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for Insurance Companies

Insurance Company Professional Liability
Coverage Application

Travelers Casualty and Surety Company of America

NOTICE

ALL LIABILITY COVERAGE PARTS FOR WHICH APPLICATION IS MADE APPLY, SUBJECT TO THEIR TERMS, ONLY TO CLAIMS FIRST MADE OR DEEMED MADE AGAINST INSUREDS DURING THE POLICY PERIOD OR ANY EXTENDED REPORTING PERIOD, IF APPLICABLE. THE LIMIT OF LIABILITY AVAILABLE TO PAY LOSSES WILL BE REDUCED BY THE AMOUNTS INCURRED AS DEFENSE EXPENSES, AND DEFENSE EXPENSES WILL BE APPLIED AGAINST THE RETENTION AMOUNT. TRAVELERS HAS NO DUTY TO DEFEND ANY CLAIM UNLESS DUTY-TO-DEFEND COVERAGE IS SPECIFICALLY PROVIDED.

Applicant means all corporations, organizations, or other entities, including subsidiaries, proposed for this insurance. Attach a separate page to the Application for any information that exceeds the space provided.

١.	GENERAL INFORMATION
1.	Applicant Information:
	Name of Applicant:
	Street Address:
	City, State, ZIP Code:
	Website Address(es):
	Year Applicant's business was established (yyyy):
	Description of Applicant's operations:
2.	Applicant's Standard Industrial Classification (SIC) code, if known (four-digit number):
3.	Is the Applicant a subsidiary of a foreign parent?
4.	Does the Applicant currently file, or does it anticipate filing in the next six months, any documents with the Securities and Exchange Commission (SEC), or similar foreign authority regarding any equity or debt securities?

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5.	5. List and describe all entities in which the Applicant's ownership interest is 50% or greater or over which the Applicant has management control: If Not Applicable, check						
	Name	Percentage Owned	Year Started (уууу)	Description of Operations	Entity Type*	Insurance Company Type**	
		%	(уууу)	Operations		Company Type	
		%					
		%					
		%					
*Er	ntity Type:			artnership); NP=Non-l C=Limited Liability Co		Partnership;	
** r	nsurance Compa	any Type: SIC=Sto	ock Insurance Comp	any; MIC=Mutual Insi	urance Company; R		
			ce Company; RRG= ny; O=Other	Risk Retention Group	; R=Reinsurer; CIC	=Captive Insurance	
То	enter more info	rmation, attach a sepa		anization chart with o	wnership detail.		
6.		icant have offices out letails, including the lo				Yes 🗌 No 🗌	
7.	7. In the next 12 months (or during the past 24 months) is the Applicant contemplating (or has the Applicant completed or been in the process of completing) the following: a. Any actual or proposed merger, acquisition, or divestiture?						
8.		en any changes in the in the past three years on explanation.				Yes 🗌 No 🗌	
III.	SPECIFIC	INSURANCE COMP	ANY INFORMATION	N			
9.	9. List the Applicant's key reinsurers, including percentage of ceded premium and participation description:						
	Rein	surer	Percentage of	Ceded Premium	Participatio	n Description	
				%			
				%			
				%			
10.	10. Have there been any significant changes in reinsurance treaty terms during the past three years or are any expected during the next 12 months including changes in self insured retentions, limits purchased, lines of business added or excluded, or exclusions added or removed?Yes No If Yes, attach an explanation.						
11.	11. During the last 12 months has any rating agency communicated any changes in, or placed under review, any current financial or claims paying ability ratings of the Applicant?						

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ORGANIZATION INFORMATION

II.

12. Has the Applicant had an independent outside actuarial certification of rates or reserve adequacy?Yes No If No, provide details. If Yes, provide the dates (mm/dd/yyyy) of most recent certifications and the name of organizations that provided such certifications:							?Yes No
Are the recommend of No, attach an example 13. Provide the follows:	explanatio	on.		ons being implemented	d?		Yes No
			st Recent FYE	Prior FY	E		ojected FYE
Total Assets		\$		\$		\$	
Total Direct Written Premium		\$		\$		\$	
14. Prior Insurance I a. Provide the f			information for the	Applicant:			
Coverage	Ins	urer	Limit	Retention	Policy (mm/dd mm/dd	/yyyy –	Expiring Premium
Directors and Officers Liability Insurance			\$	\$		****	\$
Employment Practices Liability Insurance			\$	\$			\$
Fiduciary Liability Insurance			\$	\$			\$
Cyber Liability Insurance			\$	\$			\$
Financial Institution Bond			\$	\$			\$
General Liability Insurance			\$	\$			\$
Property Insurance			\$	\$			\$
Workers Compensation Insurance			\$	\$			\$
Commercial Auto Insurance			\$	\$			\$
Other Errors & Omissions (E & O) Coverage			\$	\$			\$
b. If other E&O	coverage	was com	pleted in the table a	above, specify the kind	d of E&O co	verage ob	tained:
years by any reg	ulatory a	uthority, in ar agreem	cluding any conser	the Applicant during at, disciplinary, enforce ?	ement or cea	ase	Yes No

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IV.	INSURANCE C	COMPANY OPERATIONS	SINFORMATION			
16.	6. Indicate the following professional services performed by the Applicant: a. Claim handling and adjusting, subrogation, or salvage: Yes No Dersonal injury rehabilitation: Yes No Council Safety inspections, loss control, or safety engineering: Yes No Deremium financing: Yes No Deremium fi					
17.	above only if such s product:	ng information for all profe service is offered for a fee		charge for a contract of ir	nsurance or investment	
Pro	Name of fessional Service	Description	Service has been Offered	Most Recent FYE Fees or Revenues	Prior FYE Fees or Revenues	
				\$	\$	
				\$	\$	
				\$	\$	
				\$	\$	
	 8. With respect to those professional services offered, other than claim handling and adjusting in connection with a contract of insurance issued by the Applicant: a. Are such professional services rendered pursuant to a written contract (including any professional services offered through a third party vendor)? b. Are written contracts reviewed and approved by either in-house or outside legal counsel? c. Are there written policies and procedures that govern the performance and administration of offered professional services? d. If professional services are offered through a third party vendor, is such third party vendor required to agree, under written contract, to indemnify or limit the liability of the Applicant for such services? 9. Does the Applicant currently, or in the foreseeable future plan to, own or operate any entity providing any form of managed health care, or plan to utilize managed health care in connection with any contract of insurance through an independent contractor? yes No If Yes, attach details, including the names and ownership of each entity, a full description of the service provided, and 					
V.	, ,	acts, including insurance ING AND REPORTING I	,		ts.	
20.	or any person propo	ocedures for handling, as osed for this insurance, in es offered?	connection with claim ha	andling or any other		
21.	When were such w	ritten procedures establis	hed (<i>mm/yyyy</i>)?			
22.	How often are such	written procedures review	wed and updated?			

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23. Provide the name, title, and department of any individual responsible for monitoring and ensuring compliance with such written procedures:							
Name	Title	Department					
		•					
24. Describe the procedure for respon	24. Describe the procedure for responding to an excess of limit demand:						
25. Describe the procedure for respon	5. Describe the procedure for responding to an excess of limit verdict:						
Applicant of any demand made o claim handling or any violation of	26. Provide the name, title, and department of any individual responsible for the receipt of notice on behalf of the Applicant of any demand made or claim or suit brought against the Applicant that includes allegations of bad faith in claim handling or any violation of any unfair claim practices statute or similar law (e.g., Head of Claims, Corporate Secretary, General Counsel, Risk Manager, or others) (Control Persons):						
Name	Title	Department					
	ing and transferring bad faith or E&O	claims to the parties responsible for their					
28. Does the Applicant use any speci	alized defense counsel for bad faith or E	&O claims?Yes No					
29. Does the Applicant have a proces	ss for evaluating a bad faith or E&O claim	at its conclusion?Yes No					
30. Is follow-up training provided to the	e claim staff as a result of such evaluation	n?Yes ☐ No ☐					
	reaty contracts provide coverage for puni	itive or extra-contractualYes No					
VI. CLAIM DEPARTMENT OPER	ATIONS INFORMATION						
32. Provide the staffing numbers for th	ne Applicant's home office and field offic	e claim department operations:					
Staff	# In the Most Recent FYE	# In the Prior FYE					
Claim Officers							
Claim Managers and Supervisors							
Senior Adjusters (Examiners)							
Junior Adjusters (Examiners)							
Administrative & Clerical Staff							
Total							
Average Adjuster Workload (Open							
Claim Files/Number of Adjusters)	Claim Files/Number of Adjusters)						
33. Provide the annual turnover rate for claim personnel, excluding administrative and clerical positions:							
Most Recent FYE	Prior FYE	Second Prior FYE					
34. With respect to claim personnel, have there been any employee layoffs, terminations, workforce reductions or retirements resulting from any type of organizational restructuring, or office, branch or facility closing during the past five years or are there any anticipated within the next 12 months?							

35.	Indicate the number of field (regional or branch) claim offices of the Applicant :
36.	What percentage of claims are handled within field offices?%
37.	Describe the types of claims that are not handled by field claim personnel, identifying specific classes of business and claim characteristics:
38.	Does the Applicant contract for outside claim adjustment services?
39.	Does the Applicant grant authority to independent agents, third party administrators or managing general agents to negotiate or settle any claims made under any contracts of insurance?
40.	Are outside law firms regularly employed to handle or defend claims?
	If Yes, has the Applicant established written procedures mandating assignment of outside counsel in matters with potential conflicts of interest or with uninsured excess exposures to any owner, beneficiary, or insured under any contract of insurance?
41.	Does the Applicant have a dedicated coverage review team within either the claim or legal department?
42.	Describe the Applicant's process for engaging outside counsel in coverage matters:
43.	Describe the Applicant's guidelines and process for defending policyholders while a declaratory judgment action is pending:
44.	Has the Applicant established a formal training program for all claim adjusters?Yes □ No □
45.	Does the Applicant require state specific fair claims settlement training?
46.	Does the Applicant have a claim handling procedural manual?
	If Yes, does the Applicant provide a copy of the claim handling procedural manual to all claim adjusters?
	c. When was such manual last updated?

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47.	7. Does the Applicant utilize any software for claim assessment or evaluation?						
	b. What influence	does the software have in	n determinin	g settlement v	values?		
	c. Does compliance	ce with the usage of such	tools impact	adjuster per	formance appraisa	ls?	Yes No
48.	Has the Applicant If No, attach an exp	established written proce planation.	dures for cla	im file docum	nentation?		Yes No
49.	9. Does the Applicant conduct large loss reviews?						
		hese reviews conducted?					
		es in such reviews? t provided with the results					
50.	Does the Applican If Yes:	t conduct claim file self-a	udits?				Yes 🗌 No 🗌
		he audits performed?					
	b. Who performs tc. Are the audit fir	the audits? ndings communicated to a	adiusters?				Yes □ No □
	d. Do the audit res	sults impact adjuster perf	ormance app	raisals?			Yes
		o the audit findings requir ividuals responsible for re					Yes No
	i. Indicate the ind	•	eviewing the	addit filldings	3 .		
		Title			Depar	tment	
51.		established procedures to ate laws and regulation?.					Yes No
VII.	. CURRENT INS	URANCE INFORMATIO	N/REQUEST	ED INSURA	NCE TERMS		
	Requested Limit	Requested Re	etention		d Effective Date n/dd/yyyy)		Coverage Currently rchased (Yes or No)
	\$	\$					
Expiring Limit Expiring Retention Expiring Premium Current Insurer Purch						Date Coverage First Purchased (mm/dd/yyyy)	
	\$	\$	\$				
52.	52. Is the Applicant or any person proposed for this Insurance Company Professional Liability Coverage aware of any fact, circumstance, situation, event, or act that reasonably could give rise to a claim against them under the Insurance Company Professional Liability Coverage for which the Applicant is applying, seeking monetary damages against them arising out of their performing, rendering, or failing to perform or render, professional services, including claim handling services? Yes No						

ICPL-S-14101 Ed. 02-14 © 2014 The Travelers Indemnity Company. All rights reserved. Page 7 of 10 With respect to the information required to be disclosed in response to the question above, the proposed insurance will not afford coverage under the Insurance Company Professional Liability Coverage for any claim arising from any fact, circumstance, situation, event or act about which any chief executive officer, chief financial officer, in-house general counsel, risk manager of the **Applicant** (or any functional equivalent position,) or Control Person* of the **Applicant** had knowledge prior to the issuance of the proposed policy, nor for any person or entity who knew of such fact, circumstance, situation, event or act prior to the issuance of the proposed policy.

*Control Person means any employee of the **Applicant** responsible for the receipt of notice on behalf of the **Applicant** of any demand made or claim or suit brought against the **Applicant** that includes allegations of bad faith in claim handling or any violation of any unfair claims practices statute or similar law.

VIII. LOSS INFORMATION

- 53. During the past five years, have any written demands, or civil, criminal, arbitration, administrative or regulatory proceedings been made or brought against any person or entity proposed for this insurance involving professional services, including claim handling services, that:
 - a. seek damages, have resulted in damages payment having been made or defense expenses having been incurred (other than contractual damages under a contract of insurance);
 - b. seek punitive, exemplary or multiplied damages; or
 - c. seek class action status, whether or not extra-contractual damages are sought?......Yes No If Yes, attach the following information:
 - a. Date the demand or notice of the proceeding was received;
 - b. Status of the demand or proceeding;
 - c. Name of the entity or person making the demand or bringing the proceeding;
 - d. Description of the circumstances involved, and the allegations of the demand or proceeding;
 - e. Following amounts from the first dollar, whether or not subject to E&O insurance;
 - (i) Contractual damages and defense expenses incurred (contractual loss not subject to E&O insurance);
 - (ii) Extra contractual damages incurred (excess of limits, punitive or exemplary, or multiplied damages, etc.);
 - (iii) Other damages; and
 - (iv) Defense expenses incurred (other than defense expenses incurred in connection with the contractual claim); and
 - f. Copy of the complaint, including amendments and responses, for any proceeding seeking class action status along with a brief summary of the status.
- 54. Have all of the demands and proceedings disclosed in Question 53 been reported to any previous or existing insurer providing coverage for Insurance Company Professional Liability?......Yes No If No, attach an explanation.

IX. REQUIRED ATTACHMENTS

As part of this Application, submit the following documents (these documents, and the representations and facts they contain, are made a part of this Application, whether such documents are physically delivered to the Company by the **Applicant** or are obtained by the Company from any public source, including the Internet):

- List of Directors and Officers of the Applicant
- Most recent Annual Convention Statement*
- Most recent Quarterly Convention Statement*
- Most recent Annual Report (Complete Audited Financial Statement)*
- Most recent Interim Financial Statements*
- Most recent 10K and 10Q filed with the SEC, and any other public document filed by the **Applicant** within the last eighteen months, including any certifications related to the accuracy of such public documents, with the SEC, or any similar federal, state, provincial, local or other regulatory agency anywhere in the world.
- Entity organizational chart, including interrelated non-insurance company entities

*Consolidated Financial Statements are preferred. However, if consolidated financial statements are not available for any organization, submit an individual financial statement for such organization.

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X. COMPENSATION NOTICE

Important Notice Regarding Compensation Disclosure

For information about how Travelers compensates independent agents, brokers, or other insurance producers, please visit this website: http://www.travelers.com/w3c/legal/Producer Compensation Disclosure.html

If you prefer, you can call the following toll-free number: 1-866-904-8348. Or you can write to us at Travelers, Enterprise Development, One Tower Square, Hartford, CT 06183.

XI. FRAUD WARNINGS

Attention: Insureds in Alabama, Arkansas, District of Columbia, Maryland, New Mexico, and Rhode Island

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

Attention: Insureds 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.

Attention: Insureds 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.

Attention: Insureds in Kentucky, New Jersey, New York, Ohio, and Pennsylvania

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. (In New York, the civil penalty is not to exceed five thousand dollars (\$5,000) and the stated value of the claim for each such violation.)

Attention: Insureds in Louisiana, Maine, Tennessee, Virginia, 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.

Attention: Insureds in Oregon

Any person who knowingly presents a false or fraudulent claim for payment of a loss or benefit or who knowingly presents false information in an application for insurance may be guilty of a crime and may be subject to fines and confinement in prison.

Attention: Insureds in Puerto Rico

Any person who knowingly and with the intention of defrauding presents false information in an insurance application, or presents, helps, or causes the presentation of a fraudulent claim for the payment of a loss or any other benefit, or presents more than one claim for the same damage or loss, shall incur a felony and, upon conviction, shall be sanctioned for each violation with the penalty of a fine of not less than five thousand dollars (\$5,000) and not more than ten thousand dollars (\$10,000), or a fixed term of imprisonment for three (3) years, or both penalties. Should aggravating circumstances be present, the penalty thus established may be increased to a maximum of five (5) years; if extenuating circumstances are present, it may be reduced to a minimum of two (2) years.

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XII. SIGNATURE SECTION

THE UNDERSIGNED AUTHORIZED REPRESENTATIVE (PRESIDENT, CEO, OR OTHER OFFICER ACCEPTABLE TO TRAVELERS) OF THE APPLICANT DECLARES THAT TO THE BEST OF HIS/HER KNOWLEDGE AND BELIEF, AFTER REASONABLE INQUIRY, THE STATEMENTS SET FORTH IN THIS APPLICATION FOR INSURANCE ARE TRUE AND COMPLETE AND MAY BE RELIED UPON BY TRAVELERS. IF THE INFORMATION IN ANY APPLICATION CHANGES PRIOR TO THE INCEPTION DATE OF THE POLICY, THE APPLICANT WILL NOTIFY TRAVELERS OF SUCH CHANGES, AND TRAVELERS MAY MODIFY OR WITHDRAW ANY OUTSTANDING QUOTATION. TRAVELERS IS AUTHORIZED TO MAKE INQUIRY IN CONNECTION WITH THIS APPLICATION.

TRAVELERS IS HEREBY AUTHORIZED TO MAKE ANY INVESTIGATION OR INQUIRY IN CONNECTION WITH THIS APPLICATION. THE UNDERSIGNED AUTHORIZED REPRESENTATIVE AGREES THAT IF THE INFORMATION SUPPLIED IN THIS APPLICATION CHANGES BETWEEN THE DATE OF THIS APPLICATION AND THE EFFECTIVE DATE OF ANY POLICY THAT TRAVELERS MAY ISSUE TO THE APPLICANT, THE UNDERSIGNED WILL IMMEDIATELY NOTIFY TRAVELERS OF SUCH CHANGES, AND TRAVELERS MAY WITHDRAW OR MODIFY ANY OUTSTANDING QUOTATIONS.

THE SIGNING OF THIS APPLICATION DOES NOT BIND TRAVELERS TO OFFER, NOR THE APPLICANT TO PURCHASE, THE INSURANCE. IT IS AGREED THAT THIS APPLICATION, INCLUDING ANY MATERIAL SUBMITTED THEREWITH, WILL BE THE BASIS OF THE INSURANCE AND WILL BE, IN ALL STATES OTHER THAN NC AND UT, CONSIDERED PHYSICALLY ATTACHED TO AND PART OF THE POLICY, IF ISSUED. TRAVELERS WILL HAVE RELIED UPON THIS APPLICATION, INCLUDING ANY MATERIAL SUBMITTED THEREWITH, IN ISSUING THE POLICY.

ELECTRONICALLY REPRODUCED SIGNATURES WILL BE TREATED AS ORIGINAL.

Signature* of Applicant's Authorized Representative (President or CEO)	Name (Printed)	
Title	Date	
XIII. PRODUCER INFORMATION (ONLY REQUIRED IN	N FLORIDA, IOWA, AND NE	EW HAMPSHIRE):
Producer Signature*	Producer Name (Printe	d)
Agency Name	Agency Code	License Number
*IF YOU ARE ELECTRONICALLY SUBMITTING THIS AP SIGNATURE TO THIS FORM BY CHECKING THE ELECT BY DOING SO, YOU HEREBY CONSENT AND AGREE DEVICE TO CHECK THE ELECTRONIC SIGNATURE AND ACCEPTANCE, AND AGREEMENT AS IF ACTUALLY SIGNATURE AFFIXED BY HAND.	TRONIC SIGNATURE AN THAT YOUR USE OF A I D ACCEPTANCE BOX COI	D ACCEPTANCE BOX BELOW. KEY PAD, MOUSE, OR OTHER NSTITUTES YOUR SIGNATURE,
AUTHORIZED REPRESENTATIVE'S ELECTRONIC SIGNA	ATURE AND ACCEPTANCI	E 🗆
PRODUCER'S ELECTRONIC SIGNATURE AND ACCEPT.	ANCE	

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