

EXHIBIT A

The non-profit corporation shall consist of an association of individuals and incorporated or unincorporated businesses with common interests in the defense of civil lawsuits or in management of the risks of civil liability. The activities of the non-profit corporation will be directed to improving risk management, informing the defense of civil claims, and facilitating communications among those involved in the defense of civil claims or in risk management. It shall be a business league that is not organized for profit and no part of any net earnings will inure to the benefit of any private individual.