



## **Directors and Officers Indemnification and Insurance Protecting Yourself from Personal Risk**

**Institute of Corporate Directors, Ontario Chapter**

**Breakfast Session – Thursday, February 11th, 2010**

### **Thought you were adequately covered by your D&O? Consider the following...**

- Bankruptcy or freezing of corporate assets can limit directors' and officers' ability to access their D&O policy;
- claims made by the corporation for its losses can erode the insurance limits, considerably reducing the coverage remaining for directors and officers;
- Exclusions and narrow definitions can extensively limit the scope of D&O coverage; and
- misconduct by "black hat" executives can allow insurers to rescind coverage for all insureds including innocent directors and officers

Today's business reality puts directors and officers at increasing personal risk:

- Heightened regulatory scrutiny
- High risk corporate transactions (mergers, acquisitions, takeovers)
- High-profile bankruptcies
- Increasingly frequent, lengthy and costly civil litigation, administrative investigations and criminal prosecution

### **Learning Outcomes:**

This session will explore what key exposures are faced by organizations and their directors and officers. These exposures can lead to personal liabilities by Directors and Officers if they do not have adequate indemnification or insurance coverage. Every director and officer needs to know and understand their Director and Officer Indemnification and Insurance Program. Join us to learn from our panel if your company's program meets best practice.

### **Confirmed Panelists:**

#### **Moderator:**

- Barry Reiter,  
Chair, Corporate Governance & Director Protection Group, Bennett Jones LLP

#### **Panelists:**

- **Kelly Lang**, Senior Vice President & Partner, HKMB HUB International
- **David Price**, Senior Vice President, Financial Lines and. Chief Underwriting Officer, Executive Risk Insurance Services
- **Jay Heller**, General Partner & Chief Legal Counsel, Vengrowth Asset Management

#### **Date**

Thursday, February 11th, 2010

#### **Time**

Registration - 7:15 a.m.  
Session - 7:30 a.m. to 9:00 a.m.

#### **Location**

Fairmont Royal York

**Cost for Members - \$65.00**

**Non-Members - \$85.00**

#### **Registration**

Register online at [www.icd.ca](http://www.icd.ca)

#### **CHAPTER EXECUTIVE**

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Maureen Atkinson, ICD.D  
Shauneen Bruder, ICD.D  
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