

INDEMNIFICATION POLICY

Any person made a part of any action, suit or proceeding, civil or criminal, by reason of the fact that he, his testator or intestate, is or was a trustee, officer or employee of The Field Library shall be indemnified by the library against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such trustee, officer or employee is liable for negligence or misconduct of his duties.

In the case of a criminal action, suit or proceeding, a conviction or judgment (whether based on a plea of guilty or nolo contendere or its equivalent, or after trial) shall not be deemed an adjudication that such trustee, officer or employee is liable for negligence or misconduct in the performance of his duties, if such trustee, officer or employee was acting in good faith in what he considered to be the best interests of the library and with no reasonable cause to believe that the action was illegal.

The Board of Trustees may authorize the library to purchase and maintain Officers' and Directors' liability insurance on behalf of any person serving as an officer and/or trustee, insuring such person against any liability asserted against him and incurred by him in his capacity or arising out of his status as an officer and/or director and/or employee and/or agent of the Library to the extent now or hereafter authorized by law.

The foregoing authority shall not be deemed exclusive of any other authority to grant indemnification which the library or its Board of Trustees now has or which to the library or its Board of Trustees may hereafter be granted.

This policy is determined by The Field Library Board of Trustees and is subject to periodic review and/or revision at the discretion of the Board.

Adopted by The Field Library Board of Trustees January, 2013