

Duties and Liabilities of Directors and Officers

- Fiduciaries of corporation ethical & legal duties
- Duty of Care
 - Act in good faith and in best interests of the corp.;
 - Make informed and reasonable decisions; and
 - Exercise reasonable supervision
- Duty of Loyalty
 - No conflict of interest
 - No insider trading
- A <u>dissenting</u> director is rarely held liable

Personal Liabilities Of Corporate Officers And Directors

Mortimer Feuer

Personal Liabilities Of Corporate Officers And Directors:

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