

***The* UNIVERSITY of WESTERN ONTARIO
BOARD OF GOVERNORS**

BY-LAW NO. 2

Ref: By-Law No. 1

Enacted: 28JAN93

being a by-law to indemnify members of the Board of Governors (hereinafter referred to as the "Board") of The University of Western Ontario (hereinafter referred to as the "University") in the exercise of their powers as set forth in *The University of Western Ontario Act, 1982*, as amended by the *University of Western Ontario Act, 1988*, and as the same may be further amended from time to time and as set forth in the by-laws, resolutions, policies and procedures as may be established and amended by the Board from time to time.

BE IT ENACTED AND IT IS HEREBY ENACTED as a By-law of The Board of Governors of The University of Western Ontario as follows:

Except in respect of an action to procure a judgment in its favor, and except where otherwise prohibited by law, every member of the Board or of any committee or subcommittee of the Board and the heirs, executors and administrators and the estate and effects of each of them, respectively, shall from time to time and at all times be indemnified and saved harmless out of the funds of the University, from and against all costs, charges and expenses whatsoever (including amounts paid to settle an action or satisfy a judgment), that such member sustains or incurs in or about any civil or administrative action, suit, or proceeding that is brought, commenced or prosecuted against such member, for or in respect of any act, deed, matter or thing whatsoever, made done or permitted by such member, in or about the execution of the duties of such office, except such costs, charges or expenses as are occasioned by such member's own wilful neglect or wilful default. Provided however that, in exchange for the presentation of these provisions of indemnity, such indemnified member shall cooperate fully with the University in the defence of such proceedings and shall be subject to such direction as the University or its Counsel shall deem appropriate, failing which such provision of indemnity provided hereby shall forthwith lapse and be of no further force and effect.