

	<p style="text-align: center;"><b>Authorized Agent Indemnification Policy</b></p>
	<p><b>History:</b> Approved by the Colorado School of Mines Board of Trustees, December 13, 2001</p>

## **1.0 STATEMENT OF AUTHORITY AND PURPOSE**

This policy is promulgated by the Board of Trustees pursuant to the authority conferred upon it by §23-41-104(1), C.R.S. (2000) in order to set forth a policy concerning indemnification of its trustees, officers, employees, and agents who are authorized to perform services for the benefit of CSM, hereinafter collectively referred to as “Authorized Agents,” in the event it appears that they may suffer damages or incur liability while performing their duties in good faith. This policy shall supersede the Environmental Indemnification Policy promulgated by the Board of Trustees on December 18, 1992, and any other previously promulgated CSM policy that is in conflict herewith.

## **2.0 INTRODUCTORY STATEMENT**

The Board is cognizant of the fact that CSM, as a state supported institution of higher education, is covered by the provisions of the Colorado Governmental Immunity Act, §24-10-101, et seq., C.R.S. (2000), and it is not the intention of the Board to waive any provisions of that statute through this policy. However, the Board is also aware that situations may arise in which, despite the protections afforded by the Colorado Governmental Immunity Act, personal liability, including monetary damages, fines, and incarceration, may be imposed upon its Authorized Agents who are performing duties on behalf of CSM, regardless of their intentions or good faith. The Board realizes that, in order to safeguard against these risks and allow CSM to continue to attract and retain the highest qualified leaders and personnel, a policy of this nature must be implemented. Accordingly, the Board has adopted this policy on the date indicated below.

## **3.0 POLICY**

**3.1** CSM shall indemnify an Authorized Agent for the cost of civil judgments, reasonable attorney fees, reasonable court costs and related expenses, and any civil or criminal fines that may be imposed upon the Authorized Agent by a judicial court, an administrative tribunal, or a public enforcement agency, if the following conditions are met:

**3.1.1** Throughout the course of the matter for which indemnification is sought, the Authorized Agent was acting within the course and scope of his or her employment or engagement by CSM in a manner instructed by CSM or in a manner the Authorized Agent reasonably believed to be in the best interests of CSM;



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- 3.1.2** Throughout the course of the matter for which indemnification is sought, the Authorized Agent was acting in good faith;
- 3.1.3** Throughout the course of the matter for which indemnification is sought, the Authorized Agent was not acting with specific intent to violate any laws, nor in reckless disregard of the consequences of his or her behavior; and
- 3.1.4** The Authorized Agent has given CSM prompt notice of the facts and circumstances surrounding the matter for which indemnification is sought, as well as a reasonable opportunity to participate in the Authorized Agent's response to, or defense of, the matter.
- 3.2** CSM shall not terminate, suspend, discipline, reprimand, remove, or take any other adverse action against an Authorized Agent based upon sanctions imposed upon the Authorized Agent or CSM by a judicial court, an administrative tribunal, or a public enforcement agency, if the following conditions are met:
- 3.2.1** Throughout the course of the matter that gave rise to the sanctions, the Authorized Agent was acting within the course and scope of his or her employment or engagement by CSM in a manner the Authorized Agent reasonably believed to be in the best interests of CSM;
- 3.2.2** Throughout the course of the matter that gave rise to the sanctions, the Authorized Agent was acting in good faith; and
- 3.2.3** Throughout the course of the matter that gave rise to the sanctions, the Authorized Agent was not acting with specific intent to violate any laws, or in reckless disregard of the consequences of his or her behavior.
- 3.3** Nothing in this policy shall be interpreted as prohibiting a supervisor or other appropriate authority from disciplining an Authorized Agent for performance reasons, including, but not limited to, carelessness or negligence in the discharge of his or her duties.
- 3.4** Nothing in this policy shall be interpreted as enlarging the scope of the liability of CSM to third parties beyond the limits imposed by the laws of the State of Colorado and other applicable statutes.

Promulgated by the CSM Board of Trustees on December 13, 2001.