

PRESENTED AND ADOPTED: October 10, 2019

SUBJECT: INDEMNIFICATION OF BOARD MEMBERS

2019-36

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

WHEREAS, Pursuant to Resolution 2006-32 and WMATA's Indemnification Policy (P/I 9.1), the Board may indemnify and/or defend Directors for acts or omissions within the scope of their duties; and

WHEREAS, Pursuant to Paragraph D.(11) of Resolution 2006-23 and Section 5.07(f) of the Indemnification Policy, "[a]ll decisions regarding the defense and indemnification of a Director shall be made by the Metro Board of Directors"; and

WHEREAS, Paul C. Smedberg acted in the scope of his duties by serving on the Board Ethics Committee in its investigation of whether Jack Evans violated the Board Code of Ethics and the WMATA Compact; and

WHEREAS, Mr. Smedberg has acted in the scope of his duties as Chair of the WMATA Board; and

WHEREAS, The House Committee on Oversight and Reform and the House Subcommittee on Government Operations has asked the WMATA Inspector General to investigate the circumstances surrounding the WMATA Ethics Committee's investigation of Mr. Evans; and

WHEREAS, The House Subcommittee on Government Operations has invited Mr. Smedberg, as Chair of the WMATA Board, to testify as a witness; and

WHEREAS, The Inspector General intends to interview Mr. Smedberg, and Mr. Smedberg intends to testify as a witness before the House Subcommittee on Government Operations; and

NOW, THEREFORE be it

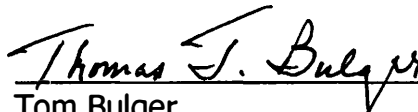
Motioned by Mr. Bulger, seconded by Mr. Goldman

Ayes: 6- Mr. Bulger, Mr. Goldman, Mr. Horner, Mr. Dorsey, Mr. Marootian and Mr. McMillin

RESOLVED, That pursuant to Resolution 2006-32 and WMATA's Indemnification Policy (P/I 9.1) the Board of Directors grants Mr. Smedberg indemnification for reasonable attorney's fees and expenses in connection with the Congressional-directed investigation by the WMATA Inspector General of the WMATA Board Ethics Committee's investigation of Mr. Jack Evans and in connection with Mr. Smedberg's testimony before the House Subcommittee on Government Operations;

and be it finally

RESOLVED, That as this Resolution deals solely with an internal management action, it shall be effective immediately.



Tom Bulger
Acting First Vice Chair

File Structure No.:
15.2.1 Grants of Indemnification

M E M O R A N D U M



SUBJECT: Request for Indemnification

DATE: October 10, 2019

FROM: Paul C. Smedberg

TO: WMATA Board of Directors

By letter dated September 12, 2019, the House Committee on Oversight and Reform and the House Subcommittee on Government Operations has asked the Inspector General of the Washington Metropolitan Area Transit Authority ("WMATA") to investigate the circumstances surrounding the WMATA Board Ethics Committee's investigation of Mr. Jack Evans. The letter requests that the WMATA Inspector General investigate efforts by Mr. Evans and Mr. Corbett Price to impede the Ethics Committee's investigation, including verbal attacks and intimidation of staff and efforts to stifle the release of the findings of the Ethics Committee's investigation. In addition, by letter dated September 17, 2019, the Subcommittee on Government Operations invited me to testify as a witness at a hearing on October 22, 2019.

Pursuant to WMATA's Indemnification Policy (P/I 9.16), I request that WMATA indemnify me for reasonable attorney's fees and expenses and allow me to hire my own counsel in connection with the referenced Congressional-directed investigation and Subcommittee hearing. The investigation appears to relate to my service on the Board Ethics Committee and the Ethics Committee's investigation of whether Mr. Evans violated the Board Code of Ethics and the hearing relates to my service as the current Chair of the WMATA Board.

I look forward to hearing from you that my request for indemnification has been approved. If my request is granted, I will provide itemized copies of all attorney's invoices for which I seek payment.