

RESOLUTION RE: PROVIDING FOR THE DEFENSE AND INDEMNIFICATION OF OFFICERS AND EMPLOYEES OF THE WANAQUE VALLEY REGIONAL SEWERAGE AUTHORITY

BE IT RESOLVED by the Board of Commissioners of the Wanaque Valley Regional Sewerage Authority (WVRSA) that the policy below, with regards to the defense and indemnification of officers and employees of the WVRSA, is hereby authorized and adopted.

Section 1. WVRSA to Provide Defense

Whenever an officer or employee of the WVRSA is a defendant in any action or legal proceeding arising out of or incidental to the performance of his/her duties, the WVRSA shall provide the officer or the employee with the necessary defense or, at its option, means for defense of such action or proceedings and shall hold the officer or employee harmless from any payment, settlement or judgment resulting from the proceeding.

Section 2. Definitions

Officer or Employee shall be defined as any person appointed to, or employed by the WVRSA whether such person serves in a paid or unpaid capacity.

Section 3. Limitations

The WVRSA shall not approve indemnification or the defense of any action if:

- a. The act or omission complained of was not within the scope of employment or authority.
- b. The act or omission complained of was due to actual fraud, willful misconduct or malice.
- c. The defense of the action or proceeding would create a conflict of interest between the WVRSA and the official involved.
- d. There exists policies of insurance, either obtained by the WVRSA or by another by virtue of which the WVRSA official is entitled to defense of the action in question from the insurer.
- e. The WVRSA official has failed to deliver to the WVRSA Board of Commissioners within ten (10) days of the time he/she is served with any summons, complaint, process, notice, demand or pleading, the original or copy of such document or thereafter fails to cooperate with the borough in the defense of the matter.
- f. The WVRSA official fails to request the defense of any action
- g. The action against the official was brought by the WVRSA

BE IT FURTHER RESOLVED, that copies of this Resolution be provide to every employee and appointed official of the WVRSA.

Adopted this 23d day of February 2022
and certified to be a true copy of the original

Elizabeth Parrinello

Elizabeth Parrinello, Recording Secretary

Commissioner	Motion	Second	Ayes	Nays	Abstain	Absent
Allen			X			
Conlon		X	X			
Gerst			X			
Levine			X			
Taukus	X		X			
Covelli			X			