



“The Answer”

CORPORATE DIRECTORS & OFFICERS LIABILITY AND EMPLOYMENT PRACTICES LIABILITY APPLICATION

ALL QUESTIONS MUST BE ANSWERED AND APPLICATION MUST BE SIGNED BY APPLICANT.

THIS IS AN APPLICATION FOR A CLAIMS MADE POLICY. PLEASE READ YOUR POLICY CAREFULLY.

Defense Costs shall be applied against the retention.

The Limits of Liability under the Directors and Officers Liability Coverage Part shall be reduced by, and may be completely exhausted by, Defense Costs.

1. Name of Organization _____
 Primary Address _____
 _____ Street _____ City _____ County _____ State _____ Zip _____
 Web Site Address: _____ E-mail Address: _____
2. Description of operations _____ Date Incorporated _____
3. Are there any subsidiaries? Yes No
 Please provide for each: Name, Date Established; Location; Operations; Ownership; Assets; Employees.
4. Name and Title of Officer designated to receive all notices on behalf of all Insureds _____
5. Current and Prior Insurance

D&O:	Co. _____	Exp. _____	Premium _____	Limits/Retention _____
EPL:	Co. _____	Exp. _____	Premium _____	Limits/Retention _____
E&O:	Co. _____	Exp. _____	Premium _____	Limits/Retention _____
Fiduciary:	Co. _____	Exp. _____	Premium _____	Limits/Retention _____
Crime:	Co. _____	Exp. _____	Premium _____	Limits/Retention _____
6. Ownership. If any response is “Yes”, please explain fully in an attachment to this application.
 - a) Number of shares outstanding. Voting _____ Non Voting _____
 - b) Number shareholders or members. Voting _____ Non Voting _____
 - c) Number of shares/interests owned by the directors and officers (direct and beneficial). _____
 - d) Is the applicant a Subsidiary of another Organization? Yes No
 Name of Parent. _____
 - e) Does any shareholder own 10% or more of the voting shares directly or beneficially Yes No
 Please attach list of names and percentage ownership interest.
 - f) Are there any other securities that are convertible to voting stock? Yes No
 - g) Have any shares of the Organization been publicly traded within the last 3 years? Yes No
7. Management. If “Yes”, please explain fully in an attachment to this application.
 - a) Have there been any changes in the Board of Directors or Senior Management in the past 3 years for reasons other than expiration of term, death or retirement? Yes No
 - b) Has the Organization changed outside auditors in the last 3 years? Yes No
 - c) Have any auditors found any material weaknesses in Organization's system of internal controls? Yes No
 - d) Has the Organization violated or breached any debt covenant, loan agreement or other material obligation in the past 3 years? Yes No
8. Has the Organization in the past 36 months completed or agreed to, or does it contemplate within the next 12 months, any of the following, whether or not such transactions are or will be completed?
 If “Yes”, please explain fully.
 - a) Merger, acquisition or consolidation with another entity? Yes No
 - b) Sale, distribution or divestiture of more than 25% of assets or stock of the Organization? Yes No
 - c) Any registration for a public offering? Yes No
 - d) Any private placement? Yes No
 - e) Reorganization or formal arrangement with creditors? Yes No



9. Total number of employees.

	Current 12 months	Prior 12 months	Anticipated next 12 months (If operating less than 5 years)
Full Time:	_____	_____	_____
Part Time:	_____	_____	_____
Temporary/Seasonal:	_____	_____	_____
Independent Contractors:	_____	_____	_____
Leased:	_____	_____	_____

10. Is more than 20% of the Organization's work force located in a state other than that shown in Item 1? Yes No
If yes, please provide the number of workers at each location.

11. Percentage of employees with total compensation including salaries, bonuses and commissions?
\$51,000 to \$100,000 _____ Over \$100,000 _____

12. Has the Organization closed any facilities, downsized, laid off or reduced staff in the past 12 months? Yes No
Does the Organization anticipate doing so in the next 12 months? Yes No
If yes, please attach details.

13. Number of employees involuntarily terminated or laid off in the past 12 months? _____ past 24 months? _____

14. Within the last 5 years has any employment related, third party harassment or third party discrimination claim, suit, inquiry, complaint or notice of hearing been made against the Organization or any individual proposed for Insurance? Yes No
If "Yes", please complete a United States Liability Insurance Group claim supplement.

15. Within the last 5 years, has any claim, suit inquiry, complaint or notice of hearing been made against the Organization or any person proposed for Insurance in the capacity of Director, Officer, or Employee of the Organization? Yes No
If "Yes", please complete a United States Liability Insurance Group claim supplement.

16. Is any person or entity proposed for this Insurance aware of any fact, circumstance or situation which may result in a claim against the Organization or any of its Directors, Officers, or Employees? Yes No
If "Yes", please complete a United States Liability Insurance Group claim supplement.

Please complete the following if Employment Practices Liability requested:

Mandatory Written Employment Policies. Please identify policies Applicant has in place:

- Anti-Harassment Policy Yes No
- Anti-Discrimination Policy Yes No

Please forward copies of the policies identified above with this signed and dated application. If you do not have these written policies in place, the Company will provide sample wording at the time of binding this insurance.

Policies must apply to employees and contractors, vendors, customers and other third parties if Third Party Discrimination is purchased.

Recommended Written Employment Policies. Please identify policies Applicant has in place:

- Employment Application Yes No
- Employee Handbook Yes No
- E-mail/Internet Policy Yes No

If Applicant has an Employee Handbook, Employment Application or E-Mail/Internet Policy, a copy of the Contractual Disclaimer and Employment At Will statements in the Handbook, the employment application and the E-Mail/Internet Policy must be forwarded to the Company for review.

As a condition precedent to issuance of the Policy for Insurance the Applicant agrees:

1. to implement and distribute to each employee the Mandatory Written Policies identified above which are currently not in place as soon as possible, but no later than 21 days after the inception date of this insurance. Failure of the Company to receive these policies within 21 days after the inception date of this insurance will result in rescission of the binder for this insurance.
2. to adopt and distribute to each employee all changes required by the Company to the Applicant's Written Policies, as soon as possible, but no later than 21 days after receipt of notice of the changes required by the Company.



REQUIRED INFORMATION

- A. Completed Application signed and dated by the President or Chairman of the Board
- B. Most recent audited financial statement.
- C. Any private placement memorandums issued within the past 12 months.
- D. List of Directors and Officers

Colorado Fraud Statement: It is unlawful to knowingly provide false, incomplete, or misleading facts or information to an insurance company for the purpose of defrauding or attempting to defraud the company. Penalties may include imprisonment, fines, denial of insurance, and civil damages. Any insurance company or agent of an insurance company who knowingly provides false, incomplete, or misleading facts or information to a policyholder or claimant for the purpose of defrauding or attempting to defraud the policyholder or claimant with regard to a settlement or award payable from insurance proceeds shall be reported to the Colorado division of insurance within the department of regulatory agencies.

District of Columbia Fraud Statement: WARNING: It is a crime to provide false or misleading information to an insurer for the purpose of defrauding the insurer or any other person. Penalties include imprisonment and/or fines. In addition, an insurer may deny insurance benefits if false information materially related to a claim was provided by the applicant.

Florida Fraud Statement: Any person who knowingly and with intent to injure, defraud, or deceive any insurer files a statement of claim or an application containing any false, incomplete, or misleading information is guilty of a felony of the third degree.

Kentucky Fraud Statement: Any person who knowingly and with intent to defraud any insurance company or other person files an application for insurance containing any materially false information or conceals, for the purpose of misleading, information concerning any fact material thereto commits a fraudulent insurance act, which is a crime.

Maine Fraud Statement: It is a crime to knowingly provide false, incomplete or misleading information to an insurance company for the purpose of defrauding the company. Penalties may include imprisonment, fines or a denial of insurance benefits.

New Jersey Fraud Statement: Any person who includes any false or misleading information on an application for an insurance policy is subject to criminal and civil penalties.

New York Fraud Statement: Any person who knowingly and with intent to defraud any insurance company or other person files an application for insurance or statement of claim containing any materially false information, or conceals for the purpose of misleading, information concerning any fact material thereto, commits a fraudulent insurance act, which is a crime and shall also be subject to a civil penalty not to exceed five thousand dollars and the stated value of the claim for each such violation.

Ohio Fraud Statement: Any person who, with intent to defraud or knowing that he is facilitating a fraud against an insurer, submits an application or files a claim containing a false or deceptive statement is guilty of insurance fraud.

Oklahoma Fraud Statement: WARNING: Any person who knowingly, and with intent to injure, defraud or deceive any insurer, makes any claim for the proceeds of an insurance policy containing any false, incomplete or misleading information is guilty of a felony.

Pennsylvania Fraud Statement: Any person who knowingly and with intent to defraud any insurance company or other person files an application for insurance or statement of claim containing any materially false information or conceals for the purpose of misleading, information concerning any fact material thereto commits a fraudulent insurance act, which is a crime and subjects such person to criminal and civil penalties.

Tennessee and Virginia Fraud Statement: It is a crime to knowingly provide false, incomplete or misleading information to an insurance company for the purpose of defrauding the company. Penalties include imprisonment, fines and denial of insurance benefits.

Fraud Statement (All Other States): Any person who knowingly presents a false or fraudulent claim for payment of a loss or benefit or knowingly presents false information in an application for insurance is guilty of a crime and may be subject to fines and confinement in prison.

Applicant's Signature _____ Title _____ Date _____
(Chairman of the Board or President)

Broker's Signature _____

Some states require that we have the Name and Address of your (Insured's) Authorized Agent or Broker.

Name of Authorized Agent or Broker _____

Address: _____

Mail complete application through local Agent or Broker to: _____
