

**WATERTOWN INDUSTRIAL CENTER LOCAL DEVELOPMENT  
CORPORATION**

**DEFENSE AND INDEMNIFICATION POLICY**

Adopted: June 21, 2011  
Reviewed and Amended: July 23, 2013  
Reviewed and Amended: June 17, 2014  
Reviewed and Amended: June 23, 2015  
Reviewed and Accepted: June 21, 2016

Pursuant to the Bylaws of the Watertown Industrial Center Local Development Corporation (the "Corporation"), the Corporation shall indemnify all members of the Board of the Corporation and each officer and employees thereof, in the performance of their duties, and to the extent authorized by the Board, each other person authorized to act for the Corporation or on its behalf, to the full extent to which indemnification is permitted under the Not-For-Profit Corporation Law of the State of New York.