



San Diego Unified School District

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Legal Services
Mark R. Bresee
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DATE: June 8, 2009

TO: Members of the Board of Education and Dr. Grier

FROM: Mark Bresee, General Counsel

SUBJECT: Request from Proposition S Independent Citizens Oversight Committee (ICOC) Regarding Indemnity Provision in Bylaws

At an early meeting of the Proposition S ICOC I was asked whether the District would indemnify members of the ICOC in the event they were sued, collectively or individually, based on actions and decisions as members of the ICOC. I informed the members that I believed they would be covered based on their status as members of an advisory committee appointed by the Board of Education.

I subsequently reviewed the Memorandum of Coverage (MOC) with the District's excess insurance carrier, and confirmed that an indemnity provision would fall within the scope of our existing coverage. I informed Stuart Markey of this fact in a memo dated May 6, 2009, and provided some sample indemnity language from other ICOC bylaws. (A copy of the memo is attached). Mr. Markey forwarded the memo to the ICOC.

Subsequently, at the last ICOC meeting, ICOC member Spehn moved to request that the Board of Education provide the ICOC proof of indemnification for their actions as ICOC members. The motion was seconded and carried, and through this memorandum I am forwarding the ICOC's request to the Board. I will place an action item on the June 23, 2009 Board agenda, for the Board to consider taking action to confirm indemnity coverage for ICOC members acting within the course and scope of their duties as members of the ICOC.

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