

**ATTACHMENT E**  
**CONDITION OF APPROVAL #76 ("INDEMNIFICATION")**

76. Indemnification:

1. Applicant agrees to indemnify and hold harmless the City, the City Council, its advisory agencies, boards or commissions, officers, contractors, employees, and consultants (collectively, the "City") from:
  - (a) any and all awards or judgments for attorneys' fees, damages or costs entered against the City arising out of any action challenging, attacking, or otherwise seeking to set aside, void, or annul any approvals issued in connection with Applicant's application(s) for entitlement, if approved by the City, or any action taken to provide the related environmental clearance(s) under the California Environmental Quality Act ("CEQA") by the City; and
  - (b) any and all costs or fees incurred in any additional investigation or study of, or for supplementing, redrafting, revising, or amending, any document such as an environmental impact report or application for entitlement, if made necessary by any such action defined under 1(a) above, and should the Applicant desire to pursue such additional investigation or study.
2. The City shall have the right not to participate in the defense of any action set-forth in 1(a) above, except that the City agrees to reasonably cooperate with Applicant in the defense of any such action.
3. Applicant's indemnification of the City as set-forth herein shall remain in full force and effect throughout all stages of any action defined under 1(a) above, including any and all appeals of any lower court judgments, and until such time as any such action is deemed final under California law.