

**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
Reviewed and Accepted: June 27, 2017
Reviewed and Accepted: August 21, 2018

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.