

ITEM||                   **ADOPTION OF A POLICY FOR DEFENSE AND INDEMNIFICATION  
OF BOARD MEMBERS, OFFICERS AND EMPLOYEES**

Motion by           seconded by

**WHEREAS**, Public Authorities Law § 2824(1)(f) direct board members of any state or local public authority to “adopt a defense and indemnification policy and disclose such plan to any and all prospective board members;”

**WHEREAS**, Public Authorities Law § 1071 provides members of the Erie County Water Authority (the “Authority”) and to any person or persons acting on the Authority’s behalf, while acting with the scope of its authority, with immunity from personal liability resulting from the erection, construction, reconstruction, maintenance or operation of the properties or any of the improvements or from carrying out any of the powers expressly given to the Authority;

**WHEREAS**, Public Authorities Law § 1071 sets forth no provision obligating the Authority to defend or to pay the cost of defense of its members, officer and employees;

**WHEREAS**, Public Officers Law § 18 established a comprehensive defense and indemnification policy for any public authority whose governing body has agreed by resolution, rule or regulation to confer the benefits of that section upon its members, officers and employees and to be held responsible for the costs incurred under the provisions of Public Officers Law § 18.; and

**WHEREAS**, the Governance Committee has reviewed and recommends for adoption Policy No. 94.0, establishing a policy for the defense and indemnification of members, officers and employees of the Authority;

**NOW BE IT RESOLVED**, the Authority’s Board of Commissioners (the “Board”) adopts the new Policy No. 94.0 “Defense and Indemnification”; and

**BE IT FURTHER RESOLVED**, the Board directs the Secretary of the Authority to immediately post the new Policy No. 94 on the Authority’s website and email copies of the policy to all members, officers and employees.

AYES:  
NOES:

3/26/19-slz