

PRESENTED AND ADOPTED: July 11, 2019

SUBJECT: INDEMNIFICATION OF BOARD MEMBERS

2019-21

**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, Clarence Crawford and David Horner acted in the scope of their 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. Crawford and Mr. Horner have each received a grand jury subpoena to testify as a witness and to produce documents in connection with a criminal investigation of Mr. Evans by the U.S. Department of Justice ("Subpoena"); and

WHEREAS, Mr. Crawford has requested that WMATA indemnify him for reasonable attorney's fees and expenses in connection with his response to the Subpoena; and

WHEREAS, Mr. Horner has requested that WMATA indemnify him for reasonable attorney's fees and expenses and permit him to hire his own counsel in connection with his response to the Subpoena;

NOW, THEREFORE be it

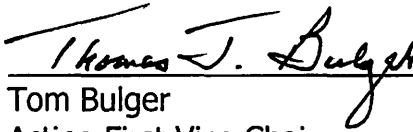
RESOLVED, That pursuant to Resolution 2006-32 and WMATA's Indemnification Policy (P/I 9.1) the Board of Directors grants Mr. Crawford indemnification for reasonable attorney's fees and expenses in connection with his response to the Subpoena; and

Motioned by Mr. Bulger, seconded by Mr. Dorsey

Ayes: 6- Mr. Bulger, Mr. Goldman, Mr. Dorsey, Mr. Marootian, Mr. Rahn 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. Horner indemnification for reasonable attorney's fees and expenses and authorizes him to hire his own counsel in connection with his response to the Subpoena; and be it finally

RESOLVED, That as this Resolution deals solely with 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: July 11, 2019

FROM: Clarence C. Crawford

TO: WMATA Board of Directors

I have received a grand jury subpoena to testify as a witness and to produce documents in connection with the criminal investigation of Mr. Jack Evans by the U.S. Department of Justice. The subpoena appears to relate to my recent service on the Board Ethics Committee and the Ethics Committee's investigation of whether Mr. Evans violated the Board Code of Ethics and the WMATA Compact. In accordance with Board Resolution 2006-32 and WMATA's Indemnification Policy (P/I 9.1), I request WMATA indemnify me for reasonable attorney's fees and expenses. A copy of the subpoena is attached.

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 invoices for which I seek payment.

Attachment

cc: Patricia Y. Lee, General Counsel

Washington
Metropolitan Area
Transit Authority

M E M O R A N D U M



SUBJECT: Request for Indemnification

DATE: July 11, 2019

FROM: David Horner

TO: WMATA Board of Directors

I have received a grand jury subpoena to testify as a witness and to produce documents in connection with the criminal investigation of Mr. Jack Evans by the U.S. Department of Justice. The subpoena appears to relate to my recent service on the Board Ethics Committee and the Ethics Committee's investigation of whether Mr. Evans violated the Board Code of Ethics and the WMATA Compact. In accordance with Board Resolution 2006-32 and WMATA's Indemnification Policy (P/I 9.1), I request WMATA indemnify me for reasonable attorney's fees and expenses and allow me to hire my own counsel. A copy of the subpoena is attached.

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 invoices for which I seek payment.

Attachment

cc: Patricia Y. Lee, General Counsel

**Washington
Metropolitan Area
Transit Authority**