

RESOLUTION NO. _____

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE
HORN BROOK COMMUNITY SERVICES DISTRICT
TO INDEMNIFY CERTAIN DISTRICT OFFICERS
IN PAST AND PENDING COURT ACTIONS

WHEREAS, numerous court proceedings in Siskiyou County Superior Court have been initiated against the following officers or employees of the District, in which the officers and employees named as defendants (listed within parentheses, below) have requested indemnification:

No. 14-671: Harrell v. Hanson, et al., (Michele Hanson, Patricia Brown and Sharrel Barnes)

No. 14-672: Olson v. Hanson, et al., (Michele Hanson, Patricia Brown and Sharrel Barnes)

No. 14-797: Hornbrook CSD v. Olson, et al. (Cross-Complaint only: Michele Hanson, Patricia Brown, Sharrel Barnes)

No. 15-205: Gifford v. Hanson (Michele Hanson)

No. 15-044: Gifford v. Dingman (Clint Dingman)

No. 17-561: Gifford v. HCSD (Clint Dingman)

No. 17-579: Olson v. HCSD (Clint Dingman)

WHEREAS, the District has been, and continues to be, legally obligated to indemnify such public officers and employees and it is therefore in the District's best interests to provide them with a legal defense in such actions, where necessary;

NOW, THEREFORE, IT IS RESOLVED AS FOLLOWS:

1. The District shall provide a legal defense to such public officers and employees, at District expense, and indemnify such persons against personal liability to the fullest extent allowed by law; and,

2. As to any legal defense which has already been provided to such public officers and employees in the above-described actions, the Board approves, ratifies, and reaffirms the District's past and future obligations to provide the same, and the District's engagement of Kirsher, Winston & Boston, LC, to provide said defense, including the defense of any appeals of judgments.

3. If any District officer or employee fails to reasonably cooperate in the defense of any such actions, or takes a position in an action which is adverse to that of the District or other District officers or employees, thereby creating an actual or potential conflict of interest, the Board reserves

the power to withdraw indemnity and terminate the legal defense which the District has provided.

4. The Board further ratifies and approves legal counsel's actions on behalf of the District and other defendants in all of the actions listed in this Resolution and authorizes its General Manager to continue to engage legal counsel to vigorously defend the District and its officers and employees in the above-named actions, as those listed below, in which no District officers have been named as defendants, and in any others which may hereafter be commenced:

- No. 15-847: Harrell v. HCSD
- No. 15-982: Gifford v. HCSD
- No. 15-1392: Gifford v. HCSD
- No. 15-1393: Olson v. HCSD
- No. 16-1088: Gifford v. HCSD
- No. 16-1089: Olson v. HCSD
- No. 16-1292: Gifford v. HCSD
- No. 16-2993: Olson v. HCSD
- No. 17-323: Olson v. HCSD
- No. 17-327: Gifford v. HCSD
- No. 17-500: Gifford v. HCSD
- No. 17-961: Gifford v. HCSD

I certify that the foregoing Resolution was adopted and approved at a duly-called and conducted meeting of the Board of Directors of the Hornbrook Community Services District held on _____, 2017, by the following vote:

Directors voting "aye" and in favor of the Resolution:

Directors voting "nay: and against the Resolution:

Directors absent:

Dated: _____

Patricia Slote, Secretary

Attest: _____
Robert Puckett, President