



SD42 BYLAW 2

INDEMNIFICATION OF TRUSTEES AND OFFICERS

1. DEFINITIONS

In this Bylaw:

- a) **"Board"** means The Board of Education of School District No. 42 (Maple Ridge – Pitt Meadows).
- b) **"Trustee"** means a person elected or appointed to serve as a member of the Board.
- c) **"Officer"** means a person appointed by the Board to an officer position, including the Superintendent of Schools and the Secretary Treasurer.
- d) **"Proceeding"** includes any civil, criminal, administrative, investigative, or other legal action or proceeding.

2. INDEMNIFICATION

The Board shall indemnify a Trustee or Officer against all costs, charges, and expenses, including legal fees, reasonably incurred in connection with any Proceeding arising from the performance of their duties, provided the Trustee or Officer:

- a) acted honestly and in good faith;
- b) acted in the best interests of the School District; and
- c) acted within the scope of authority conferred by the Board or by law.

3. EXCLUSIONS

Indemnification under this Bylaw does not apply where a Trustee or Officer:

- a) engaged in fraud, dishonesty, or willful misconduct;
- b) acted outside the scope of authority of the Board; or
- c) failed to act honestly, in good faith, or in the best interests of the School District.

4. ADVANCEMENT OF EXPENSES

The Board may advance funds to a Trustee or Officer to cover reasonable legal expenses incurred in a Proceeding prior to its final disposition, provided the Trustee or Officer gives a written undertaking to repay such amounts if it is ultimately determined that they are not entitled to indemnification under this Bylaw.

5. INSURANCE

The Board may purchase and maintain insurance, including Directors' and Officers' liability insurance, to support or supplement the indemnification provided under this Bylaw.

The existence of insurance does not limit or replace the Board's indemnification obligations under this Bylaw.

6. CONTINUATION

Indemnification under this Bylaw continues to apply to a person who has ceased to be a Trustee or Officer, in respect of acts or omissions occurring while that person held office.

7. RELATIONSHIP TO OTHER GOVERNANCE INSTRUMENTS

Nothing in this Bylaw limits the application of the Trustee Code of Conduct or any other Board policy governing trustee or officer conduct, nor does it override applicable legislation.

8. EFFECTIVE DATE

This Bylaw comes into effect on the date of its adoption by the Board of Education.

APPROVAL

READ A FIRST TIME THIS **13TH DAY OF MAY, 2026;**

READ A SECOND TIME THIS **13TH DAY OF MAY, 2026;**

READ A THIRD TIME AND ADOPTED THIS **13TH DAY OF MAY, 2026.**

(Signed by Elaine Yamamoto)
Board Chair

(Corporate seal)

(Signed by Richard Rennie)
Secretary Treasurer