

SUBJECT: INDEMNIFICATION OF BOARD MEMBERS

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 C. 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;

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");

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

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; and

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

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 an internal management action, it shall be effective immediately.

Tom Bulger
Acting First Vice Chair

File Structure No.:
15.2.1 Grants of Indemnification