

**EVEREST EXPEDITION<sup>SM</sup> PRIVATE COMPANY MANAGEMENT LIABILITY  
POLICY NEW BUSINESS APPLICATION (Texas)**



**THE PROPOSED POLICY WOULD BE A CLAIMS-MADE POLICY AND WOULD COVER ONLY CLAIMS FIRST MADE AGAINST THE INSUREDS DURING THE POLICY PERIOD AND REPORTED TO THE INSURER DURING THE POLICY PERIOD OR EXTENDED REPORTING PERIOD, IF APPLICABLE. CLAIM EXPENSES WOULD BE INCLUDED WITHIN THE RETENTION AND WOULD REDUCE THE LIMIT OF LIABILITY AVAILABLE TO PAY JUDGMENTS OR SETTLEMENTS.**

**APPLICATION INSTRUCTIONS:**

Whenever used in this Application, the term “Applicant” shall mean the Named Applicant and all other organizations applying for coverage. Any other capitalized term not defined in this Application shall have the same meaning as in the proposed Policy.

The Applicant is required to provide a complete response to all questions (attach additional pages if necessary) and submit all requested materials.

This Application consists of the information contained herein, all materials submitted herewith (including any Supplemental Application attached hereto or submitted in connection with this Application) and any other information or materials included within the definition of Application in the proposed Policy.

**I. GENERAL INFORMATION**

**1. Named Applicant Information**

a) Named Applicant:

b) Address:

City:

State:

Zip Code:

c) Nature of Operations:

d) Web Address:

SIC#:

NAICS#:

e) Human Resources Contact

Title:

E-mail:

**2.** In the past 24 months (or in the next 18 months), has the Applicant experienced (or is the Applicant contemplating) any actual, negotiated, or attempted mergers, acquisitions, or divestments? If “Yes”, please attach a full description. Yes      No

**3.** In the past 24 months has the Applicant been the subject of or been involved in any litigation, including any antitrust, copyright or patent litigation? If “Yes”, please attach a full description. Yes      No

**4.** Total Number of Locations: Total Number of Locations Outside the U.S.:

**5. Financial Information:** Most recent FYE: Prior FYE:

<b>Based on Financial Statements Dated:</b>	/ /	/ /
Total Consolidated Assets	\$	\$
Total Consolidated Liabilities	\$	\$
Total Consolidated Revenue	\$	\$
Net Income/Net Loss	\$	\$
Cash Flow From Operations	\$	\$

6. Employee Information:

Total Number of Employees Companywide:	
Total Employees Located in Foreign Countries (Full Time, Part Time, Union, Non-Union, Seasonal, etc.):	

Please fill out the grid below according to Employment Category and State Location of Employees:

Employment Category	State Location of Employees				
	CA	NJ	AK, AL, CO, CT, FL, GA, HI, IA, IL, KS, LA, MA, MI, MN, MO, NE, NV, NY, OR, PA, TX, WA, WY, and DC	All Other States	Total
U.S. <u>Union</u> Employees (Full Time, Part Time, Seasonal, etc.):					
U.S. (Non-Union) Full Time Employees:					
U.S. (Non-Union) Independent Contractors and/or Leased Contractors:					
U.S. (Non-Union) Part Time Employees, including Seasonal, Temporary, and Volunteers:					
<b>Total</b>					

7. Coverage Requested:

Coverage Part	Limit	Retention or Deductible	Shared Limit Requested
Directors and Officers Liability	\$	\$	
Employment Practices Liability	\$	\$	
Fiduciary Liability	\$	\$	
Crime	\$	\$	NA
Employed Lawyers Liability	\$	\$	
Kidnap and Ransom	\$	\$	NA

**II. DIRECTORS AND OFFICERS LIABILITY COVERAGE PART**

8. Does any shareholder of the Applicant own five percent (5%) or more of the voting shares directly or beneficially? Attach additional pages if needed.

Shareholder	Ownership	Board Representation?	
		Yes	No
	%	Yes	No
	%	Yes	No
	%	Yes	No
	%	Yes	No

9. In the past 24 months (or in the next 18 months), has the Applicant experienced (or is the Applicant contemplating) any of the following:

- |  |     |    |
|--|-----|----|
| a) Public or private offering of securities?                   | Yes | No |
| b) Changes to its Board of Directors or to its Key Executives? | Yes | No |
| c) Reorganization or bankruptcy filing?                        | Yes | No |

If "Yes", please attach a full description

10. Is the Applicant currently (or during the past 12 months has the Applicant been) in breach, violation or waiver of any debt covenants? If "Yes", please attach a full description.
- |  |     |    |
|--|-----|----|
|  | Yes | No |
|--|-----|----|

**III. EMPLOYMENT PRACTICES LIABILITY COVERAGE PART**

11. Does the Applicant have written procedures regarding:

- |  |     |    |
|--|-----|----|
| a) Equal Opportunity Employment?                         | Yes | No |
| b) Employment at Will?                                   | Yes | No |
| c) Code of Conduct?                                      | Yes | No |
| d) Discipline?   | Yes | No |
| e) Sexual Harassment/Discrimination Policy and Training? | Yes | No |
| f) Diversity Policy & Training?                          | Yes | No |
| g) ADA accommodation?                                    | Yes | No |
| h) Employee or Executive Termination?                    | Yes | No |
| i) Performance Review/Promotion?                         | Yes | No |
| j) Employee conduct when dealing with third parties?     | Yes | No |
| k) Family and Medical Leave Act (FMLA)?                  | Yes | No |

12. Are the above policies distributed via handbook and signed and returned by each employee?
- |  |     |    |
|--|-----|----|
|  | Yes | No |
|--|-----|----|

13. Is the Applicant or any of its subsidiaries currently undergoing or contemplating undergoing during the next 12 months any employee layoffs or early retirements (including any type of company restructuring or office, plant or store closing)? If "Yes", please attach a full description.
- |  |     |    |
|--|-----|----|
|  | Yes | No |
|--|-----|----|

14. U.S. Salary Ranges:

Employee Salary Ranges	% in Range Current Year	% in Range Previous Year
Up to \$50,000		
\$50,000 - \$125,000		

Over \$125,000		
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**IV. FIDUCIARY LIABILITY COVERAGE PART**

15. Please list the names and types of Applicant’s employee benefits plan(s). Attach additional pages if needed.

Plan Names (Do not include Health and Welfare Plans)	Plan Assets (current year)	Type of Plan*	Number of Participants	Funding % (DB only)
	\$			%
	\$			%
	\$			%

\*Defined Contribution (DC), Defined Benefit (DB), Employee Stock Ownership (ESOP), Excess Benefit or Top Hat (EBP)

- |   |     |    |
|---|-----|----|
| <p>16. In the past two years, has the Applicant merged or terminated any plan(s)? If “Yes”, please attach details including transaction date, status of asset distribution, whether similar benefits are being offered, and name of insurance carrier if terminated plan benefits are secured by insurance.</p> | Yes | No |
| <p>17. Are any plans NOT in compliance with plan agreements or ERISA? If “Yes”, please attach a detailed explanation.</p>   | Yes | No |
| <p>18. Is any plan a cash balance or pension equity plan, or is any conversion to such plan being contemplated? If “Yes”, please attach a full description.</p>   | Yes | No |
| <p>19. Does the Applicant perform regular audits as to the reasonableness of the fees charged to or paid by the Applicant’s benefit plans? If “No”, please attach a full description.</p>   | Yes | No |

**V. CRIME COVERAGE PART**

- |   |     |    |
|---|-----|----|
| <p>20. Are international and domestic purchasing, inventory and payables procedures and controls consistent? If No, please attach an explanation.</p>                                     | Yes | No |
| <p>21. Does the Applicant have a procedure where all checks need to be countersigned?<br/>If Yes, above what amount? \$</p>   | Yes | No |
| <p>22. Does the Applicant utilize a Positive Pay System?</p>  | Yes | No |
| <p>23. Does the Applicant have a process that requires all expense reimbursements to require original receipts and management approval at the next management level before releasing?</p> | Yes | No |
| <p>24. Does the Applicant have an anti-fraud hotline reporting mechanism in place for employees to communicate suspicious activity?</p>   | Yes | No |
| <p>25. Are systems designed to prevent one employee from controlling a transaction from beginning to end (e.g. approve a voucher, request, and sign a check)?</p>                         | Yes | No |
| <p>26. Are bank accounts reconciled monthly by someone not authorized to make deposits, withdrawals, or write checks?</p>   | Yes | No |

<b>27.</b> Does the Applicant maintain a control that prohibits employees whom have access to the purchasing system from also having access to the accounts payable system?	Yes	No
<b>28.</b> Are the Applicant's internal controls such that no one employee can add a vendor to the master vendor list or edit current vendor information?	Yes	No
<b>29.</b> Does the Applicant conduct background screening on its employment applicants':		
1. Prior employment references?	Yes	No
2. Criminal history?	Yes	No
3. Credit history in the case of employees who are in the finance department to detect higher risk employees?	Yes	No
<b>30.</b> Does the Applicant have a process to detect fictitious employees in its payroll system?	Yes	No
<b>31.</b> Does the Applicant have inventory? If Yes, please answer the following questions:		
a) Does the Applicant have physical safeguards such as surveillance, security and lockup procedures?	Yes	No
b) Does the Applicant perform a physical count of inventory at least on an annual basis?	Yes	No
c) Is inventory counted and audited by someone other than the person in charge of day-to-day management of inventory?	Yes	No
d) Does the Applicant have any inventory considered to be precious or highly valued such as Gold, Silver, Platinum, Diamonds, Copper wire or similar highly valued metals or stones?	Yes	No
e) Is the authority to initiate and approve all wire transfers separated amongst different employees?	Yes	No
<b>32.</b> Before an employee completes a wire transfer are bank account information verified and a verbal confirmation made via a phone call to the recipient?	Yes	No
<b>33.</b> Does the Applicant confirm all changes to vendor and supplier details by a direct call using previously provided contact information?	Yes	No
<b>34.</b> Does the Applicant's email server use authentication to detect Spoofed emails from a fraudulent domain?	Yes	No
<b>35.</b> Does the Applicant perform funds transfers to companies outside the United States? If "Yes," please attach a list of countries:	Yes	No
<b>36.</b> Does the Applicant accept funds transfer instructions from clients over the telephone?	Yes	No
<b>37.</b> Does the Applicant perform ongoing anti-fraud training to all employees of the organization including but not limited to detection of social engineering, phishing and other scams?	Yes	No

<b>VI. EMPLOYED LAWYERS LIABILITY COVERAGE PART</b>
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<b>38.</b> Total Number of Employed Lawyers:		
<b>39.</b> Average number of years' experience for all Employed Lawyers:		
<b>40.</b> Does the Applicant utilize outside counsel for legal resources? If "Yes", please attach a full description.	Yes	No
<b>41.</b> Do any Employed Lawyers provide legal services to third parties, including Moonlighting?	Yes	No

If "Yes", please attach a full description.

**VII. MISCELLANEOUS PROFESSIONAL LIABILITY COVERAGE PART**

42. Average # of years' experience in Practice for all Principals /Partners/Officers/Professional Employees:

43. Is a written contract required for each client? If yes, please attach a sample. Yes      No

44. Does the Applicant require evidence of E&O insurance for all sub-contractors, if used? Yes      No

45. Describe the Applicant's 5 largest projects during the past 3 years:

Client Name	Professional Service Description	Annual Revenue (\$)

**VIII. KIDNAP AND RANSOM COVERAGE PART**

46. Please provide details of employee travel to foreign countries, or employees located in such countries:

Country	Number of Annual Trips	Number of Locations	Security Precautions Taken, Including Travel Advisory Policies

**IX. PRIOR KNOWLEDGE (DO NOT COMPLETE FOR RENEWAL LIMITS ALREADY PURCHASED)**

No person or entity proposed for coverage is aware of any fact, circumstance, error or omission which he or she has reason to believe might give rise to any Claim that would fall within the scope of the proposed coverage, except:

NONE, or YES. (If "Yes", provide full details on a separate sheet.)

IF ANY PERSON PROPOSED FOR COVERAGE IS AWARE OF ANY FACT OR CIRCUMSTANCE OR ANY ACTUAL OR ALLEGED ERROR OR OMISSION WHICH HE OR SHE HAS REASON TO BELIEVE MIGHT GIVE RISE TO A CLAIM THAT WOULD FALL WITHIN THE SCOPE OF THE PROPOSED COVERAGE. WHETHER OR NOT DISCLOSED ABOVE, THEN ANY CLAIM ARISING THEREFROM IS EXCLUDED FROM THE PROPOSED COVERAGE.

**This Application must be signed by the Chief Executive Officer, Chief Financial Officer, or General Counsel of the Named Applicant or their functional equivalent.**

The undersigned declares that to the best of his/her knowledge, after reasonable inquiry, the statements herein are true. It is agreed that this Application shall be the basis of the contract should a Policy be issued. The Insurer is hereby authorized to make any investigation and inquiry in connection with this Application as they may deem necessary. The Company will have relied upon such Applicant, attachments, and such other information

submitted therewith in issuing such policy. The undersigned further certifies that he/she has read the applicable fraud notices referenced below in this Application and that none of the information provided herein has been provided in violation of any applicable insurance fraud laws or regulations.

***A POLICY CANNOT BE ISSUED UNLESS THE APPLICATION IS PROPERLY SIGNED AND DATED***

Signature:

Title:

Date:

**X. FRAUD STATEMENTS**

**GENERAL STATEMENT**

Any person who knowingly and with intent to defraud any insurance company or another 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 the person to criminal and [NY: substantial] civil penalties. (Not applicable in CO, DC, FL, HI, KS, MA, MN, NE, OH, OK, OR, VT or WA; in LA, ME, TN and VA, insurance benefits may also be denied).

**APPLICABLE IN COLORADO**

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.

**APPLICABLE IN THE DISTRICT OF COLUMBIA**

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.

**APPLICABLE IN FLORIDA**

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.

**APPLICABLE IN HAWAII**

For your protection, Hawaii law requires you to be informed that presenting a fraudulent claim for payment of a loss or benefit is a crime punishable by fines or imprisonment, or both.

**APPLICABLE IN KANSAS**

Any person who, knowingly and with intent to defraud, presents, causes to be presented or prepares with knowledge or belief that it will be presented to or by an insurer, purported insurer, broker or any agent thereof, any written statement as part of, or in support of, an application for the issuance of, or the rating of an insurance policy for personal or commercial insurance, or a claim for payment or other benefit pursuant to an insurance policy for commercial or personal insurance which such person knows to contain materially false information concerning any fact material thereto; or conceals, for the purpose of misleading, information concerning any fact material thereto commits a fraudulent insurance act.

**APPLICABLE IN MASSACHUSETTS, NEBRASKA AND OREGON**

Any person who knowingly and with intent to defraud any insurance company or another 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, may be committing a fraudulent insurance act, which may be a crime and may subject the person to criminal and civil penalties.

**APPLICABLE IN MINNESOTA**

Any person who files a claim with intent to defraud or helps commit a fraud against an insurer is guilty of a crime.

**APPLICABLE IN NEW HAMPSHIRE**

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.

**APPLICABLE IN OHIO**

Any person who, with intent to defraud or knowing that he/she 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.

**APPLICABLE IN OKLAHOMA**

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.

**APPLICABLE IN VERMONT**

Any person who knowingly presents a false statement in an application for insurance may be guilty of a criminal offense and may be subject to penalties under state law.

**APPLICABLE IN TENNESSEE AND WASHINGTON**

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.



**THIS PAGE CONTAINS STATE SPECIFIC LANGUAGE OR REQUIREMENT FOR APPLICANTS RESIDING IN THE FOLLOWING STATES: Florida, Iowa, Maine and New Hampshire**

**Applicable to Maine applicants only**

THE UNDERSIGNED AUTHORIZED OFFICER OF THE APPLICANT DECLARES THAT THE STATEMENTS SET FORTH HEREIN ARE TRUE. THE UNDERSIGNED AUTHORIZED OFFICER AGREES THAT IF THE INFORMATION SUPPLIED ON THIS APPLICATION CHANGES BETWEEN THE DATE OF THIS APPLICATION AND THE EFFECTIVE DATE OF THE INSURANCE, HE/SHE (UNDERSIGNED) WILL, IN ORDER FOR THE INFORMATION TO BE ACCURATE ON THE EFFECTIVE DATE OF THE INSURANCE, IMMEDIATELY NOTIFY THE INSURER OF SUCH CHANGES, AND THE INSURER MAY WITHDRAW OR MODIFY ANY OUTSTANDING QUOTATIONS. THE "EFFECTIVE DATE" IS THE DATE THE COVERAGE IS BOUND OR THE FIRST DAY OF THE CURRENT POLICY PERIOD, WHICHEVER IS LATER. SIGNING OF THIS APPLICATION DOES NOT BIND THE APPLICANT OR THE INSURER TO COMPLETE THE INSURANCE, BUT IT IS AGREED THAT THIS APPLICATION SHALL BE THE BASIS OF THE CONTRACT SHOULD A POLICY BE ISSUED AND IT WILL BE ATTACHED TO AND BECOME A PART OF THE POLICY. ALL WRITTEN STATEMENTS AND MATERIALS FURNISHED TO THE INSURER IN CONJUNCTION WITH THIS APPLICATION ARE HEREBY INCORPORATED BY REFERENCE INTO THIS APPLICATION AND MADE A PART HEREOF. THIS APPLICATION MUST BE SIGNED BY THE CHAIRMAN OF THE BOARD, CHIEF EXECUTIVE OFFICER, CHIEF FINANCIAL OFFICER OR THE PRESIDENT OF THE COMPANY.

**Applicable to New Hampshire applicants only**

THE UNDERSIGNED AUTHORIZED OFFICER OF THE APPLICANT DECLARES THAT THE STATEMENTS SET FORTH HEREIN ARE TRUE TO THE BEST OF HER/HIS KNOWLEDGE. THE UNDERSIGNED AUTHORIZED OFFICER AGREES THAT IF THE INFORMATION SUPPLIED ON THIS APPLICATION CHANGES BETWEEN THE DATE OF THIS APPLICATION AND THE EFFECTIVE DATE OF THE INSURANCE, HE/SHE (UNDERSIGNED) WILL, IN ORDER FOR THE INFORMATION TO BE ACCURATE ON THE EFFECTIVE DATE OF THE INSURANCE, IMMEDIATELY NOTIFY THE INSURER OF SUCH CHANGES, AND THE INSURER MAY WITHDRAW OR MODIFY ANY OUTSTANDING QUOTATIONS AND/OR AUTHORIZATIONS OR AGREEMENTS TO BIND THE INSURANCE. THE "EFFECTIVE DATE" IS THE DATE THE COVERAGE IS BOUND OR THE FIRST DAY OF THE CURRENT POLICY PERIOD, WHICHEVER IS LATER. SIGNING OF THIS APPLICATION DOES NOT BIND THE APPLICANT OR THE INSURER TO COMPLETE THE INSURANCE, BUT IT IS AGREED THAT THIS APPLICATION SHALL BE THE BASIS OF THE CONTRACT SHOULD A POLICY BE ISSUED AND IT WILL BE ATTACHED TO AND BECOME A PART OF THE POLICY. ALL WRITTEN STATEMENTS AND MATERIALS FURNISHED TO THE INSURER IN CONJUNCTION WITH THIS APPLICATION ARE HEREBY INCORPORATED BY REFERENCE INTO THIS APPLICATION AND MADE A PART HEREOF. THIS APPLICATION MUST BE SIGNED BY THE CHAIRMAN OF THE BOARD, CHIEF EXECUTIVE OFFICER, CHIEF FINANCIAL OFFICER OR THE PRESIDENT OF THE COMPANY.

SIGNATURE: \_\_\_\_\_

TITLE: \_\_\_\_\_ DATE: \_\_\_\_\_

**Required applicants in Florida, Iowa & New Hampshire:**

Name of Broker: \_\_\_\_\_  
*(Required: FLORIDA, IOWA, NEW HAMPSHIRE only)*

Broker License #: \_\_\_\_\_  
*(Required: FLORIDA only)*

Print Name: \_\_\_\_\_

Name of Agency: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Broker Signature: \_\_\_\_\_  
*(Required: NEW HAMPSHIRE only)*