

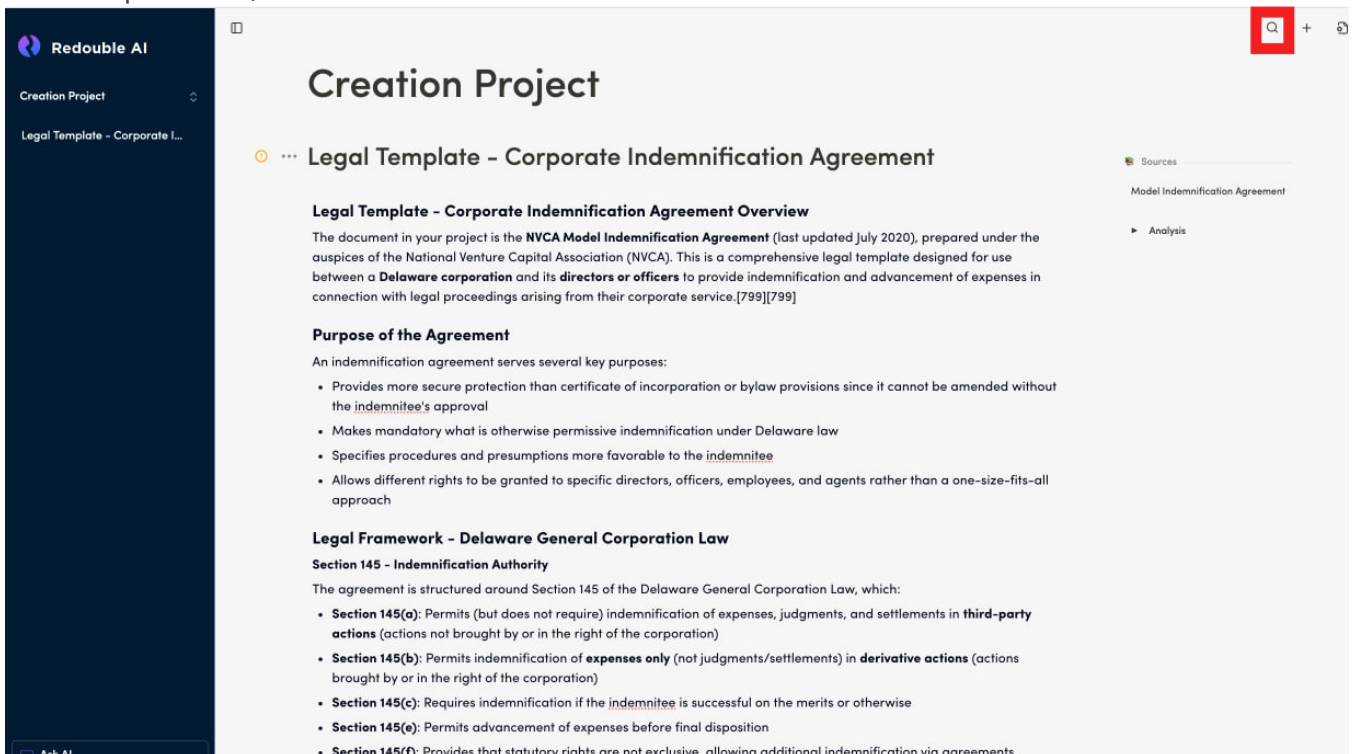
4.2 Search content

Prerequisites:

- You are logged into the Redouble AI system
- You have at least one project

Steps:

1. In the top toolbar, click the "Search" icon



The screenshot displays the Redouble AI interface. On the left is a dark sidebar with the 'Redouble AI' logo and a project list including 'Creation Project' and 'Legal Template - Corporate I...'. The main content area is titled 'Creation Project' and shows search results for 'Legal Template - Corporate Indemnification Agreement'. The results include an overview, the purpose of the agreement, and the legal framework under Delaware General Corporation Law, specifically Section 145. A right-hand pane shows 'Sources' with 'Model Indemnification Agreement' and 'Analysis'. A red search icon is highlighted in the top right toolbar. At the bottom left of the sidebar is an 'Ask AI' button.

Redouble AI

Creation Project

Legal Template - Corporate I...

Creation Project

Legal Template - Corporate Indemnification Agreement

Legal Template - Corporate Indemnification Agreement Overview

The document in your project is the **NVCA Model Indemnification Agreement** (last updated July 2020), prepared under the auspices of the National Venture Capital Association (NVCA). This is a comprehensive legal template designed for use between a **Delaware corporation** and its **directors or officers** to provide indemnification and advancement of expenses in connection with legal proceedings arising from their corporate service.[799][799]

Purpose of the Agreement

An indemnification agreement serves several key purposes:

- Provides more secure protection than certificate of incorporation or bylaw provisions since it cannot be amended without the **indemnitee's** approval
- Makes mandatory what is otherwise permissive indemnification under Delaware law
- Specifies procedures and presumptions more favorable to the **indemnitee**
- Allows different rights to be granted to specific directors, officers, employees, and agents rather than a one-size-fits-all approach

Legal Framework - Delaware General Corporation Law

Section 145 - Indemnification Authority

The agreement is structured around Section 145 of the Delaware General Corporation Law, which:

- **Section 145(a):** Permits (but does not require) indemnification of expenses, judgments, and settlements in **third-party actions** (actions not brought by or in the right of the corporation)
- **Section 145(b):** Permits indemnification of **expenses only** (not judgments/settlements) in **derivative actions** (actions brought by or in the right of the corporation)
- **Section 145(c):** Requires indemnification if the **indemnitee** is successful on the merits or otherwise
- **Section 145(e):** Permits advancement of expenses before final disposition
- **Section 145(f):** Provides that statutory rights are not exclusive, allowing additional indemnification via agreements

Sources

Model Indemnification Agreement

Analysis

Ask AI

2. In the "Search" dialog box, type content you want to find
3. See the total number of matches that have been found

4. Navigate from one search result to another by using the "Next" and "Previous" buttons

The screenshot displays the Redouble AI interface. On the left is a dark sidebar with the 'Redouble AI' logo and a list of projects: 'Creation Project' and 'Legal Template - Corporate I...'. At the bottom of the sidebar is an 'Ask AI' button. The main content area shows a document titled 'Legal Template - Corporate Indemnification Agreement'. At the top right of the document area, there is a search bar containing the word 'comprehensive' and a page indicator '1 of 1' with navigation arrows. The document content includes a title, an overview paragraph, a 'Purpose of the Agreement' section with a bulleted list, and a 'Legal Framework - Delaware General Corporation Law' section starting with 'Section 145 - Indemnification Authority' and a bulleted list of subsections (a) through (f).

Result: A user finds the content they have been looking for.

Revision #5
Created 2025-10-13 11:58:49 UTC by Diana
Updated 2025-12-05 16:03:30 UTC by Diana