by the Court in its April 21, 2011 Order.
22 These agreements included the Renewal Rights and Asset Purchase Agreement, the Loss
23 Portfolio Transfer and Quota Share Reinsurance Agreement, and the Reinsurance Administrative
24 Services Agreement, as well as other ancillary agreements between the Conservator, Majestic,
25 AmTrust North America, Inc. ("AmTrust") and Technology Insurance Company ("Technology").
26 The closing of those agreements, and the transactions contemplated hereunder, satisfy all of
27 Majestic's known liabilities to Majestic policyholders.

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1 4. Section 8.2 of the Rehabilitation Agreement also provides for the disposition of
2 claims by general creditors in priority classes three through nine according to the statutory claims
3 process. To the Conservator's knowledge, there are only several dozen general creditors,
4 including vendors and other parties, who are likely to file claims against the conservation estate.
5 Most of these creditors previously received notice, sent by the Conservator, of Majestic's
6 Conservation Order and Rehabilitation Plan, and are thus already aware of the ongoing
7 conservation proceedings.

8 5. It is my opinion, and the position of the Conservator, Commissioner Dave Jones,
9 that a Claims Bar Date for general creditor claims against Majestic of January 31, 2012, with
10 notice thereof to as set forth herein no less than 90 days prior to the Claims Bar Date, is
11 reasonable for general creditor claims. Given the relatively small pool of general creditors, and
12 the prior notice sent out to most general creditors of the Conservation Order and Rehabilitation
13 Plan, this time period will give general creditors sufficient time to receive notice of the claims
14 period and to file any claims they have against the conservation estate. In addition, the Claims
15 period sought will avoid unnecessary delay in the claims process. A longer claims period will
16 cause additional administrative expense to the estate, leaving fewer assets available for Majestic's
17 creditors and shareholder, while likely failing to result in additional claims.

18 6. It is also my opinion, and the position of the Conservator, that, in addition to the
19 individual notice sent to known general creditors, publication notice in the Los Angeles Daily
20 Journal, the Sacramento Bee, the San Diego Union Tribune, the San Francisco Chronicle, and the
21 Poughkeepsie Journal will provide adequate notice to general creditors of the claims process and
22 claims bar date. Majestic's physical operations were limited to its office in Poughkeepsie, San
23 Francisco, Irvine, and San Diego. Publication notice in these markets should therefore be
24 sufficient to alert creditors to the Claims Bar Date and the claims period.

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7. The Conservator expects to mail and publish a notice of the Claims Bar Date and instructions for the general creditor claims process no later than 90 days prior to the Claims Bar Date. A true and correct copy of the Form of Notice contemplated by the Conservator is attached hereto as Exhibit A.

Executed on September 1, 2011, at San Francisco, Calif.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

David E. Wilson

EXHIBIT A

To: Recipients of the Proof of Claim form from Majestic Insurance Company, in Conservation

Majestic Insurance Company ("Majestic") is a California domiciled workers' compensation insurance carrier licensed in 17 states. It was placed into Conservation on April 21, 2011. California Insurance Commissioner Dave Jones was named Conservator and immediately filed a Rehabilitation Plan in order to transfer all insurance liabilities and certain assets from Majestic to AmTrust North America, Inc. ("AmTrust"). Under the Rehabilitation Plan AmTrust assumed all of the insurance policy obligations of Majestic, the majority of the Majestic employees and three California office leases. The Rehabilitation Plan was approved by the Conservation Court on June 2, 2011, and the transaction closed as of June 30, 2011.

All Majestic policyholders, and claimants with claims against those policies, were protected by the transferring of their policies and claims to AmTrust.

Although conserved and operated under the authority of the California Insurance Commissioner, Majestic has remained a viable company to date. That means that non-policy obligations have continued to be met as appropriate, or have been transferred to Am Trust as part of the Rehabilitation Plan.

To orderly conclude all operations of Majestic, it is necessary to provide potential creditors with an opportunity to make a monetary claim against Majestic should they believe one exists. Based on the structure of the Rehabilitation Plan with the transfer of insurance operations to Am Trust, and given the continuing non-insurance operations of Majestic, there should be little likelihood you have a claim if you are a general vendor, a claims vendor, an insurance broker, or a workers compensation defense attorney. Certain ex-employees of Majestic were given approved Proof of Claims as part of a severance package and are not required to file a claim as they already have an approved claim.

If you have received the Proof of Claim mailing as a reinsurer for Majestic, all treaties have either been novated, or beneficially assigned to AmTrust. If you are uncertain as to the effect of such transactions, you should request clarification via email at majesticinfo@caclo.org. The net result of the Rehabilitation Plan and these transactions is that all reinsurance cessations should be the responsibility of AmTrust, and all recovery payments will be the property of AmTrust.

You are being sent this Proof of Claim notice based on the business records of Majestic identifying you in a group which may not be protected by the Rehabilitation Plan. In the unlikely event you have a claim against Majestic that has not been satisfied in the ordinary course of business or by the Rehabilitation Plan, you must assert a claim in the approved Proof of Claim format. If you believe you have a claim against Majestic and did not receive a Proof of Claim form, you will need to contact Majestic at the address shown on the legal notice..

For the certainty of your claim being considered in the Majestic conservation, it must be filed (post marked) by the **January 31, 2012** bar date. Faxed copies will not be accepted.

**PROOF OF CLAIM
LEGAL NOTICE**

**Majestic Insurance Company in Conservation
San Francisco County Superior Case No. CPF-11-511261**

About filing a claim related to the Conservation of Majestic Insurance Company

OFFICIAL LEGAL NOTICE

Notice to Creditors who may have a monetary claim against Majestic Insurance Company. Claim must be filed by January 31, 2012 Bar Date.

The San Francisco California Superior Court appointed the Insurance Commissioner of the State of California, as Conservator of Majestic Insurance Company on April 21, 2011

This legal notice addresses the Conservation of Majestic Insurance Company ("Majestic"), and the timing of filing a monetary claim against Majestic. If you received this notice in the mail, a Proof of Claim is attached. The Proof of Claim form is the only method to assert a claim against Majestic. If you did not receive this notice by mail, you need to contact Majestic at the address noted below to obtain the official form.

The California Insurance Commissioner's "Conservation & Liquidation Office" has been assigned the responsibility of managing the Conservation of Majestic on behalf of the California Insurance Commissioner.

A Proof of Claim Form is being sent to general creditors who could potentially have an unpaid monetary claim against Majestic. While most creditors are protected by a Court approved Rehabilitation plan whereby most insurance related assets and liabilities were transferred from Majestic to AmTrust North America, Inc., this legal notice of the Proof of Claim process is sent to potential creditors who possibly may have not been afforded the protection of the Rehabilitation plan.

Should you believe you have a monetary claim against Majestic **you must file a Proof of Claim form with the Conservator on or before January 31, 2012, the Claims Bar Date.** Claims filed after that date may not be considered for payment by Majestic.

Any questions concerning this notice should be directed to:

Majestic Insurance Company in Conservation-Proof of Claim
Conservation & Liquidation Office
P. O. Box 26894
San Francisco, CA 94126-0894
Email: majesticinfo@caclo.org

If you received this notice via mail, additional information is on the back of this notice. The same information is available on the website: www.caclo.org (see insolvent company section)

MAJESTIC INSURANCE COMPANY

In Conservation (the "Company")

PO Box 26894

San Francisco, CA 94126-0894

PROOF OF CLAIM

Superior Court of the State of California

City and County of San Francisco

Case No. CPF 11-511261

PLEASE READ ALL INSTRUCTIONS CAREFULLY BEFORE COMPLETING FORM

DEADLINE FOR FILING PROOF OF CLAIM IS JANUARY 31, 2012

Proof of Claim Number : <POC Number>

Part 1 Person or Entity Making Claim (Claimant)	
<Name>	
Claimant Name <Address 1>	
Address 1 <Address 2>	Claimant Telephone
Address 2 <City, State, ZIP>	Claimant E-Mail
City, State, ZIP Code	Social Security or Federal Tax ID No.
Are you represented by an attorney? Yes or No, circle one	
If yes, state your attorney's name, address and telephone number _____	

Part 2 Claim Information		
<input type="checkbox"/> Type of Claim <input type="checkbox"/> General Creditor <input type="checkbox"/> Other	Amount of Claim \$ _____ \$ _____	Describe your claim: _____ _____ Attach all supporting documentation to this form.
a. Have you received any payments on the claim for which you are filing this Proof of Claim from any source? ____ If yes, specify the total amount received \$ _____ and identify all sources: _____ _____		
b. Is this a secured claim? If yes, identify all security for this claim: _____ _____		
c. Is this claim the subject of legal action? ____ If yes, list court and case number: _____ List all parties and their attorneys: _____		
d. Is this claim contingent or unliquidated? If yes, explain: _____ _____		

The undersigned subscribes and affirms as true under the penalties of perjury as follows: that he or she has read the foregoing Proof of Claim and knows the contents thereof; that this claim against the Company is justly owing to the Claimant; that the matters set forth and in any accompanying statements and supporting documents are true and correct; that no payment of or on account of the aforesaid claim has been received except as above stated; and that there are no set offs or counterclaims thereto except as above stated.

Claimant Signature _____ Date Signed _____

Print Name _____

Title or Official Capacity (if any) _____

Return your completed form to: **Majestic Insurance Company in Conservation-Proof of Claim**
Conservation and Liquidation Office
P O Box 26894
San Francisco, CA 94126-0894

IMPORTANT NOTICE

If you have a change of address after filing your Proof of Claim you must provide us with your new address in order to receive any payment that might be due.

PROOF OF CLAIM INSTRUCTIONS

1. The Proof of Claim must be typed or legibly printed in ink.
2. The Proof of Claim must have all items completed and questions answered. If an item is not applicable, indicate so by writing "N/A" in blank. Your Proof of Claim will be returned to you if any items are left blank. Please review the entire form for completion prior to mailing.
3. If you need additional space to fully answer any question, please do so on a separate sheet of paper and attach to your Proof of Claim.
4. You must attach to the Proof of Claim documents or evidence supporting your proof of loss. **FAILURE TO PROVIDE SUFFICIENT DOCUMENTS OR EVIDENCE SUPPORTING YOUR CLAIM IS GROUNDS FOR DENIAL THEREOF.**
5. You have an ongoing duty to supplement your Proof of Claim with supporting documentation as additional information is received. This requirement includes notice of any change of address.
6. The Proof of Claim must be signed by the Claimant who is named in Part 1, or by a representative of the Claimant who has knowledge of the matters set forth in the Proof of Claim and in any accompanying statement and supporting documents.
7. All Proofs of Claim must be postmarked no later than January 31, 2012. The Conservator is not responsible for undelivered mail. Fax copies will not be accepted.
8. The Conservator suggests you keep a copy of the completed Proof of Claim for your records.
9. A copy of the Proof of Claim form should be attached to all future correspondence, amendments, or attachments to ensure proper identification.

GENERAL INFORMATION

After all claims have been allowed, disallowed or estimated, the Conservator will seek Court approval to begin making distributions to the approved claimants from the assets of the Company.

If you have any questions about the Proof of Claim procedure, you may call (415) 676-2101 or e-mail to: majesticinfo@caclo.org

Please visit our website at www.caclo.org for additional information. Look in the 'Insolvent Companies' section for Majestic Insurance Company.

DECLARATION OF SERVICE BY OVERNIGHT COURIER

Case Name: **Insurance Commissioner v. Majestic Insurance Company**
No.: **CPF-11-511261**

I declare:

I am employed in the Office of the Attorney General, which is the office of a member of the California State Bar, at which member's direction this service is made. I am 18 years of age or older and not a party to this matter; my business address is: 455 Golden Gate Avenue, Suite 11000, San Francisco, CA 94102-7004. I am familiar with the business practice at the Office of the Attorney General for collection and processing of correspondence for overnight mail with Federal Express. In accordance with that practice, correspondence placed in the internal mail collection system at the Office of the Attorney General is deposited with the overnight courier that same day in the ordinary course of business.

On September 2, 2011, I served the attached:

1. Conservator's Notice of Motion and Motion for Establishment of Claims Bar Date and Approval of Form of Notice;
2. Memorandum of Points and Authorities in Support of Conservator's Motion and Motion for Establishment of Claims Bar Date and Approval of Form of Notice;
3. Declaration of David Wilson in Support of Conservator's Motion and Motion for Establishment of Claims Bar Date and Approval of Form of Notice; and
4. [Proposed] Order Establishing Claims Bar Date and Approving Form of Notice.

by transmitting a true copy via electronic mail. In addition, I placed a true copy thereof enclosed in a sealed envelope, in the internal mail system of the Office of the Attorney General, for overnight delivery, addressed as follows: SEE ATTACHED LIST

I declare under penalty of perjury under the laws of the State of California the foregoing is true and correct and that this declaration was executed on September 2, 2011, at San Francisco, California.

Eva Merrick

Declarant

Eva Merrick

Signature

SERVICE LIST (as of 9/2/11)

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