

**THE BOARD OF DIRECTORS OF BLACKHAWK
GEOLOGIC HAZARD ABATEMENT DISTRICT**

Adopted this Resolution on 01/08/2013 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

RESOLUTION NO. 2013/02 (BLACKHAWK GHAD)

SUBJECT: Acknowledging change in law firm of GHAD Attorney and confirming appointment of GHAD Attorney.

WHEREAS, on March 15, 2011, pursuant to Resolution 2011/02 the GHAD Board elected to directly appoint the GHAD Attorney. Prior to this time, the GHAD Manager had the authority to select the GHAD Attorney.

WHEREAS, on March 11, 2011 pursuant to Resolution 2011/02, the GHAD Board appointed Morgan Miller Blair to serve as the GHAD Attorney. Patricia Curtin of Morgan Miller Blair was the attorney serving the GHAD. Morgan Miller Blair is no longer in existence and Patricia Curtin moved her practice to Wendel Rosen Black and Dean.

WHEREAS, Patricia Curtin has been serving as the GHAD Attorney since 2008.

WHEREAS, the GHAD Board desires to continue with the legal services provided by Patricia Curtin.

The GHAD Board of Directors HEREBY RESOLVES THAT:

1. Patricia Curtin is hereby appointed to continue to serve as the GHAD Attorney. As necessary, Patricia Curtin may utilize the services of other professionals and staff within her firm so as to perform her duties in a complete and efficient manner.

2. The GHAD Board authorizes the GHAD Attorney to provide legal services and advice as needed by the GHAD Board and GHAD Manager. The GHAD Attorney shall work directly with the GHAD Manager in determining the scope and budget for legal services to be provided to the GHAD. The GHAD Board shall have the final authority to engage the GHAD Attorney on any and all GHAD legal matters and may retain the GHAD Attorney for additional matters beyond the GHAD Manager's discretion.

3. The GHAD Attorney shall review and approve all GHAD agreements and contracts as to form and legality, provided however, in the case of emergency repairs, contracts, may be led by the GHAD Manager without prior GHAD Attorney approval; in emergency cases the GHAD Attorney shall be promptly notified of any and all such contracts and agreements.

4. The GHAD Attorney shall review and approve the use of outside counsel as deemed necessary by the GHAD Attorney for all GHAD matters.

5. The GHAD Attorney represents the GHAD as an entity and does represent any individual employee, officer (including the GHAD Manager, Treasurer and Clerk), consultant, or any individual GHAD Board member and will therefore report to the GHAD Board.

6. The recitals are incorporated herein by this reference.

This Resolution shall become effective immediately upon its passage and adoption