



Board Document

OVERVIEW			
PRESENTATION NAME	Contracting and Indemnification Authority for Chief Board Affairs Officer	DOCUMENT NO.	300102
ACTION OR INFORMATION	Action		
STRATEGIC TRANSFORMATION PLAN GOAL	Financial and Organizational Efficiency;		
RESOLUTION	Yes		
EXECUTIVE OWNER			
EXECUTIVE TEAM OWNER	Ellison, Jennifer;		
ORGANIZATION	Board Affairs		
DOCUMENT INITIATOR	John S. Pasek		
OTHER INFORMATION			
COMMITTEE	Board/Board Office Only	COMMITTEE DATE	3/12/2026
PURPOSE/KEY HIGHLIGHTS	To obtain Board approval to authorize the Chief Board Affairs Officer or her designee enter into City of Alexandria facility rental agreement that contains and indemnity provision and to delegate contracting authority to the Chief Board Affairs Officer for holding Metro Compact public hearings by entering into subsequent facility rental or use agreements that contain indemnification provisions in favor of the entity that owns, controls, or operates the facility.		
DISCUSSION	Under Resolution 2011-30, the Board reserves the authority to approve any non-procurement agreement in which WMATA agrees to indemnify a counterparty. WMATA often uses facilities owned by other entities as locations to conduct public hearings required under		



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	<p>the WMATA Compact. Agreements to use these facilities often require WMATA to indemnify the facility owner, thereby requiring Board approval and either slowing down the process of securing a facility or requiring WMATA to use a facility that does not best meet the need or scope of the public hearing in terms of location, size or amenities.</p> <p>Resolution 2025-31 authorized Metro to hold a public hearing on proposed changes at the Braddock Road Metro Station. The closest community-serving location, the Charles Houston Recreation Center, is owned by the City of Alexandria ("the City") and requires WMATA to indemnify the City as part of its Facility Rental Agreement. Failure to indemnify the City would require WMATA to seek an alternate location that is not as close to the proposed project or does not best meet the Authority's needs as a public hearing location.</p> <p>As indemnification clauses are standard in facility rental or use agreements, staff is seeking Board approval to delegate authority to the Chief Board Affairs Officer or her designee to enter into subsequent facilities use or rental agreements that require the Authority to indemnify the entity that owns, controls or operates the facility, for the express purpose of securing locations for public hearings. This action would authorize the Chief Board Affairs Officer to enter into the Facility Rental Agreement that includes a provision for the Authority to indemnify the City of Alexandria as part of securing a location for the Braddock Road public hearing, and to enter into subsequent facility use or rental agreements for future hearings that also contain indemnification provisions that indemnify the entity that owns, controls, or operates the facility.</p>
INTERESTED PARTIES	None
RECOMMENDATION/NEXT STEPS	Authorize the Chief board Affairs Officer, or her designee, to enter into the City of Alexandria facilities rental agreement that contains an indemnification provision and to delegate authority to the Chief Board Affairs Officer to enter into other facilities use or rental agreements in the future that contain provisions for the Authority to indemnify the entity that owns, controls or operates the facility for the express purpose of conducting Board-authorized public hearings under the WMATA Compact.



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FUNDING IMPACT	None; this action only authorizes the Chief Board Affairs Officer, or her designee, to enter into agreements. Costs for facility rental/use will be covered by the regular operating budget of the Office of Board Affairs.
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SUBJECT: APPROVAL TO INDEMNIFY CITY OF ALEXANDRIA REQUIRED IN FACILITY RENTAL APPLICATION AND DELEGATE INDEMNIFICATION AUTHORITY TO CHIEF BOARD AFFAIRS OFFICER FOR PUBLIC HEARING LOCATIONS

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

WHEREAS, Resolution 2011-30 requires the Board of Directors to approve any non-procurement agreement requiring WMATA to indemnify the counterparty; and

WHEREAS, In order to receive community feedback, WMATA, from time to time, conducts public hearings in locations not owned by WMATA; and

WHEREAS, The facility rental agreements for these locations often include an indemnification provision in favor of the entity that owns, controls, or operates the facility; and

WHEREAS, In Resolution 2025-31, the Board of Directors authorized staff to hold a public hearing on proposed changes at the Braddock Road Metro Station; and

WHEREAS, WMATA desires to use the Charles Houston Recreation Center, owned by the City of Alexandria, to conduct a public hearing on the proposed changes at the Braddock Road Metro Station; and

WHEREAS, The City of Alexandria requires WMATA to agree to the terms of its Facility Rental Application in order to use the Charles Houston Recreation Center, which application includes an indemnification provision in favor of City of Alexandria in substantially the form shown in Attachment A; and

WHEREAS, WMATA anticipates holding future public hearings at locations requiring entry into facility rental agreements that include an indemnification provision in favor of the entity that owns, controls, or operates the facility;

NOW, THEREFORE, be it

RESOLVED, That the Board of Directors authorizes the Chief Board Affairs Officer or her designee to enter into the Facility Rental Application to use the Charles Houston Recreation Center to conduct a public hearing on the proposed changes at the Braddock

Road Metro Station that includes an indemnity in favor of the City of Alexandria as required by the Facility Rental Application shown in Attachment A; and

RESOLVED, That the Board of Directors delegates to the Chief of Board Affairs Officer or her designee the authority, subject to review for legal sufficiency by the Office of General Counsel, to enter into facility rental agreements that include the indemnification of the entity that owns, controls, or operates the facility solely for the purpose of securing locations for public hearings; and be it finally

RESOLVED, That in order to provide for a timely public hearing on proposed changes at the Braddock Road Metro Station, this Resolution shall be effective immediately.

Reviewed as to form and legal sufficiency,

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

WMATA File Structure No.:
15.2.1 Grants of indemnification

**DEPARTMENT OF RECREATION, PARKS AND CULTURAL ACTIVITIES**

1108 Jefferson Street Alexandria, Virginia 22314

703.746.5414 (Registration & Reservation Office) 703.746.5564 (Fax) www.alexandriava.gov**FACILITY RENTAL APPLICATION***To avoid processing delays, this form must be completely filled out and submitted with a nonrefundable application fee of \$25 to secure date(s).*

APPLICANT INFORMATION		
Name or Organization	HH ID	
Individual/Group Type: <input type="checkbox"/> Nonresident/Private Business/Non-local <input type="checkbox"/> Resident/Local Nonprofit <input type="checkbox"/> City Department/Gov't Agency		
Contact Person		
Address	City	State Zip
Home Phone	Work Phone	
Email	Cell Phone	
EVENT INFORMATION		
Event title for Posting:		
Please describe event:		
Requested Date(s): _____ Requested Rental Time: Set up: _____ am/pm to _____ am/pm Event time: _____ am/pm to _____ am/pm Clean-up: _____ am/pm to _____ am/pm Total # of Rental Hours _____	Facility/Center Requested: <input type="checkbox"/> Charles Barrett 1115 Martha Custis Dr <input type="checkbox"/> Charles Houston 901 Wythe St <input type="checkbox"/> Chinquapin 3210 King St <input type="checkbox"/> Cora Kelly 25 West Reed Av <input type="checkbox"/> Durant Arts 1605 Cameron St <input type="checkbox"/> Buddie Ford Nature 5750 Sangar Av <input type="checkbox"/> Lee (Rec Admin) 1108 Jefferson St <input type="checkbox"/> Nannie J. Lee 1108 Jefferson St <input type="checkbox"/> Mount Vernon 2701 Commonwealth Av <input type="checkbox"/> Patrick Henry 4643 Taney Av <input type="checkbox"/> William Ramsay 5650 Sangar Av	Type of Room Requested: <input type="checkbox"/> Small Room (up to 50 pp.) <input type="checkbox"/> Large Room (51 to 125 pp.) <input type="checkbox"/> Exhibit Hall/Large Multipurpose <input type="checkbox"/> Kauffman Auditorium <input type="checkbox"/> Gymnasium <input type="checkbox"/> Dance Studio <input type="checkbox"/> Kitchen <input type="checkbox"/> Other _____
Collection of Fees: Will Admission Fees Be Collected? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <input type="checkbox"/> On-site <input type="checkbox"/> In Advance <input type="checkbox"/> Both Will there be any other (food, vendor, product) sales on site? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes, describe:	Food & Beverage Service: Will Food Be Served? <input type="checkbox"/> Yes <input type="checkbox"/> No Will Alcohol Be Served? * <input type="checkbox"/> Yes** <input type="checkbox"/> No <i>*Not available at all-locations. **Note: An additional \$50 nonrefundable fee is required at the time of application.</i>	Total Estimated Attendance Target Audience/Attendance: <input type="checkbox"/> Youth (0 – 12 years) <input type="checkbox"/> Teen/Young Adult (13 – 21) <input type="checkbox"/> Adults (22 – 59) <input type="checkbox"/> Senior Adults (60 & older)
ACKNOWLEDGEMENTS		
The undersigned agrees to and hereby does assume all financial responsibility for any loss or damage to rented facility, its property, and any other city property which is caused, in whole or in part, by any act or omission of the Renter, its employees, agents, guests, or in connection with their use of rented facility. The undersigned also agrees to indemnify and hold harmless the City of Alexandria and all of its agents, officers, and employees from and against all suits, actions, causes of actions, damages, claims, losses, liability and expenses resulting from and/or arising out of Renter's use of rented facility caused, in whole or part, by any act of omission of the Renter, its employees, agents, guests or licensees. The Renter has read and agrees to comply with all terms and conditions stated on this form. Final approval of this permit is contingent upon approval by the Department of Recreation, Parks and Cultural Activities.		
Printed Name	Signature	Date
For Office Use Only: <input type="checkbox"/> Approved <input type="checkbox"/> Not Approved <div style="display: flex; justify-content: space-between; width: 100%;"> Program Supervisor Director/Designee </div>		