



BOARD OF SUPERVISORS
AGENDA LETTER

Agenda Number:

Clerk of the Board of Supervisors
105 E. Anapamu Street, Suite 407
Santa Barbara, CA 93101
(805) 568-2240

Department Name: County Counsel
Department No.: 013
For Agenda Of: July 3, 2018
Placement: Administrative
Estimated Tme:
Continued Item: No
If Yes, date from:
Vote Required: Majority

TO: Board of Supervisors

FROM: Department Michael C. Ghizzoni, County Counsel (568-2950)
Director(s)
Contact Info: Anne Rierson, Senior Deputy County Counsel (568-2950)

SUBJECT: Amendment No. 3 to Agreement for Special Counsel Services

County Counsel Concurrence

As to form: Yes

Auditor-Controller Concurrence

As to form: Yes

Other Concurrence:

As to form: Risk Management, Treasurer-Tax Collector,
Public Works

Recommended Actions:

- a. Approve and authorize the Chair to execute Amendment No. 3 to the Agreement for Special Counsel Services with Orrick, Herrington & Sutcliffe LLP, adding \$100,000 for additional legal services to complete the financing of the proposed Tajiguas Resource Recovery Project; and
- b. Determine that the above actions are not a project under the California Environmental Quality Act (CEQA) pursuant to CEQA Guidelines Sections 15378(b)(4) and 15378(b)(5) because they consist of government administrative or fiscal activities that will not result in direct or indirect physical changes in the environment.

Summary Text:

Orrick, Herrington & Sutcliffe LLP has been providing the County with legal services related to the development, financing and operation of the potential Tajiguas Resource Recovery Project. Due to jurisdictional issues related to the Project, it was not completed as anticipated. This Amendment No. 3 provides for additional legal services in connection with completing the financing of the Project using Certificates of Participation. The Amendment provides that if COPs are not issued, no amount shall be paid by the County to Counsel.

Fiscal and Facilities Impacts:

Budgeted: To be budgeted as part of the financing – Public Works Resource Recovery.

Fiscal Analysis:

The Agreement currently provides for fixed fees and expenses for bond counsel services of \$65,000, plus tax counsel services not to exceed \$50,000. This Amendment No. 3 will add \$100,000 for additional services.

Key Contract Risks:

County Counsel views this Agreement as low risk because Orrick, Herrington & Sutcliffe LLP is highly experienced in bond and tax matters, and has worked with the County successfully for many years on the County's financings. Orrick is familiar with the County's past bond issuances.

Special Instructions:

Please send signed copies of Amendment No. 3 to Anne Rierson in County Counsel and to Leslie Wells in Resource Recovery.

Attachments:

- A. Amendment No. 3 to Agreement for Special Counsel Services
- B. Board Contract Summary
- C. Agreement for Special Counsel Services
- D. Amendment No. 1 to Agreement for Special Counsel Services
- E. Amendment No. 2 to Agreement for Special Counsel Services

Authored by:

Anne Rierson, Senior Deputy County Counsel