

Washington Metropolitan Area Transit Authority
Board Action/Information Summary

☒ Action ☐ Information

Document
Number:
207799

Resolution:
☒ Yes ☐ No

Presentation Name:

Indemnification for DRPT Grant Administration System

Project Manager:

Patrick Bailey

Project Department:

Finance

Purpose/Key Highlights:

Staff request Board approval to indemnify the Virginia Department of Rail and Public Transportation (DRPT) for WMATA staff to access DRPT's grant management system to manage local match funding agreements and process reimbursements. The indemnification is a DRPT requirement of the user agreement governing access to their system. DRPT has agreed to provide the required match to FTA grants awarded to WMATA through DRPT's federal Congestion Mitigation Air Quality (CMAQ) grant program and WMATA staff access to the DRPT grant management system is required to obtain the match.

Interested Parties:

There are no interested parties for conflicts of interest purposes.

Background:

Key Highlights:

- DRPT has implemented a new grant management system called "WebGrants" to replace their previous "Online Grant Administration (OLGA) system.

- WMATA receives FTA grant funding through DRPT's federal Congestion Mitigation Air Quality (CMAQ) grant program and DRPT provides the required local match for the grants.
- DRPT's user agreement to access and manage the local match via the new "WebGrants" system requires indemnification.

Discussion:

Access to the new DRPT "WebGrants" system is essential in securing future funding for the Capital Improvement Program. Staff worked with DRPT to remove or modify the user agreement by removing other language imposed on recipients and not applicable to WMATA or authorized under the WMATA Compact.

Indemnifying DRPT is a condition of gaining access to the system to request reimbursement of the matching funds. Providing an indemnification is not prohibited by WMATA practices but does require approval from the Board.

Funding Impact:

There is no direct funding impact as part of this indemnification, but it will allow WMATA staff access to the new DRPT grant management system.

Program:	Capital Improvement Program
Project Manager:	Yetunde Olumide
Project Department/Office:	Finance

Previous Actions:

None

Next Steps:

None

Recommendation:

Approval to: Authorize the indemnification of the Virginia Department of Rail and Public Transportation to allow WMATA staff access to the new system

PRESENTED AND ADOPTED: June 27, 2024

**SUBJECT: INDEMNIFICATION OF THE VIRGINIA DEPARTMENT OF RAIL AND
PUBLIC TRANSPORTATION IN WEBGRANTS SYSTEM ACCESS
AGREEMENT**

2024-19

**RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
WASHINGTON METROPOLITAN AREA TRANSIT AUTHORITY**

WHEREAS, Resolution 2011-30, as amended, requires Board of Directors' approval for WMATA to indemnify a counterparty; and

WHEREAS, WMATA desires to use the Virginia Department of Rail and Public Transportation (DRPT) WebGrants System to conduct grants management activities and seek reimbursement of grant funds; and

WHEREAS, DRPT requires WMATA to enter into a WebGrants System access agreement in order to access the system; and

WHEREAS, The WebGrants System access agreement contains a term that requires WMATA to indemnify DRPT, substantially in the form as shown in Attachment A;

NOW THEREFORE, be it

RESOLVED, That the Board of Directors authorizes the General Manager and Chief Executive Officer or his designee to indemnify the Virginia Department of Rail and Public Transportation as may be required in the WebGrants System access agreement, substantially in the form as shown in Attachment A; and be it finally

RESOLVED, That in order to timely execute the Virginia Department of Rail and Public Transportation WebGrants System access agreement, this Resolution shall be effective immediately.

Reviewed as to form and legal sufficiency,



Patricia Y. Lee
Executive Vice President, Chief Legal Officer and
General Counsel

WMATA File Structure No.:
15.2.1 Grants of Indemnification

Motioned by Mr. Smedberg, seconded by Mr. Letourneau

Ayes: 8- Mr. Smedberg, Mr. McAndrew, Dr. Hadden Loh, Ms. Kline, Mr. Letourneau, Mr. Drummer, Ms. Santos and Ms. Martin-Proctor

VIRGINIA DEPARTMENT OF RAIL AND PUBLIC TRANSPORTATION
WEBGRANTS SYSTEM ACCESS AGREEMENT

"The Organization shall be responsible to the extent allowable by law for any and all damages related to its access to the System and for anyone it grants access to the System including but not limited to its employees and agents in connection with the access to the System granted under this Agreement. It is expressly understood that the Organization shall indemnify, defend and/or hold harmless the Commonwealth, the Department, and their officers, agents, and employees to the fullest extent allowable under Virginia law from and against all damages, claims, suits, judgments, expenses, actions and costs of every name and description, arising out of or resulting solely from the Organization's gross negligence relating to unauthorized use of or access to the System or any actions covered by this Agreement. The obligations of this section shall survive the termination of this Agreement.