



June 9, 2021

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**DOUGLASS DAVERT**  
SPECIAL DISTRICT MEMBER

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COUNTY MEMBER

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**KATRINA FOLEY**  
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**KATHRYN FRESHLEY**  
SPECIAL DISTRICT MEMBER

**PEGGY HUANG**  
CITY MEMBER

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PUBLIC MEMBER

**STAFF**

**CAROLYN EMERY**  
EXECUTIVE OFFICER

**TO:** Local Agency Formation Commission

**FROM:** Executive Officer

**SUBJECT:** First Amendment to Agreement with Best Best & Krieger LLP for General Counsel Services

**BACKGROUND**

On June 13, 2019, following a competitive bidding process, the Commission approved a three-year agreement with Best Best and Krieger LLP (BB&K), with the option to extend the agreement for two additional one-year terms. The agreement's three-year term ends on July 30, 2021, and staff is recommending the Commission extend the current agreement through July 31, 2023 (*See Attachment 1*). Other terms of the original agreement, referenced as *Attachment 2*, would remain the same. Additional information on the services provided by BB&K is provided in the next section of this report.

**General Counsel Services of BB&K**

BB&K has provided general counsel services to the Commission since 1994. BB&K is California's oldest and largest full-service public agency law firm, representing multiple LAFCOs and other public organizations around the state. BB&K provides comprehensive legal services to Orange LAFCO in the areas of the Cortese-Knox-Hertzberg Reorganization Act of 2000, the Public Records Act, ethics laws and training, and personnel and employment law.

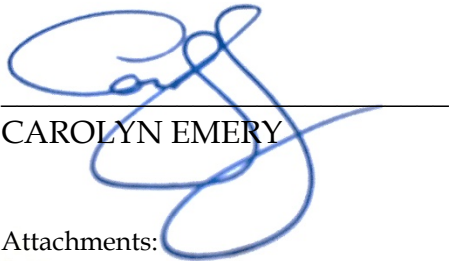
If extension of the agreement is approved, the firm's managing partner, Scott C. Smith will continue to serve as the Commission's lead counsel with Ms. Paula de Sousa serving as backup counsel.

**RECOMMENDED ACTION:**

Staff recommends that the Commission:

1. Approve extension of the agreement with Best Best & Krieger LLP for general counsel services through July 31, 2023.

Respectfully submitted,



CAROLYN EMERY

Attachments:

1. *First Amendment to Professional Services Agreement with Best Best and Krieger LLP*
2. *OC LAFCO Professional Services Agreement with Best Best & Krieger LLP*

**FIRST AMENDMENT TO AGREEMENT FOR LEGAL SERVICES**

This FIRST AMENDMENT is made and entered into by and between the Local Agency Formation Commission of Orange County, hereinafter referred to as "LAFCO", and the law firm of Best Best & Krieger LLP, hereinafter referred to as "Counsel". LAFCO and Counsel agree to the following terms and conditions by which Counsel will be engaged to represent LAFCO in connection with the provision of legal services.

**RECITALS**

- A. WHEREAS, on August 1, 2018, LAFCO and Counsel entered into a Professional Services Agreement for Legal Services ("Agreement") under which Counsel serves as General Counsel of the Local Agency Formation Commission of Orange County.
- B. WHEREAS, LAFCO and Counsel now desire to amend the Agreement in order to extend the term of the Agreement.

NOW, THEREFORE, LAFCO and Counsel, for the consideration hereinafter named, agree as follows:

1.0 **Term of Agreement**

Section 6.0 of the Agreement is hereby amended in its entirety to read as follows:

"The term of this Agreement shall be from August 1, 2018 until July 31, 2023."

2.0 **Binding Effect**

Except as specifically amended by the terms of this First Amendment, all provisions of the Agreement shall remain unchanged and in full force and effect.

Dated this 9<sup>th</sup> day of June 2021.

**LOCAL AGENCY FORMATION COMMISSION OF ORANGE COUNTY**

By: \_\_\_\_\_  
Douglass Davert, Chair

**BEST BEST & KRIEGER LLP**

By \_\_\_\_\_  
Scott Smith, Partner

**AGREEMENT FOR LEGAL SERVICES**

This AGREEMENT is made and entered into by and between the Local Agency Formation Commission of Orange County, hereinafter referred to as "LAFCO", and the law firm of Best Best & Krieger LLP, hereinafter referred to as "Counsel". LAFCO and Counsel agree to the following terms and conditions by which Counsel will be engaged to represent LAFCO in connection with the provision of legal services.

**RECITALS**

- A. WHEREAS, LAFCO desires to obtain from Counsel all legal services which Counsel can provide in the capacity of legal counsel for LAFCO; and
- B. WHEREAS, this Agreement is entered into pursuant to the provisions of Government Code Section 56384(b).

NOW, THEREFORE, LAFCO and Counsel, for the consideration hereinafter named, agree as follows:

**1.0 Scope of Services**

- 1.1 Counsel shall perform all general and specialized legal services as may be required by LAFCO.
- 1.2 Counsel shall attend all meetings of LAFCO as well as other meetings as required.

**2.0 Personnel**

- 2.1 Scott Smith shall serve as legal counsel to LAFCO. Mr. Smith shall be responsible for the performance of services hereunder and shall supervise any services performed by other members of Counsel.
- 2.2 Paula de Sousa Mills shall provide backup to Mr. Smith regarding the provision of legal services. In addition, Ms. de Sousa Mills shall be available to provide any legal services specifically requested by LAFCO or its staff.

**3.0 Compensation**

- 3.1 LAFCO shall compensate Counsel on an hourly basis for general counsel services rendered as follows:
  - \$250 per hour for attorneys
  - \$135 per hour for paralegals

- 3.2 The hourly rates for any applicant-initiated services shall be at BB&K's current published standard private client rates, less ten percent (10%), which shall be provided to LAFCO at the beginning of each calendar year. The 2018 rates are provided as Attachment A.
- 3.2 Reimbursement of costs advanced by Counsel on LAFCO's behalf, as well as other expenses, shall be billed in addition to the amount billed for fees. These include automobile mileage at the current IRS approved rate per mile, actual expenses away from Counsel's offices on LAFCO's business, and extraordinary photocopy charges at \$0.17 per page and \$0.85 per page for color copies. All costs will be itemized on LAFCO's monthly statement and supporting documents of the direct costs will be provided to LAFCO for payment.
- 3.3 For purposes of mileage reimbursement to and from LAFCO meetings the parties agree that Counsel shall bill for mileage to and from its Orange County office.
- 3.4 Counsel shall submit monthly to LAFCO a statement of account for services which clearly sets forth by date the type of work for which the billing is submitted. LAFCO shall review Counsel's monthly statements and pay Counsel for services rendered and costs incurred, as provided for in this Agreement, on a monthly basis.
- 3.5 For as long as BB&K maintains the staffing team designated in section 2.0 of this Agreement, beginning on August 1, 2018 and continuing on July 1 of each year thereafter, BB&K's hourly rates (with the exception of Applicant-Initiated rates, which shall be adjusted as described above) shall automatically increase by the lesser amount of either the percentage increase in the Consumer Price Index, All Urban Consumers, Los Angeles-Riverside-Orange Counties for the previous calendar year or five percent (5%).

4. **Insurance Coverage**

Counsel carries errors and omissions insurance with Lloyd's of London. After a standard deductible amount, this insurance provides coverage which exceeds what is required by the State of California. Counsel shall provide LAFCO with a copy of this insurance policy. Counsel agrees to notify LAFCO if this policy is cancelled or non-renewed.

5. **Mutual Cooperation**

- 5.1 Counsel has an extensive public law practice on a regional basis. Counsel represents various public agencies in Orange County. Counsel will not represent LAFCO and one of Counsel's public agency clients interacting with LAFCO unless both LAFCO and the public agency client have consented to such dual representation.
- 5.2 Counsel understands that clients interested in matters under California Rule of Professional Conduct 3-310 are clients qualifying as "affected agencies" under the Cortese-Knox-Hertzberg Act. Counsel will provide the Executive Officer notice under Rule 3-310 as clients appear on staff's work in progress matrix or as counsel otherwise becomes aware of their involvement as "affected agencies". The Executive Officer will forward such notices to the Commission prior to Commission workshops, or if no workshop occurs, with notices of hearings. The Executive Officer may acknowledge disclosures and may waive conflicts under Rule 3-310, subject to revocation by the Commission prior to the workshop or hearing.
- 5.3 In the event that one of Counsel's public agency clients appears before LAFCO, subject to Rule 3-310, Counsel shall represent LAFCO and shall not represent Counsel's public agency client on the LAFCO matter.

6.0 **Term of Agreement**

The term of this Agreement shall be for three (3) years from August 1, 2018 until July 30, 2021 unless terminated earlier with sixty (60) days' written notice from either party with or without cause. Upon mutual written agreement of the Parties, the Agreement may be extended for two (2) additional one-year terms.

7.0 **Enforcement**

This Agreement shall be construed and enforced in accordance with the laws of the State of California.

8.0 **Entire Agreement**

This Agreement constitutes the entire written agreement between LAFCO and Counsel and may be modified only by further written agreement between the parties.

Dated this 11th day of July 2018.

**LOCAL AGENCY FORMATION COMMISSION OF ORANGE COUNTY**

By:   
Derek J. McGregor, Chair

**BEST BEST & KRIEGER LLP**

By:   
Scott Smith, Partner

ATTACHMENT “A”



RATE LIST – ALPHA SORT

TIMEKEEPER NAME	TITLE	RATE	TIMEKEEPER NAME	TITLE	RATE	TIMEKEEPER NAME	TITLE	RATE
ABZUG, JANE	ASSOCIATE	260	GUIBOA, RYAN	ASSOCIATE	280	PROCK, MARNIE	PARALEGAL	250
ACKERMAN, JASON	PARTNER	460	HABTE, LEEANN	PARTNER	525	PUCKETT, LINDSAY	PARTNER	460
ADAMS, FRANKLIN	PARTNER	550	HAGERTY, SHAWN	PARTNER	525	QUINN, EDWARD	PARTNER	500
ALLEN, DAVID	PENSION CONSULTANT	365	HAN, ELIZABETH	ASSOCIATE	325	REESE, BRITTANY	PARALEGAL	260
ALPERT, ALISON	PARTNER	480	HANNA, ROBERT	PARTNER	545	REIDER, BRIAN	PARTNER	525
ALSOP, CLARK	PARTNER	560	HARGREAVES, ROBERT	PARTNER	525	REYES, GEORGE	PARTNER	575
AMON, SHAUNA	ASSOCIATE 2	235	HARPER, JAMES	PARTNER	525	RICE, THOMAS	ASSOCIATE	280
ANDERSON, PRISCILLA	PARALEGAL	250	HARRIS, DINA	PARTNER	500	RICHARDS, DANIEL	ASSOCIATE	265
ANDERSON, STEVE	PARTNER	535	HAWKINS, T. BRENT	PARTNER	495	RICHARDSON, MATTHEW	PARTNER	450
ANDREWS, REBECCA	ASSOCIATE	325	HAYES, CRAIG	ASSOCIATE 2	235	RIDDELL, MICHAEL	PARTNER	575
ARROWSMITH, LAURI	OF COUNSEL	450	HEAD, ELLEN	ASSOCIATE	350	RIVERA, RIKI	PARALEGAL	265
ASMUNDSON, SIGRID	OF COUNSEL	425	HESTER, VICTORIA	ASSOCIATE	275	ROBINSON, RICK	PARTNER	550
BACA, ALEXANDRA	ASSOCIATE	260	HICKEY, CHRISTINA	OF COUNSEL	450	RODRIGUEZ, GREGORY	OF COUNSEL	400
BALLINGER, JEFF	PARTNER	460	HICKMAN, JAMIE	ADMINISTRATION	165	ROMERO, TERESA L.	MUNI ANALYST	230
BALLOUE, ELIZABETH	PARALEGAL	250	HO, ALLEN WEI-LUN	ASSOCIATE 2	245	ROSEN, ISAAC	ASSOCIATE	275
BARKET, ELIZABETH	ASSOCIATE	275	HOBSON, JAMES	OF COUNSEL	575	ROTTSCHAEFER, JOHN	PARTNER	575
BARNES, PEGGY	PARALEGAL	265	HOFFMAN, WENDY	ADMIN. ASST.	100	RUBIO, TANYA	ADMIN. ASST.	180
BARON, RYAN	OF COUNSEL	460	HOGIN, CHRISTI	OF COUNSEL	550	RUSIN, TREVOR	PARTNER	425
BEACH, BRUCE	PARTNER	575	HOLLOWAY, JOHN	PARTNER	515	SAFIE, ISABEL	PARTNER	500
BECK, LINDA	PARTNER	450	HOLMES, CATHY	PARTNER	515	SAGHIAN, ANDREW	ASSOCIATE 2	235
BEHRENS, RUSSELL	PARTNER	695	HONG, NOWLAND	OF COUNSEL	575	SAKAI, DANIELLE	PARTNER	475
BENJAMIN, DAKOTAH G.	ASSOCIATE	300	HOOD, KIMBERLY	PARTNER	450	SALENKO, CATHY DEUBEL	PARTNER	545
BLACKHURST, WHITNEY	ASSOCIATE	275	HOSKING, MARGARET	PARTNER	475	SALT, KELLY	PARTNER	485
BRAND, ALEXANDER	ASSOCIATE	260	HOWARD, DANA	ASSOCIATE	300	SANCHEZ, BRANDON	ASSOCIATE	275
BRENNER, SABRINA	ADMIN. ASST.	220	HULL, ELIZABETH	PARTNER	525	SANCHEZ, CAROL	PARALEGAL	260
BROWN, JOHN	PARTNER	575	IBARRA, LAURIE	PARALEGAL	260	SANCHEZ, JOSEPH	PARTNER	475
BYRENS, KIM	PARTNER	535	INGRAM, TAMMY	PARALEGAL	245	SANTIAGO, RACHEL	PACE CLOSER	70
BYRNE, JOSEPH	PARTNER	525	JENKINS, MICHAEL	OF COUNSEL	550	SCHARTIGER, HANNAH	ASSOCIATE	350
CAMPBELL, SCOTT	PARTNER	575	JOHNSTON, ARTHUR	PARALEGAL	270	SCHILLER, CHARITY	PARTNER	495
CAMPOS, CARLOS	PARTNER	450	KARISH, GAIL	PARTNER	535	SCHONS, GARY	OF COUNSEL	575
CARNEY, BEN	ASSOCIATE 2	245	KARLSON, MARY	PARALEGAL	240	SCHWAB, ANA	AST DIR GOV AFF	250
CARPENTER, CHRISTOPHER	OF COUNSEL	575	KETTLES, GREGG	PARTNER	485	SCHWING, ANN TAYLOR	OF COUNSEL	525
CARVALHO, SONIA	PARTNER	550	KHARUF, LUTFI	ASSOCIATE	350	SHAH, MRUNAL	OF COUNSEL	460
CHAIDEZ, EMILY	ASSOCIATE	275	KIM, KANDICE	ASSOCIATE	275	SHANE, HAVIVA	OF COUNSEL	425
CHANDLER, MARILYN	PARALEGAL	265	KING, WILLIAM	LIT ANALYST	250	SHESTON, STACEY	PARTNER	450
CHANG, JEFFREY	PARTNER	695	KRIEGER, MILES B. H.	ASSOCIATE 2	255	SHIMELL, DANIEL	ASSOCIATE	475
CHAPARRO, REBECCA	ASSOCIATE	275	LANGER, LAUREN	PARTNER	425	SIMMONS, WARD	OF COUNSEL	260
CHARNE, AMANDA	ASSOCIATE	310	LEDERER, GERARD LAVERY	PARTNER	550	SIPRELLE, ANN	PARTNER	500
CHAVEZ, ANTHONY	ASSOCIATE	300	LEE, HEATHER	OF COUNSEL	500	SKANCHY, ANDREW	OF COUNSEL	440
CHEN, SAMANTHA	ASSOCIATE	260	LEE, JEREMIAH	ASSOCIATE	350	SLEEPER, LYNN	PARALEGAL	290
CLARKE, JACK	PARTNER	550	LEISHMAN, TODD	OF COUNSEL	375	SMITH, MONICA	PARALEGAL	260
COBURN, MARY BETH	PARTNER	480	LeVOTA, JOSEPH	ASSOCIATE	350	SMITH, SCOTT	PARTNER	560
COHEN, MARVIN	PARALEGAL	265	LINDLEY, ALLAN	PACE CLOSER	70	SNARR, GREGORY	PARTNER	350
COLESON, JANET	PARTNER	500	LITTLEWORTH, ARTHUR	PARTNER	695	SPENCER, LISA	ADMIN. ASST.	170
COLLINSON, BRENT	OF COUNSEL	500	LOCKWOOD, KIRSTIN	ADMIN. ASST.	180	STEELE, KRYSSTEN	PARALEGAL	265
COOMES, JOSEPH	OF COUNSEL	525	LOMAKIN, JESSICA	ASSOCIATE	300	STEINER, HARRIET	PARTNER	495
COTTI, JOHN	PARTNER	500	LOPEZ, CHRISTY	OF COUNSEL	450	STEWART, HOLLAND	ASSOCIATE 2	235
CRAWFORD, ROGER	PARTNER	550	LOVERIDGE, GARY	OF COUNSEL	625	STRACKE, MARY	PARALEGAL	265
DAAMS, AMANDA	ASSOCIATE	350	LYNCH, JENNIFER	ASSOCIATE	290	STRICKROTH, LAUREN	PARTNER	450
DALLARDA, PIERO	PARTNER	550	MACVEY, KENDALL	PARTNER	575	STUBBS, NANCY	PARALEGAL	265
DE ANDA, DAISY	RESEARCH ANALYST	150	MALDONADO, ALBERT	ASSOCIATE 2	235	SUBRAMANIAN, MALATHY	PARTNER	460
de SOUSA MILLS, PAULA	PARTNER	480	MARTINEZ, MARCO	PARTNER	500	TA, CATHY	OF COUNSEL	400
DEAL, CHRISTOPHER	PARTNER	450	MAURER, MICHAEL	PARTNER	360	TALLEY, CRISTINA	OF COUNSEL	500
DEBAUN, STEVEN	PARTNER	575	MCCOY, HEATHER	PARALEGAL	250	TANAKA, GENE	PARTNER	595
DEITSCH, STEPHEN	PARTNER	575	MCLAUGHLIN, DOROTHY	OF COUNSEL	425	THOMPSON, PAMELA	OF COUNSEL	500
DEVERS, SYRUS	SR DIR GOV AFF	525	MEREWITZ, SETH	PARTNER	475	TRAN, MARC	ASSOCIATE	260
DIAZ, CHRISTOPHER	PARTNER	450	MILLER, NICHOLAS	PARTNER	600	TREMBLAY, JILL	ASSOCIATE	260
DITFURTH, SCOTT	PARTNER	450	MOFFITT, CHRIS	ASSOCIATE 2	360	TUCKER, SHERRY	PARALEGAL	365
DIVEN, WARREN	PARTNER	575	MONETTE, ANDRE	PARTNER	450	UEDA, KARA	PARTNER	425
DIJANG, CAROLINE	PARTNER	495	MOOS, DAMIAN	PARTNER	425	VALDEZ, DIANNA	PARALEGAL	265
DONEGAN, PATRICK	ASSOCIATE	275	MORIMOTO, MARISSA	ASSOCIATE 2	235	VAN DIJK, KAREN	PARTNER	470
DORWARD, TYREE	PARTNER	465	MORRIS, STEFANIE	PARTNER	425	VAN EATON, JOSEPH	PARTNER	575
DUNN, JEFFREY	PARTNER	625	NEETHLING, SUSAN	OF COUNSEL	500	WAGNER, DONALD	OF COUNSEL	500
DURAN, RUBEN	PARTNER	475	NELSON, JOSHUA	PARTNER	385	WAHLIN, JOHN	PARTNER	550
EASTER, MARK	PARTNER	575	NGUYEN, HONGDAO	ASSOCIATE	350	WALSETH, RANDI	PARALEGAL	260
EGGER, RICHARD	PARTNER	550	NOREEN, BRIANA	PARALEGAL	210	WALSH, ETHAN	PARTNER	425
ELIAS, ANDREW	ADMIN. ASST.	180	NORTHCUTT, DAMIAN	ASSOCIATE	360	WALSTON, RODERICK	OF COUNSEL	600
ENCHILL, MICHELLE	ASSOCIATE	350	NORVELL, NICHOLAS	ASSOCIATE	270	WANG, KEVIN	ASSOCIATE	350
FERRE, JEFF	PARTNER	575	O'BRIEN, NORA	ASSOCIATE	360	WANG, WENDY	OF COUNSEL	425
FOGARTY, KAREN	PARALEGAL	260	O'CONNELL, THOMAS	ASSOCIATE	350	WELLES, G. HENRY	PARTNER	450
FOLEY, SARAH	ASSOCIATE	325	OLSON, ALICE	RESEARCH ANALYST	245	WENZLAW, SOPHIE	ASSOCIATE 2	235
FOWLER, LAURA	OF COUNSEL	450	ORNELAS, JUAN	LIT ANALYST	270	WHITLEY, BRIAN	PARTNER	435
FRANKEL, TODD	PARALEGAL	280	ORTIZ, JOSEPH	PARTNER	470	WINTERSWYK, ALISHA	PARTNER	495
FRESHMAN, JOHN	SR DIR GOV AFF	550	OTTO, KYLEE	OF COUNSEL	475	WOLF, VICTOR	PARTNER	550
FRIAS, GUILLERMO	OF COUNSEL	450	OUELLETTE, MICHELLE	PARTNER	675	WOOD, CHRISTINE	ASSOCIATE	275
GARNER, ERIC	PARTNER	750	OWEN, EPIPHANY	PARTNER	450	WORDHAM, DEBORAH	OF COUNSEL	525
GASPARINI, JOHN	ASSOCIATE	260	OWSOWITZ, SARAH	OF COUNSEL	535	WRIGHT, NATALIE	PARALEGAL	250
GEDIMAN, MARK	RESEARCH ANALYST	245	PARK, NANCY	PARTNER	500	YAEGER, JACQUELINE	ASSOCIATE 2	235
GERMANO, CYNTHIA	PARTNER	550	PICO, NICOLE	ADMIN. ASST.	175	YANDEL, DAWN	PARALEGAL	250
GILPIN, JAMES	PARTNER	550	PIERUCCI, DAVID	ASSOCIATE	275	YANG, IRIS	PARTNER	495
GLESS, MARIA	PARTNER	485	PISANO, CHRISTOPHER	PARTNER	500	YOUNG, SHELBY	PARALEGAL	275
GOLDS, HOWARD	PARTNER	550	PONTO, VICTOR	ASSOCIATE	385	ZAMBRANO, ASHLEY E.	ASSOCIATE	275
GOLUB, HOWARD V.	OF COUNSEL	695	PRATER, ARLENE	PARTNER	550	ZARIF, JESSICA	ADMIN. ASST.	180
GRACE, MATTHEW	ASSOCIATE	350	PRICE, GLEN	PARTNER	525	ZIMMERMAN, JOYCE	PARALEGAL	260
GREEN, MATTHEW	OF COUNSEL	460	PRIEST, WILLIAM	OF COUNSEL	440			
GRIMES, DENISE	OF COUNSEL	385						