

TO: All MUNFA Members

FROM: The MUNFA Executive Committee

DATE: October 7, 2008

**SUBJECT: NOTICE OF MOTION FOR GENERAL MEETING - OCTOBER 22, 2008**

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The MUNFA Executive was under the impression that all MUNFA volunteers were covered under our Directors and Officers liability insurance; however, we recently learned that members of the Academic Freedom and Grievance Committee (AF&G) are not covered because, technically, they are not officers. We propose an addition to the constitution that closes this potential loophole and extends protection to other volunteers providing service to the Association.

The legal advice we have been given indicates the likelihood of an AF&G Committee member being successfully sued, or of an action surviving the inevitable challenge to the Court's jurisdiction, is very remote. Because the actions of AF&G and its members relate to the handling of grievances, a disgruntled member must file a Complaint with the Labour Relations Board. The Board does not hold individual members liable; any liability would be MUNFA's. In addition, a ruling of the Newfoundland Court of Appeal suggests it is highly unlikely the Supreme Court would accept jurisdiction on any issue arising from the jurisdiction of the AF&G Committee. As the Executive Committee has the final say on most matters, any liability would arise from the decisions of Executive, and therefore any loss arising would be covered by the insurance policy.

Regarding other volunteers with the Association, we do not believe their official role places them in a position where there is risk of legal action being taken against them. As well, members who serve on joint MUN-MUNFA committees, such as pension and benefits committees, are covered by MUN's general liability policy for actions they take as committee members.

Though our legal counsel cannot think of a possible factual scenario where a member of AF&G or other committee member could be sued, the proposed amendment closes a gap in coverage of those who generously volunteer their time to the Association.

The MUNFA Executive therefore proposes the following amendment to the MUNFA Constitution, which will be presented at the General Meeting on October 22, 2008:

Article XVI - Indemnification of Officers and Members of Standing Committees The Association shall indemnify an Officer or a member of a Standing Committee, a former Officer or a former member of a Standing Committee, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the individual in respect of any civil, criminal, administrative, investigative or other proceeding in which the individual is involved because of that involvement with the Association, where that individual acted honestly and in good faith with a view to the best interests of the Association, and in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, that individual had reasonable grounds for believing that his or her conduct was lawful.

Adding this article is on the advice of CAUT, which believes volunteers involved in a faculty association should be protected against legal action taken against them for actions they take on behalf of the Association. We share CAUT's belief.