



## **RESOLUTION NO. 13-20**

### **Approving a Policy on the Authority to Settle Claims Presented in Litigation Against the Airports Authority and to Enter Agreements Involving Certain Other Matters**

WHEREAS, At its June 2013 meeting, the Audit-Legal Committee (Committee) considered a proposed policy, developed by a Committee working group, that assigns the responsibility and authority to settle claims that have been presented in litigation against the Airports Authority, and to enter employment separation agreements with employees;

WHEREAS, At its June 2013 meeting, the Committee discussed the proposed policy, made amendments to it, and approved the proposed policy, as amended, and recommended its approval to the Board of Directors; now, therefore, be it

RESOLVED, That the policy recommended by the Committee, which is set out in paragraph 2 of this resolution, is hereby approved and adopted;

2. That the policy approved by this resolution is as follows:

This policy addresses the authority to settle Claims, as defined below, on behalf of the Airports Authority.

For purposes of this policy, Claims mean any claim for damages or other monetary relief that has been asserted in litigation filed in federal or state court against the Airports Authority and/or against one or more Authority employees, whether sued in their official or individual capacity, including claims asserted against Authority contractors that are covered by an “owner controlled insurance program” that the Authority operates within the Aviation Enterprise, as the operator of Reagan National and Dulles International Airports, or a comparable insurance program that the Authority operates within the Dulles Corridor Enterprise, as the constructor of the Dulles Corridor Metrorail Project, but excluding worker compensation claims that arise from workplace injuries or illnesses sustained by Authority employees.

With the written concurrence of the President and Chief Executive Officer, the General Counsel is authorized to approve the settlement of one or more Claims asserted in litigation that involves the payment of \$200,000 or less in Airports Authority funds (whether such funds are from the Authority's Aviation Enterprise Fund or Dulles Corridor Enterprise Fund) to the party asserting the Claim or Claims, and to execute on behalf of the Authority an agreement that implements the settlement, so long as budgeted funds are available.

The Audit-Legal Committee is authorized to approve the settlement of one or more Claims asserted in litigation that involves the payment of more than \$200,000 in Airports Authority funds to the party asserting the Claim or Claims, and, following such approval, the General Counsel is authorized to execute on behalf of the Authority an agreement that implements the settlement, so long as budgeted funds are available.

Nothing in this policy should be construed as preventing the General Counsel, in his or her discretion, from presenting to the Audit-Legal Committee, for its review and comment, a settlement of one or more Claims asserted in litigation that involves the payment of less than \$200,000 in Authority funds.

In addition, any agreement between the Airports Authority and an employee of the Authority (other than an employee who reports to the Board of Directors), which is reached outside of litigation, and in which the Authority commits to pay a sum in excess of \$200,000 in Authority funds to the employee and the employee commits to resign from or otherwise terminate his or her employment with the Authority, shall, prior to execution, be submitted to the Audit-Legal Committee for its review and comment. The authority to decide whether to enter and execute the agreement on behalf of the Authority shall remain with the President and Chief Executive Officer or any employee to whom the President and Chief Executive Officer has delegated that authority.

Adopted July 17, 2013

  
Quince T. Brinkley, Jr., Secretary  
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