

Highlights of the 2025-2026 Update

Highlights of this **2025-2026 update** of *Law of Corporate Officers and Directors: Indemnification and Insurance, 2nd Ed.* include case law developments and discussion on the following topics:

- Edited for clarity and conciseness.
- New case law citations throughout.
- Discussion of recent Delaware case law impacting the “entire fairness” doctrine and the concept of ratification by shareholder vote as well as discussion of changes to Delaware corporate law in response to such case law. § § 1:1, 1:33, and 2:19.
- Discussion of new and additional case law regarding forum selection clauses, particularly as they relate to claims that are not internal corporate claims. § 2:5.
- Discussion of new and additional case law regarding interpretation of excess policy language and the meaning of “exhaustion”. § 4:48.
- Mention of recent case law explaining public policy reasons for excluding contract claim. § 4:31.
- Additional cross-referencing.