RESOLUTION OF THE TEXAS FFA ALUMNI ASSOCIATION ALUMNI COUNCIL AUTHORIZING AND DIRECTING THE PROCUREMENT OF DIRECTORS AND OFFICERS LIABILITY INSURANCE

WHEREAS, the Texas FFA Alumni Association has an interest in maintaining responsible organizational governance, protecting the Association, and supporting the individuals who serve the Association in good faith;

WHEREAS, members of the Alumni Council, officers, committee members, volunteers, and other authorized representatives may be called upon to make decisions, take action, manage records, oversee finances, conduct meetings, communicate with members, and perform other duties on behalf of the Association;

WHEREAS, claims, complaints, disputes, investigations, or other proceedings may arise from alleged acts, errors, omissions, governance failures, fiduciary duties, employment-related matters, or other organizational decisions made in the course of Association service;

WHEREAS, Directors and Officers liability insurance may provide protection for the Association and covered individuals against certain claims arising from their service to the Association, subject to the terms, exclusions, limits, and conditions of any applicable policy;

WHEREAS, the Alumni Council finds that obtaining appropriate Directors and Officers liability insurance is a prudent governance measure and is in the best interests of the Texas FFA Alumni Association and its members;

NOW, THEREFORE, BE IT RESOLVED, that the Alumni Council authorizes and directs the Texas FFA Alumni Association to obtain quotes for Directors and Officers liability insurance covering the Association and, as appropriate, its Alumni Council members, officers, committee members, volunteers, and other authorized representatives;

BE IT FURTHER RESOLVED, that the Alumni Council authorizes the appropriate officers of the Association to identify, evaluate, and present insurance options from qualified insurance brokers, agents, or carriers experienced in nonprofit Directors and Officers liability coverage;

BE IT FURTHER RESOLVED, that the insurance options presented for consideration should include, to the extent reasonably available, coverage terms, policy limits, deductibles or retentions, premiums, exclusions, defense cost provisions, claims-made requirements, retroactive dates, prior acts coverage, employment practices liability coverage, fiduciary liability coverage, entity coverage, and any requirements for notice of known claims or circumstances;

BE IT FURTHER RESOLVED, that the Alumni Council directs that any proposed policy be reviewed for consistency with the Association's governance needs, risk profile, available financial resources, and any recommendations from independent legal counsel retained by the Association;

BE IT FURTHER RESOLVED, that the Alumni Council authorizes the procurement of appropriate Directors and Officers liability insurance upon review and approval by the Alumni Council, including the payment of reasonable premiums and related costs from Association funds;

BE IT FURTHER RESOLVED, that the Alumni Council directs the Association to maintain copies of all applications, quotes, binders, policies, endorsements, renewal documents, notices, and related insurance records as part of the Association's official records;

BE IT FURTHER RESOLVED, that the Alumni Council directs the Association to review Directors and Officers liability insurance coverage at least annually and before each policy renewal to determine whether the coverage remains adequate and appropriate;

BE IT FINALLY RESOLVED, that this resolution shall take effect immediately upon adoption.

Adopted this ___ day of __________________, 2026, by the Alumni Council of the Texas FFA Alumni Association.

Presiding Officer

Secretary