

1. Title

Legal Representation and Indemnification of U. T. System Employees

2. Policy

Sec. 1 Policy Statement. It is the policy of The University of Texas System to defend and indemnify employees of U.T. System Administration and U. T. institutions who become parties to legal proceedings in the course and scope of performing their employment responsibilities in good faith.

Sec. 2 Policy.

2.1 The Vice Chancellor and General Counsel of U. T. System is responsible for applying this policy.

2.2 Legal representation and indemnification under this policy is intended to conform to Chapters 104 and 108 of the Texas Civil Practices & Remedies Code, or as otherwise authorized, where appropriate, by the Vice Chancellor and General Counsel in consultation with the responsible officers of U. T. System and/or the relevant U. T. institution. This policy does not preclude coverage of non-employees in certain appropriate circumstances.

2.3 Determinations about the application of this policy to an employee of a U. T. institution will be made by the Vice Chancellor and General Counsel in consultation with the President and chief legal officer of the institution, and the appropriate Executive Vice Chancellor. If the person is an employee of U.T. System Administration, these determinations will be made by the Vice Chancellor and General Counsel in consultation with the Chancellor or Deputy Chancellor.

2.4 If an employee and a U. T. System institution and/or U. T. System Administration are parties, the Vice Chancellor and General Counsel shall have the discretion to determine when a conflict of interest – or other good cause – exists such that separate representation of the employee may be provided.

2.5 When legal representation is provided for an employee under this policy, the U. T. institution and U. T. System Administration shall have authority over litigation and settlement strategies and decisions. The employee's full and honest cooperation with legal counsel is a condition of continued defense and indemnification under this policy.

- 2.6 U.T. System may revoke its initial decision to defend and indemnify an employee if information is received that the employee was not acting in good faith in the course and scope of performing her/his job, failed to fully and honestly cooperate with legal counsel (Sec. 2.5, above), or violated or otherwise failed to satisfy a condition required by state law or policy. If that occurs, U. T. System Administration or the relevant institution may seek restitution from the employee for expenses, including attorney's fees and costs, incurred before the revocation.
- 2.7 Employees may, at their own expense, retain separate legal representation rather than avail themselves of defense under this policy. If that occurs, U. T. System will not indemnify the employee for any settlement, judgment, or expense incurred.
- 2.8 This policy does not apply to an employee's involvement in internal administrative proceedings at a U. T. institution or U. T. System Administration.
- 2.9 This policy does not apply to the involvement of certain medical professional employees in legal proceedings arising out of official duties performed within the scope of the medical professional role. Defense and indemnification in these proceedings is provided under procedures administered separately.

If you have questions about how this policy applies in a particular situation, please contact your institution chief legal officer or the U. T. System Office of General Counsel at 512-499-4462.

3. Definitions

None

4. Relevant Federal and State Statutes

[Texas Civil Practices & Remedies Code Chapter 104](#)

[Texas Civil Practices & Remedies Code Chapter 108](#)

5. Relevant System Policies, Procedures, and Forms

6. System Administration Office(s) Responsible for Policy

Office of General Counsel

7. Dates Approved or Amended

September 27, 2016