

## CIA Policy Regarding the Process Related to the Application of Bylaw 16.02

*Document 220073*

### **Context and Purpose**

According to Bylaw 16.02, a volunteer of the Institute shall be indemnified and saved harmless out of the funds of the Institute against all expenses sustained relative to any action or suit in connection with any act he/she has done in the execution of his/her duties. It is understood that the Institute intends to provide legal support to its volunteers, regardless of the nature of the claim or proceeding against them (including complaints to the Professional Conduct Board) that is related to any actual or alleged wrongful act occurring in the course of the execution of his/her duties, provided the claim or proceeding is not arising out of, based upon, or attributable to the committing in fact of any criminal act, deliberate fraudulent act, or breach of the Institute's Rules of Professional Conduct.

### **Scope**

This policy outlines the key elements of the process to be followed when a volunteer requests legal support from the Institute with regard to a claim or proceeding against him/her in connection with the execution of his/her duties on behalf of the Institute.

### **Policy Statements**

1. The volunteer submits a written request for support to the CIA Executive Director that outlines the nature of the claim or proceeding and the type of support that is being requested.
2. In light of the information provided to him or her, the Executive Director will determine if legal support from the CIA is warranted (i.e., the claim is in relation to the execution of the volunteer's duties).
3. Once this determination is made, the Executive Director shall act as the contact person for the Institute and will be responsible for overseeing the legal support that is to be provided to the volunteer.
4. The Executive Director will contact the provider of the CIA's liability insurance in order to determine if the Institute's insurance policy is applicable in the case. In a situation where the CIA's liability insurance policy would not be applicable, the CIA will provide legal support to the volunteer out of the funds of the Institute.
5. In a case where more than one volunteer requires legal support relative to the same claim or proceeding, the Executive Director will ensure that the legal support provided by the Institute to one volunteer is coordinated with the legal

support provided to the other volunteer(s) and if the CIA, as a corporation, is the object of this same claim or proceeding, with the legal support provided to the Institute's leadership.

6. In a case where the CIA, as a corporation, is the object of a claim or proceeding, the CIA Board will have final authority with respect to the choice of legal counsel and the establishment of the budget for legal support, for the CIA, as well as for the volunteer(s), if any, who require legal support.
7. In a case where the CIA, as a corporation, is not the object of the claim or proceeding, the Executive Director, after consultation with the volunteer(s) who are the object(s) of the claim or proceeding, will have final authority with respect to the choice of legal counsel and the establishment of the budget for legal support.
8. Notwithstanding paragraph 7) above, in the case of an alleged breach of the Rules of Professional Conduct involving a complaint to the Professional Conduct Board, the CIA shall, after consultation with the volunteer(s) who are the object(s) of the complaint, establish a reasonable budget with which the volunteer(s) shall secure the counsel of his or her choice.
9. In a case where a volunteer is found guilty of committing in fact any criminal act, deliberate fraudulent act, or breach of the Institute's Rules of Professional Conduct, he/she will be required to reimburse all costs incurred by the Institute in the provision of support to said volunteer.

#### **Exemptions**

N/A

#### **Escalation procedures/management of non-compliance with this policy**

N/A

#### **Definitions and abbreviations**

N/A

#### **Associated Documents**

In the [Bylaws](#), Section 16 Responsibility and Indemnity of Members of the Board and Others, article 16.02 reads as follows:

“Every member of the Board or other person who undertakes any liability on behalf of the Institute shall be indemnified and saved harmless out of the funds of the Institute against all expenses whatsoever which such member of the Board or other person sustains in connection with any action or suit that may be brought in connection with any act whatsoever done by such person in the execution of the duties of the office held by such person or in respect of any such liability.”

[Rules of Professional Conduct](#)

**References**

N/A

**Monitoring, evaluation, and review**

Approval date	December 4, 2019
Effective date	January 1, 2020
Approval authority	Board
Review owner	Board
Prior review and revision dates	November 26, 2014; September 19, 2018
Review cycle	Every five years
Next review date	2023

**Procedures**

N/A