

**THE BOARD OF DIRECTORS OF WENDT RANCH
GEOLOGIC HAZARD ABATEMENT DISTRICT**

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

AYES:

NOES:

ABSENT:

ABSTAIN:

RESOLUTION NO. 2013/01 (WENDT RANCH GHAD)

SUBJECT: Vesting the Wendt Ranch Geologic Hazard Abatement District (GHAD) Board of Directors with the authority to appoint the GHAD Attorney and confirming Patricia Curtin to continue to serve as GHAD Attorney.

WHEREAS, pursuant to Wendt Ranch GHAD Resolution No. 2008/01, the GHAD Board authorized the GHAD Manager to select legal counsel to provide legal services to the GHAD (GHAD Attorney).

WHEREAS, pursuant to Public Resources Code 26586, the GHAD Board may appoint persons to assist in managing the GHAD and delegate to such persons such powers as may be appropriate.

WHEREAS, the GHAD Board desires to be the body to appoint the GHAD Attorney to serve at the direction of the GHAD Board.

WHEREAS, Patricia Curtin has been serving as the GHAD Attorney since 2008 and the GHAD Board desires to continue with the legal services provided by Patricia Curtin.

The GHAD Board of Directors HEREBY RESOLVES THAT:

1. The GHAD Board is vested with the authority to appoint the GHAD Attorney.
2. Patricia Curtin of Wendel, Rosen, Black & Dean 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.
3. 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.

4. 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 let 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;

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

6. The GHAD Attorney represents the GHAD as an entity and does not represent any individual employee, officer (including the GHAD Manager, Treasurer and Clerk), consultant, or GHAD Board member and will therefore report to the GHAD Board.

7. The recitals are incorporated herein by this reference.

This Resolution shall become effective immediately upon its passage and adoption.