



Private Company Management Liability Policy



ORPRO Advantage

40+ Years of Continuous
Management Liability Underwriting



Financial Strength

A+
SUPERIOR
A.M. Best

A2
SUPERIOR
Moody's

A+
STRONG
Standard and Poor's

Deep Client Understanding

Specialized Solutions

Long-Term Relationships

Differentiating Risk

— 1 — General Terms and Conditions —

- Separate Declarations – one Aggregate Limit of Liability; shared Limits option
- Supplementary Benefits for **Liability Coverage Sections**:
 - Mediation Retention Reduction
 - Attendance Expenses Reimbursement for Non-Party **Insured Person**
 - **Pre-Claim Expenses** Look Back Retention Credit for **Noticed Matters**
- Late Notice subject to material prejudice standard for Insurer
- Circumstance reporting in **Extended Reporting Period**
- No Insurer consent required if settlement of entire **Claim** within the Retention
- Option for Duty to Defend or Reimbursement coverage by **Liability Coverage Section**
- Omnibus coverage for **Subsidiaries** acquired or created before or during the **Policy Period**
- State amendatory inconsistency language

— 2 — D&O and Entity Liability —

- Sublimited Coverage Extensions:
 - **Derivative Investigation Costs** and **Books and Records** for the **Insured Entity**
 - **Asset Protection Costs** for **Insured Persons**
 - **Reputational Costs** for **Executive Officers**
- Additional Side A Limit of Liability
- Full severability of conduct/knowledge on the Exclusions for **Insured Persons**, imputation to **Insured Entity** for **Control Group Officers** only

— 3 — EPL and Third Party Liability —

- Sublimited Coverage Extensions:
 - **Employment Practices Crisis Event Expenses**
 - **Workplace Violence Expenses**
- **Employee** includes **Independent Contractor**
- **Employment Harassment** includes work related actions by Non-Insureds if within the **Insured Entity's** working environment

— 4 — Fiduciary Liability —

- Voluntary Compliance Settlement Program Coverage Extension
- **Claim** will also include **Inquiry** and **Internal Appeal** coverage if noticed
- **Loss** includes market standard sublimited fines and penalties and Patient Protection and ACA and Health Care and Education Reconciliation Act civil penalties

— 5 — Crime —

- **Discovery** Form
- **Social Engineering Fraud** as an insuring clause
- Sublimited Coverage Extensions:
 - Sublimited **Proof of Loss Expenses**
 - Sublimited **Computer Investigation and Record Retrieval Expenses**
- Expanded definition of **Employee** includes former employees up to 90 days after employment terminates; leased natural persons pursuant to a written contract; former **Employees** employed as consultants; **Plan Fiduciaries** and **Executive Officers**
- 180 day period for Proof of Loss Filing and 90 day reporting period post **Discovery**

Contact your underwriter or visit oldrepublicpro.com/orprotect to see how we can customize a solution for your clients!

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