



**Indemnification Policy**

Office of Administration:	Office of the University Secretary Office of Vice-President, Finance & Administration
Approval Authority:	Board of Governors
Approval Date:	October 18, 2024
Next Review:	October 2025
Review History:	Initial publication

**1. Purpose**

1.1 Providing legal assistance and indemnification to Governors, Officers, Committee Members, Employees, and/or Volunteers is essential for the protection of Laurentian University’s interests, the fair treatment of its Governors, Officers, Committee Members, Volunteers and Employees, as well as the effective management of the University. Governors, Officers, Committee Members, Employees, and/or Volunteers may be subject to legal claims/actions even though they are acting in good faith, within the scope of their duties, or in the course of their employment. It is therefore necessary that they receive appropriate legal representation and be protected from personal liability as long as they are not acting against the interests of Laurentian University.

1.2 This policy provides the basis for and limitation on the indemnity provided to Governors, Officers, Committee Members, Employees, and/or Volunteers by Laurentian University.

**2. Scope**

2.1 This policy applies to Governors, Officers, Committee Members, Employees and/or Volunteers of Laurentian University while acting within the scope of their duties for the University.

**3. Policy Statement**

**3.1 Indemnity to Governors, Officers, Committee Members, Employees and/or Volunteers.**

Every Governor, Officer, Committee Member, Employee and/or Volunteer to the University, and their heirs, executors and administrators, and estate and effects, respectively, who has undertaken or is about to undertake any liability on behalf of the

University, shall from time to time, and at all times, be indemnified and saved harmless out of the funds of the University from and against the following:

- (i) all costs, charges and expenses whatsoever that such Governor, Officer, Committee Member, Employee, and/or Volunteer sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against the Governor, Officer, Committee Member, Employee and/or Volunteer for or in respect of any act, deed, matter, or thing whatsoever, made, done or permitted by them, in or about the execution of the duties of their office or in respect of any such liability; and
- (ii) all other costs, charges, and expenses that the Governor, Officer, Committee Member, Employee, and/or Volunteer sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges and expenses as occasioned by their willful neglect and default.

### **3.2 Indemnity to Others**

The University may also indemnify such other persons in such other circumstances as the law permits or requires. The indemnity however, is limited by the provisions of this policy and the extent permitted by law.

### **3.3 Limitation**

The University shall not indemnify under this policy unless,

- (i) The individual acted honestly and in good faith with a view to the best interests of the University; and
- (ii) If the matter is a criminal or administrative proceeding that is enforced by a monetary penalty and the individual had reasonable grounds for believing that their conduct was lawful.

## **4. Insurance**

4.1 The University shall purchase and maintain insurance for the benefit of any person entitled to be indemnified by the University under the immediately preceding section, provided that due consideration is first given to the requirements under the Charities Accounting Act (Ontario) and any other legal requirements for the purchase of directors' and officers' liability insurance or equivalent coverage.

## **5. Policy Review**

5.1 This policy will be reviewed annually to assess its effectiveness and make necessary updates or revisions.