

MARIETTA COLLEGE
Guidelines for Employee Defense & Indemnification
September 2012

These guidelines apply to past and current employees of Marietta College. It also applies to uncompensated volunteers performing services on behalf of and at the express direction and authority of Marietta College. It also applies to students while serving in a supervised internship program in satisfaction of course requirements or while performing services on behalf of and at the express direction and authority of Marietta College.

If the above-referenced persons are sued for actions taken in the performance of their assigned duties on behalf of the College, including lawful, authorized actions taken as a committee member, the College will provide for their defense and will pay any settlement or final judgment (except punitive damages) entered against them for such actions, unless the College determines that the persons' actions were outside the scope of their employment or official responsibilities, or that they acted with malicious purpose, in bad faith, or in a wanton, grossly negligent, or reckless manner, in which case the persons shall be responsible for their defense and the satisfaction of any settlement or judgment against them.

The College reserves the right to rescind a commitment to defend and/or indemnify in response to new facts or allegations, input from its insurer, the terms of a judgment that would find disqualifying conduct on the part of the applicable persons under these Guidelines or that would award punitive damages, or because of failure by the above-referenced persons to cooperate or the persons' personal counsel has, in the College's judgment, impeded the College's ability to provide for its appropriate defense.

If the College agrees to provide the above-referenced persons with defense and indemnification, the College shall have sole discretion and absolute authority with respect to decisions concerning the selection of counsel, the terms of representation, as well as litigation decisions and strategy, including whether to settle a matter. However, nothing in these guidelines is intended to discourage the above-referenced persons from retaining their own counsel at their sole expense, though the College shall retain sole discretion as to the prosecution or defense of the action and its disposition.

DCBryant

1st draft-06SEP12-to legal counsel & insurance agent for review

2nd draft-11SEP12-includes legal counsel & insurance agent revisions

Next to Cabinet & Faculty Council for review

Responses to Cabinet comments 20SEP12

For Faculty Council review 01OCT12

Reviewed by Faculty Council 17OCT12

FINAL-19Oct12