

**INDEMNIFICATION CLUB RIO HOMEOWNERS ASSOCIATION, INC.**

**STANDING POLICY**

**INDEMNIFICATION**

In accordance to the Bylaws, Section 1.4, line G, which states "Standing Rule: the Board may adopt standing rules for items not specifically covered in the Bylaws such as, but not limited to, the conduct and/or order of business at a meeting." At a duly convened Board of Directors meeting held on September 29, 2021, a motion was made, seconded, and approved by all to adopt the following policy.

**INDEMNIFICATION**

Every director and every officer of the Association, shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by, or imposed upon him/her, in connection with any proceedings to which he/she may be a party, or in which he/she may become involved by reason of his/her having been a director or officer at the time such expenses are incurred, except with regard to expenses and liabilities incurred for any of the following:

- (A) Breach of the fiduciary relationship provided by FS723.078(i)
- (B) Willful and knowingly failure to comply with the provisions of the Association By Laws, the Association's Articles of Incorporation or the Association's Rules and Regulations..

**BOARD APPROVED: September 29, 2021**  
**CLUB RIO HOMEOWNERS ASSOCIATION**

Ken Rausch

Ken Rausch, President