

## Introducing the Management Liability Solution Policy

Congratulations! Your organization could now qualify for our D55100 Management Liability Solution Policy. This is a new, state of the art policy for private companies provided by Great American Insurance Company. Here is a summary of the differences between the new D55100 Management Liability Solution policy and the D15100 Private Solution policy.

General Terms and Conditions	Management Liability Solution (D55100)	Private Solution (D15100) <i>Includes changes made within typical endorsements.</i>
Settlement clause provision	No "hammer clause" as respects Liability Coverage parts.	50/50 allocation after first settlement offer with endorsement available to improve to 80/20 allocation.
Discovery provisions	Favorable 1, 2, & 3 year options built into form & displayed on dec page.	1 year option default with longer options available by endorsement.
Notice of Claim for Liability Coverages	As soon as practicable to General Counsel, Risk Manager or similar control person and 90 days post-policy.	60 days post-policy modified by endorsement to as soon as practicable to General Counsel, Risk Manager or similar control person and 90 days post-policy.
Duty to Defend/Indemnity Coverage	Flexibility to offer coverage either on a Duty to Defend basis or Indemnity basis subject to underwriting/consideration. If Duty to Defend option is selected, insured still retains the option to assume defense.	Duty to Defend with option for Insured to assume defense.
Subsidiary Definition	50% of total assets automatic coverage threshold & includes controlled non-profits.	25% automatic coverage threshold with endorsement expanding to a 35% threshold
Allocation provision	100% Cost of defense allocation for covered and uncovered matters/parties for Duty-to-Defend option and best efforts allocation for Indemnity option	Best efforts language with 100% costs of defense allocation by endorsement

### D&O and Insured Entities

Definition of Claim	Enhanced including written demands, civil, criminal, and regulatory proceeding, requests for extradition, and request to toll a statute of limitation.	Includes written demands and civil, criminal, administrative proceedings and by endorsement includes investigations of an Insured Person after service of a subpoena.
Definition of Loss	Broad definition of Loss including Investigative Costs for derivative demands and UK Bribery Act penalties built into form & displayed on dec page.	Loss definition includes compensatory damages within base policy form with addition of pre & post judgment interest and Investigative costs coverage available by endorsement.
Securities Coverage	Public offering exclusion but policy form includes IPO "Road Show" coverage and carveback for private placements exempt from the Securities Act of 1933.	Public offering exclusion within form but IPO "Road Show" coverage and carveback for private placements exempt from the Securities Act of 1933 are available by endorsement.
Employed Lawyers Coverage	Included in form.	Available by endorsement.

Great American Insurance Group, 301 E. Fourth St., Cincinnati, OH 45202. Coverage description is summarized. Refer to the actual policy for a full description of applicable terms, conditions, limits and exclusions. Policies are underwritten by Great American Insurance Company, an authorized insurer in all 50 states and DC. The Great American Insurance Group eagle logo and the word marks Great American® and Great American Insurance Group® are registered service marks of Great American Insurance Company. © 2016 Great American Insurance Company. All rights reserved. 4958-ELD (10/16)



Management Liability Solution Policy, Continued

<b>Employment Practices Liability</b>	<b>Management Liability Solution (D55100)</b>	<b>Private Solution (D15100)</b> <i>Includes changes made within typical endorsements.</i>
Definition of Insureds	Independent contractors included when indemnified by the Insured, and full time, part-time, temporary, seasonal employees, as well as volunteers, interns & students within base policy language.	Full time, part-time, temporary, seasonal employees are insureds and volunteers, interns & students available by endorsement. Independent contractors can be added as Insureds by endorsement subject to underwriting.
Definition of Employment Practices Wrongful Act	Broad list of named perils including recent additions of workplace bullying, "quid pro quo" sexual harassment, hostile work environment, negligent supervision, negligent training, negligent hiring or negligent retention.	Broad list of named perils including wrongful dismissal, discrimination, workplace harassment including sexual harassment.
Definition of Loss	Includes judgments, compensatory damages & punitive or exemplary damages where insurable. New additions include expressly including back pay, front pay and claimant attorney's fees, liquidated damages pursuant to ADEA, FMLA or the Equal Pay Act where insurable within policy form.	Includes judgments, compensatory damages & punitive or exemplary damages where insurable. Pre & post judgment interest & liquidated damages pursuant to ADEA or the Equal Pay Act available by endorsement.
Third Party Coverage	Built into form with specific retention clearly displayed on dec page.	Included by endorsement for most classes.

**Fiduciary Coverage**

Definition of Claim	Broad definition including settlor coverage and pre-claim investigation coverage.	Settlor coverage available by endorsement.
Definition of Loss	Broad definition of Loss including damages, punitive & exemplary damages where insurable, settlements, & Civil penalties. Coverage sublimits built into the form and displayed on the dec page for HIPAA, 502(c) penalties & PPACA penalties, and voluntary compliance program payments where insurable.	Loss includes damages, punitive & exemplary damages where insurable, civil penalties for Section 502 (j) & (l). Coverage sublimits for HIPAA, 502(c) & PPACA penalties, and voluntary compliance program payments available by endorsement.

**Crime Coverage**

	Ten separate insuring agreements available within policy form including newly added Employee Theft of Client Property, Employee Theft of Employee Benefit Plan Property, Funds Transfer Fraud, and Claims Expense.	Six separate insuring agreements available with enhancements like Employee Theft of Client Property, Funds Transfer Fraud, and Claims Expense available by endorsement subject to underwriting approval.
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