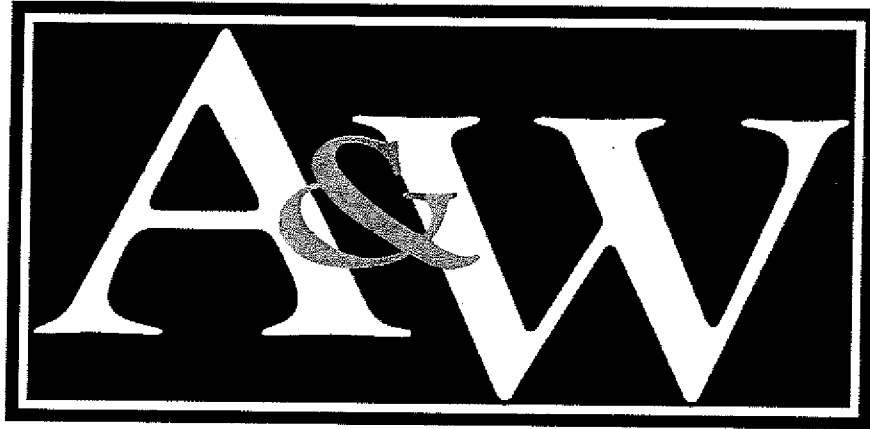


MEETING DATE: February 12, 2007

AGENDA ITEM : Authorization to Enter into a Legal Services Agreement with Aleshire & Wynder, LLP.

ATTACHMENTS

	<u>Pages</u>
1. Firm Resume (extract)	1-18



ALESHIRE & WYNDER
Attorneys at Law

A. Core Values and Organization

Aleshire & Wynder is dedicated to providing the highest quality of legal services for public agency clients. Defining our core values is critical both for our attorneys and our clients. These core values are as follows:

Expertise. Our expertise is very broad and makes us one of the few firms that could handle the full array of necessary legal services for public agencies.

Accountability. Accountability should always be the major goal of management. We believe that only by centralizing services and management can accountability be achieved. We expect to be held accountable not just for the result, but for the cost.

Cost Control. We have an established record of initiating management controls which have greatly reduced legal service costs. We have clients of 10+ years where we can show our share of the overall agency budget dropping by almost fifty percent.

Focus. We are not a large bureaucracy. All attorneys have close working relationships with each other and with the clients. Each client is vital to us, we can focus on their needs, and no one gets "lost in the shuffle."

Problem Solving. We accept the responsibility to be an active participant in problem solving. Our role is not merely to critique others.

Commitment. We are passionate about our commitment to the practice of public law. We endeavor to be a part of the communities we serve. Moreover, the Firm's management philosophy is participatory with open communications.

We provide our public agency clients with the full spectrum of necessary specialties and organize our practice areas as follows: Public Law; Redevelopment, Housing and Rent Control; Litigation and Appellate; Labor and Employment; Land Use and Zoning; Environmental, Toxics and Mining; Franchising and Telecommunications; Civil Rights and First Amendment; Conflicts of Interest and Elections; Contracts and Public Construction; Law Enforcement and Nuisance Abatement; Public Finance; Torts and Governmental Immunity; Condemnation; and Water Law.

B. Our Experience in the Practice of Public Law

Aleshire & Wynder has the vision of being a leading firm in Southern California in the area of public law. The partners and associates of the Firm have, for over three decades, specialized in providing legal services to public agencies, particularly municipalities, located primarily in Southern California.

We currently represent six cities as City Attorney (Lawndale, Signal Hill, Cypress, Irwindale, Perris, and Carson) which we have represented in aggregate for over 66 years (an average of 11 years per city). We represent the redevelopment agencies and housing authorities in these cities. We represent over 20 different public agencies as general and special counsel,

including cities, redevelopment agencies, housing authorities, water agencies, special districts, financing entities, joint powers authorities, and other public agencies.

Our public law practice includes the entire range of legal matters encountered in the representation of public agencies and private individuals and companies involved with public agency matters. We have been able to handle all police and civil rights cases for cities with police departments; all federal interface issues for airports; personnel issues for all our clients; all labor negotiations; general plan revision programs; subdivision legal issues; conflict of interest questions including interfacing with the FPPC; all Brown Act issues and Public Record requests; adoption of city charters; laws pertaining to initiative, referendum, and recall; municipal reorganizations including annexations; franchising programs and utility undergrounding; all condemnation cases for site assembly for redevelopment and housing projects; negotiation of purchase, redevelopment and development agreements with developers; impact fee ordinances; assessment districts and other public financings including municipal finance and Proposition 218 issues; cable television franchise ordinances; endangered species questions; CEQA litigation; environmental cleanup and mining reclamation plans; trash contract renewals and AB 939 issues; construction contract disputes and litigations; community choice energy aggregation; insurance defense, including law enforcement and police officer matters; federal and state Civil Rights statutes, the First Amendment and other constitutional provisions; and similar matters.

C. Our Approach

The nature and extent of our public law practice and the diversity of our clients allows us, on a daily basis, to assist cities with the most difficult and important issues facing public entities today. Our public law attorneys have extensive experience in all areas of law affecting local government, enabling us to effectively and efficiently manage the legal affairs of the cities and entities we represent. Recognizing the complex nature of the legal issues affecting public agencies, and the need for specialization, many of our attorneys focus their practice in a particular area of public agency law. This enables our attorneys to quickly draw upon the experience of an in-house expert for assistance with any legal problem which may arise for the agency. Moreover, representing multiple jurisdictions is a great advantage in keeping current. Often when an issue comes up in one jurisdiction, we have already dealt with it elsewhere. In fact, often there are projects where we are able to split the costs between jurisdictions.

Aleshire & Wynder promotes diversity among its attorneys and support staff. We actively recruit minority lawyers and support staff members who reflect the demographics of the cities we serve. In addition to being an equal opportunity employer, the firm does not tolerate acts of discrimination, including those based on race, ethnicity, gender, age, disability, sexual orientation, and religious or political beliefs.

D. Cost Considerations

A critical part of our formula is cost control. As stated earlier, private clients now routinely pay rates from \$300 to \$500 per hour for attorney services. The larger firms attract this business and their cost structures are adjusted to these rates. Meanwhile cities are operating in a different cost world. This is the world we choose to operate in. We must be cost competitive

and not price ourselves out of the market as the larger firms are doing. This involves a multifaceted strategy which includes the following:

- (a) Require attorneys to be hard-working and productive.
- (b) Hire productive clerical staff. Do not overstaff.
- (c) Keep space leasing costs under control.
- (d) Utilize technology to reduce labor costs.
- (e) Use paralegals when possible.
- (f) Monitor performance by obtaining status reports from the attorneys and reviewing monthly statements.
- (g) Develop and use form documents as much as possible (contracts, leases, easements, etc.).
- (h) Develop specialty expertise so that the attorney can operate independently and without having to research each issue.

The critical concept here comes back to accountability. The field of law is so complicated that it can be difficult for a client to really understand what the lawyer is doing. To establish accountability we must internalize the necessary procedures. We do this by constantly making sure assignments are clear, both from the client and to the attorney doing the work. We ask ourselves: Is the client asking the right question? Is research necessary? Is there a practical solution not requiring research? What precisely is the issue to research? Moreover, it is our job to assist clients in avoiding disputes with other parties, not to promote conflict. Finally, if the client is headed for a dispute, be very clear in your advice to the legislative body and staff. Evaluate the likelihood of success and the cost of the dispute, put it in writing, and present this to the decision-maker.

The effectiveness of our theories and methods are proved by our extraordinary stability with our clients. We invite you to confirm this by talking to our clients.

E. Office Location and Staffing

Our office is located in the distinctive Tower 17 in the Irvine Business Park (on Von Karman), with convenient parking in both a parking structure and surface parking. Our office has conference rooms, and the building itself has a large seminar facility available for building tenants.

As discussed above, one of our goals in forming our Firm was to avoid the high overhead costs that drive other municipal law firms to take on private clients in the pursuit of higher rates. From an administrative standpoint, making our operations cost-effective depends on several strategies: (a) recruit hard-working high quality attorneys and compensate them at a level comparable with the top firms in our field, (b) have a low ratio of administrative/secretarial staff to attorneys (1:3), (c) utilize paralegals and clerks to do tasks where attorneys are not needed, (d) find economical office space, and (e) utilize technology to the greatest extent possible to save labor costs. We have implemented all these measures.

Our office hours are 8:30 a.m. to 5:30 p.m. Monday through Friday. As a general rule there are attorneys in the office until at least 6:30 p.m. most days. When our clients' needs dictate it, we work weekends. Meeting the clients' needs is our principal criterion.

We currently have 17 full-time attorneys, up from 10 since we formed the Firm (in 2003). We have a paralegal who actively assists with litigation, condemnation, and code enforcement matters to reduce costs. We have in our Firm a team of hard-working, experienced, professional legal secretaries and support staff who are dedicated to serving the Firm's clients. Our legal secretaries are full-time and each assists up to three attorneys. We have a full-time Office Administrator who is a board member of the Association of Legal Administrators and who has an extensive network of contacts in other law firms and agencies. We have a receptionist and two office/file clerks.

F. Why We Exist - Commitment

The Firm exists primarily to do one thing: to provide the highest possible quality of legal services to public agencies for a price below the average in our field.

A number of our attorneys each have over 20 years of public service and collectively our attorneys have worked for a majority of the major public law firms in Southern California. From this experience we have learned that we love public service for the following reasons: (a) we like the complexity and variety of the issues; (b) we like the opportunity to deal with unique areas of law such as land use, constitutional and environmental law; (c) we like the dynamic of the political process; (d) we like working to promote democratic values and processes; and (e) we like working with elected officials and staff who are motivated to serve the public.

Some municipal law firms have too many high-priced private clients and numerous conflicts with their public practice. Others overemphasize their specialty practice areas to the detriment of the general municipal practice areas. Some fail to recognize the special economics of a municipal practice and fail to control costs to maintain low rates. Some are simply too large and bureaucratic and lack focus on their municipal practice. Some fail to emphasize quality lawyering and its importance to maintaining 20-year client relationships. Some are not sufficiently collegial or fail to mentor younger attorneys.

We have decided to show our dedication to public service by establishing the policy of not representing private clients who wish to sue cities. Many firms claim to be public agency oriented, but we do not know of any who have adopted such a policy. They are unwilling to give up lucrative fees (private rates can be triple public agency rates). After all, isn't a lawyer a hired-gun to whoever will pay his rate? We think not. From our standpoint, other firms are unwilling to make a full commitment to their public agency practice.

In sum, we have established this Firm to do what we believe is not being adequately done in any prior environment we have worked in: to have a collegial group of quality lawyers totally committed to serving public agencies in cost-effective and long-term relationships. If you are looking for such attorneys, you should consider us.

II. MANAGEMENT SERVICES AND ATTORNEY RESUMES

A. Management Services - Introduction To The Team

We are also pleased to present some of the principal members of our team of highly qualified public law professionals to provide legal services to the City and Agency. This team consists of the following attorneys:

Redevelopment, Housing	Joseph W. Pannone
Redevelopment, Housing, Toxics, Endangered Species	David J. Aleshire
Litigation	William W. Wynder
Litigation/Condemnation	June Ailin
Municipal Land Use	Stephanie R. Scher
Tort and Police Liability	Glen E. Tucker
Labor & Employment	Colin J. Tanner
Public Finance	Urban J. Schreiner

All of the foregoing attorneys, and indeed all of the attorneys at the Firm, are properly licensed to practice law in California. This team of public law professionals combines for over 100 years of experience and expertise in virtually every facet of municipal and redevelopment law. The whole Firm is available when needed to service the City's needs. A list of general attorney specialty areas follows, along with a description of attorney backgrounds.

MANAGEMENT SERVICES AND ATTORNEY RESUMES

B. Attorney List

<u>ATTORNEY</u>	<u>YEARS OF PRACTICE</u>	<u>LAW SCHOOL</u>	<u>SPECIALTY</u> (current assignments bolded)
Ailin, June	23	TEXAS	Asst. City Attorney (Palos Verdes Estates)/Civil Litigation/Condemnation
Aleshire, David	30	UCLA	City Attorney (Irwindale, Signal Hill)/Land Use/Redevelopment/Environmental/Toxics/ Contracts/Mining/Franchising/Refuse
Dunn, Eric	10	WESTERN	City Attorney (Perris)/Redevelopment/Land Use/Telecommunications/Housing/Franchising
Galante, Fred	10	LOYOLA	Asst. City Attorney (Irwindale)/Land Use/Mining/Water/Refuse/Airport
Haubert, Douglas	6	McGEORGE	Asst. City Attorney (Signal Hill)/Elections/ Conflicts of Interest/Ethics/Code Enforcement
Honeywell, Dawn	22	LOYOLA	Redevelopment/Land Use/Franchising
Israel, Tiffany	9	USD	Asst. City Attorney (Lawndale)/Land Use/Contracts/Environmental
Lopez, Christy Marie	3	CATHOLIC UNIVERSITY	Asst. City Attorney (Irwindale)/Land Use/Telecommunications/Code Enforcement/ Personnel
Luck, Anita	7	LOYOLA	Public Finance
Pannone, Joseph	26	LOYOLA	Asst. City Attorney (Bellflower; Baldwin Park)/Redevelopment
Scher, Stephanie	30	UCLA	City Attorney (Bellflower; Baldwin Park; Palos Verdes Estates)/Land Use
Schreiner, Urban	46	UCLA	Public Finance
Softani, Sunny	5	LOYOLA	Civil Litigation/Condemnation/Environmental/ Toxics
Tanner, Colin	15	HASTINGS	Personnel/Labor/Police/Civil Litigation
Taylor, Anthony	5	USC	Civil Rights/Police/Indian/Code Enforcement
Tucker, Glen	33	SOUTH WESTERN	Civil Rights/Tort/Police
Wynder, William	27	PEPPERDINE	City Attorney (Carson; Cypress; Lawndale)/ Civil Litigation/Rent Control

IV. PRACTICE AREAS

We believe that we have highly experienced personnel in municipal practice areas, including redevelopment and housing, employee discipline, labor and employment; police related litigation, and public agency liability. For example, in redevelopment and housing, David Aleshire and Dawn Honeywell both have over 20 years of experience and they are now joined by Joe Pannone who is similarly experienced. Partner Colin Tanner, with some 15 years of labor and employment practice, oversees the Firms practice in the one area while Glen Tucker, with over 25 years of risk management litigation experience oversees the other. With respect to appellate practice and public works litigation issues, under the oversight of name-partner Bill Wynder, the Firm has active litigation in all of these areas.

1. Redevelopment and Housing

We provide the full range of services for our client redevelopment agencies, including: advice and assistance in the preparation, adoption, and amendment of redevelopment plans; the formulation and adoption of environmental documentation relating to plans and amendments; the formulation, negotiation, monitoring, and enforcement of Owner Participation Agreements (OPAs) and Disposition and Development Agreements (DDAs); the acquisition of property, either by negotiated sale or condemnation; hazardous wastes and toxic materials clean-up; economic development; preparation of easements and other real estate documents; and low and moderate income housing requirements.

Importantly, and contrary to the practice of some firms that practice redevelopment law, we do not represent land developers in opposition to redevelopment agencies or cities. This eliminates any potential legal conflict or situation in which we would be creating law adverse to redevelopment agencies or local government.

We have assisted many redevelopment agencies in the preparation of varied and complex redevelopment plans and amendments to those plans. We have dealt with problems occurring in formation of the project area committees, documentation and analysis of blight, preparation of the environmental documentation under CEQA, negotiations with affected taxing entities, preparation of tax allocation agreements and presentation to the public agencies and boards on the complex information generated in this process. Our services also include consultation and legal advice to the redevelopment agency and its consultants on matters relating to federal, state and local laws, regulations and other matters affecting the Agency.

In addition to assisting in the preparation of various plans, we have defended agencies in litigation over plans. We also offer our redevelopment agency clients a special expertise in eminent domain. We specialize in eminent domain actions for redevelopment agencies, as well as for municipalities and other public entities. Our work includes extensive experience in eminent domain acquisitions that involve contaminated soil and how to address the contamination condition in valuation of the property and in relocation of the property owner.

Many of our jurisdictions have established housing authorities. We have worked with state and federal programs for housing assistance. We have prepared agreements with developers and have developed regulatory agreements to ensure that the housing will be maintained to benefit low-income residents. We have developed municipal housing assistance

programs; loan, grant and deferral payment housing rehabilitation programs; first-time homebuyer programs and other related programs. We have worked on state housing audits and general plan programs to maximize housing opportunities for low-income minority and disadvantaged persons.

2. Labor Relations and Employment

Dedicated to serving the public sector, the Firm provides essential and comprehensive labor and employment legal services to our clients. At a time when California public agencies must operate under more state and federal laws regulating employment and employee relations than ever before, we provide indispensable resources, advice and advocacy to public sector agencies trying to develop and maintain a quality workforce and mutually beneficial employee relations.

The Firm's Labor and Employment practice is led by founding partner, Colin J. Tanner. Mr. Tanner is rated AV® by the Peer Review Rating system established by Martindale-Hubbell, which reflects the highest level of professional legal ability and ethics in the legal community based on the confidential opinions of members of the California State Bar and the California Judiciary. He is an experienced advocate having defended clients at all levels of the state and federal judicial systems and administrative and regulatory agencies. His clients have included the cities of Carson, Covina, Chino Hills, Cypress, Hemet, Industry, Irwindale, Lake Forest, Palm Springs, Perris, Signal Hill, and Stanton. Mr. Tanner has also served as corporate and/or employment counsel to a number of private companies, including national transportation companies, national food distributors, insurance agencies, and real estate agencies.

The Firm works directly with our public sector management teams and staff, providing services ranging from simple legal guidance to direct representation in personnel administration, complex labor negotiation and administratively and/or civilly contested matters. We realize the sensitivity in public sector employment issues, and make it our primary purpose to present options, develop dependable assessments, obtain successful results, and prevent or resolve employment disputes or liability issues before they become detrimental to our clients.

The Firm assists its clients in meeting the mandates of such labor related laws as the Meyers-Milias-Brown Act to "promote the improvement of personnel management and employer-employee relations." Helping our clients meet employer responsibilities, we regularly give advice on the critical subjects of employee bargaining, unit determination and/or modification, the right to employee representation, employee organization recognition, impasse resolution, strikes and/or other concerted employee action, drafting of labor agreements with employee organizations, enforcement and defense of labor agreements, arbitration representation, prosecuting/defending against unfair practice charges filed with the Public Employment Relations Board (PERB), and prosecuting/defending against labor related civil court actions.

The Firm provides consistent and common sense advice, guidance and advocacy in the related field of employment law and/or personnel administration, including but not limited to the drafting of personnel rules and policies, determining and enforcing workplace management and employee rights, the hiring process, the employee evaluation and promotion process, employee

training, personnel file maintenance and disclosure, personnel investigations, employee discipline and discharge, layoffs, due process employee appeal rights and hearings, employee disability and retirement issues, grievance hearings, proactive employee restraining orders, the Fair Labor Standards Act (FLSA), the Public Safety Officers Procedural Bill of Rights Act, the California Fair Employment and Housing Act (FEHA), the federal Civil Rights Acts, the Age Discrimination in Employment Act and the Older Workers Benefit Protection Act, the Americans With Disabilities Act (ADA), the Consolidated Omnibus Budget Reconciliation Act of 1985 (COBRA), the Health Insurance Portability and Accountability Act of 1996 (HIPAA), Family and Medical Leave laws, Occupational Safety and Health laws, workers' compensation laws, and Employment Development Department obligations, among others.

3. Risk Management/Police Litigation

The Firm believes in taking a pro-active role in claims handling for the cities it represents. It is our believe that the training of staff on methods to avoid litigation, early recognition of liability exposure through evaluations and incident reviews prior to the receipt of claims and lawsuits are all elements that may reduce the possibilities and instances of litigation.

We currently represent four independent police departments and provide special counsel work for several other departments. We deal extensively with complicated conflict issues in the representation of police officers. Many cities devote half of their budgets to public safety. As an important attribute of our practice, we take great pride in maintaining the confidence of police personnel while assisting management in exercising its supervision of the department.

Risk Management, the handling of claims, and lawsuits against a city and representation of its police officers go hand-in-hand. The Firm deals with a large array of issues that frequently involve the police. These include, personnel matters; internal affairs investigations; *Pitchess* motions; the defense of claims and lawsuits; review of law enforcement task forces; review of contracts; composition of police department policies, and the review of those policies; prosecution of criminal matters; review of criminal ordinance and related issues. Further, we have been active in review of recreation and parks supervision equipment, as well as potential defective streets and sidewalks which have lead to litigation.

We have experience in advising municipalities and insurance carriers on the reserving of costs and indemnity in litigated cases, and submit frequent reports on cases to satisfy the requirements of excess carriers and re-insurers. The Firm has extensive experience in representing cities with large self-insured retentions. Members of the Firm are currently on the approved panel of attorneys for the JPIA, PERMA and ICRMA.

We have P.O.S.T. certified instructors and can provide training to officers and police administrators in litigation related topics. The Firm has also dealt with the complex issues that often arise in potential conflicts regarding the unified representation of police officers and their departments.

The Firm prides itself on its ability to mobilize resources to expedite the handling of police issues as they arise. The members of the Firm have provided legal services to the following cities in the area of civil rights, police litigation and other civil litigation matters:

Adelanto, Banning, Bell Gardens, Cypress, Fountain Valley, Inglewood, Irwindale, La Palma, Long Beach, Newport Beach, Palm Springs, Palm Desert, Sierra Madre, Signal Hill, the State of Rhode Island, Temple City and Westminster.

4. Eminent Domain

We specialize in eminent domain, inverse condemnation and property valuation law. The Firm's attorneys have handled numerous eminent domain and property valuation matters. These have included cases involving freeway and road projects, government buildings, schools, shopping centers, car dealerships, public utility facilities, dams and water projects, natural gas pipelines, oil drilling projects, redevelopment projects, low-mod housing projects, and etc. Our attorneys become involved in the process from the inception, at the valuation level, and using their experience provide the client with sound advise from the beginning.

Being experts in environmental and land use issues provides our clients with a strategic advantage and adds to the expertise the Firm can bring to bear on property valuation cases. Our attorneys have dealt with such issues as challenges to the right to take, challenges to environmental review and mitigation, claims for unreasonable delay or unreasonable conduct by a public agency, the effect of toxic contamination on property value, disputes over the highest and best use of a property, claims for loss of business goodwill, severance damages and relocation benefits, and claims that a proposed use is not a valid public use.

The Firm also specializes in regulatory "takings" claims ranging from temporary takings issues to individualized exaction cases. Our attorneys have dealt with inverse condemnation/takings claims ranging from zoning decisions to conditions on approval of Tentative Map Act Applications.

5. Code Enforcement

We have extensive training and experience in handling code enforcement matters. These services include a wide range of formal and informal code enforcement work and utilize all appropriate and available legal remedies, including criminal prosecution, civil injunction, abatement actions, administrative hearings, administrative citations, and assisting police and sheriffs in their investigation of municipal code crimes.

We provide code enforcement services to a number of our retainer cities. Our attorneys regularly work closely with a City's code enforcement staff to create a streamlined process to handle code enforcement cases. We offer suggestions for better internal case handling by City staff and provide workshops to educate staff members on proper investigation, reporting and case preparation techniques.

Our services also include the development of special programs designed to prevent or eliminate substandard housing conditions as well as development of a cost recovery program requiring slumlords to pay the investigation costs for inspections. Moreover, our team of experienced prosecutors are available any time to answer questions and provide assistance to code enforcement officers to ensure cases are handled efficiently and effectively.

6. Elections

We have provided election consulting services to city clerks and public officials in over 100 elections. Our experienced attorneys are knowledgeable in all aspects of municipal elections. We have prepared ballot measures, written measure analysis, advised election officials on code compliance questions, dealt with initiative and recall questions, written campaign finance ordinances, and dealt with an endless number of other questions, from absentee ballots, election signs, state and federal Voting Rights Act issues, and all subjects in between.

We have litigated complex and high-profile matters under the California Elections Code. Our attorneys have also testified before state legislative committees on reforming the electoral process.

Recently, we represented the Carson City Clerk in all aspects of an election contest which resulted in trial. The issues involved in that case included numerous allegations against the City Clerk and her volunteer precinct board, including malconduct by election workers, errors in ballot counting, and failure to secure ballots. Our aggressive pursuit of discovery proved that the contestants' allegations against the City Clerk's handling of the election were baseless and the contestants were forced to drop all allegations prior to trial.

We were recently successful in defending the City of Lawndale in litigation brought by an elected official against the City. The case involved the official's true residence and whether a proceeding in *quo warranto* constituted the exclusive remedy for addressing this dispute. We successfully defend the City's removal of this public official from office due to lack of residency before the Los Angeles County Superior Court, the California Court of Appeals, and the California Supreme Court.

7. Environmental (Toxics, CEQA, Endangered Species)

Serving as city attorneys for cities such as Carson and Signal Hill, our team has taken a fresh look at redevelopment of environmentally impaired properties by successfully forming public/private partnerships to bring contaminated properties back to productive economic use. Having been involved in a number of "clean up" projects, the Firm enjoys a good working relationship with the Department of Toxics and Substance Control, the Regional Water Board and the Environmental Protection Agency. The Firm has experience in Polanco notices and litigation involving same and has expertise dealing with clients that have been named as Potential Responsible Parties in actions commenced by the various environmental agencies.

During the 20+ years we have represented our public agency clients, we have handled all CEQA and NEPA issues without outside legal advice. We have worked with all the major consulting firms who prepare EIR's and typically review 10-20 EIR's per year to assure legal compliance, not to mention dealing with numerous negative declarations, categorical exemptions and ministerial projects. We have prepared mitigation monitoring programs, resolutions of project approval and overriding considerations. We have reviewed and updated agency guidelines for CEQA compliance.

We have defended all lawsuits challenging our agencies' environmental determinations. In only one instance have we lost such a legal action and in that instance the developer failed to

follow our advice. In 2004 we defended four environmental lawsuits in Palm Springs and obtained favorable determinations in every case.

We have a great deal of experience with Endangered Species issues. We have been involved in two Multi-Species Habitat Conservation Programs in the Coachella Valley and Western Riverside County, reviewed biological opinions, and performed extensive analysis of the Endangered Species Act implications for development projects.

8. Solid Waste

We have established a demonstrated expertise in the area of solid waste legal issues. As previously discussed, the Firm has extensive experience in virtually all areas of environmental law including CEQA and NEPA matters. We have handled all refuse franchise negotiations for our clients for over 20 years. We have, on several occasions, negotiated franchises of up to 10 years duration with only two rate increases during that period. We have thoroughly dealt with AB939 compliance issues. We have also worked on general projects involving development of transfer stations and similar projects.

9. Mining

We have overseen Irwindale's decade-long effort to determine the effects of mining in the 17 pits which occupy one-half of the City and to vest the City with appropriate regulatory control. This has included developing a mitigation program involving monitoring, taxation, and fees; the development of corrective measures dealing with dust, noise, slope stability, water quality, and road reconstruction; and finally construction of needed infrastructure. Through this process, we have appeared frequently before the State Mining Board and we have worked extensively with state mining staff. We have developed several regulatory ordinances for lead agencies. We have represented the city in extensive litigation, and in state administrative procedures to overcome the mining industry's efforts to block City regulations, and have drafted major legislation to revise the State Mining and Reclamation Act to strengthen lead agency regulatory control. We successfully tripled the City's mining tax, reversed growing deficits, recovered all costs and negotiated agreements with the mining operators. After a six-year battle, we have begun to obtain agreements to fill in the 200-400' deep pits and fully reclaim them. Few firms have our depth of experience with mining issues.

10. Rent Control

By virtue of the "full service" representation of the Firm's municipal clients, our lawyers have developed an expertise in the area of mobilehome park rent control. The City of Palm Springs, for example, has a large "senior" population and a number of mobilehome parks within which they reside. The City of Carson has in excess of 25 rent controlled mobilehome parks within its boundaries, the largest such concentration of mobilehome parks in the "South Bay" of Los Angeles County.

We have successfully advised our clients' various rent review tribunals for over 15 years and, when necessary, we have successfully defended the decisions of these tribunals in well over a dozen litigated matters before the superior courts of Riverside and Los Angeles counties, the Second and Fourth Appellate Districts of the Courts of Appeal, the California Supreme Court

and, on one occasion, the United States Supreme Court. We have provided our legal advice in the context of two "distinctive" types of rent control ordinances; those utilizing a "maintenance of net operating income" approach to rent control, and those utilizing a "factor" based approach to rent control.

Members of the Firm litigated what is, to date, the seminal case before the Court of Appeals that articulated the scope of municipal regulatory authority, under the Government Code, over "conversions" of regulated mobilehome parks from local rent control to state rent decontrol. The Firm now regularly advises its municipal clients on this "cutting edge" and rapidly developing area of the law.

11. Public Finance

We are a nationally recognized Bond Counsel Firm and, as such, have served as bond counsel for all the public finance matters for our clients during the existence of the Firm. Completed projects include refinancing of redevelopment agency debt; financing major public projects such as water system acquisition and improvement, wastewater facilities, parking structures, airport improvements, convention center expansions, public golf courses, and so forth. We have financed low and moderate income housing projects. We have utilized all forms of joint powers and financing authorities, assessment districts, community facilities districts, community services districts, municipal water districts and similar legal vehicles. Our expertise in financial matters enables us to play an effective role in the formulation of financing plans by our clients.

Together, the Firm's bond counsel have over 50 years of experience in municipal finance representing cities, counties, special districts and state agencies. They consistently educate themselves and keep up with the latest developments in the law, including the birth of the Central Post Office and the latest promulgated Circular 230 regulations.

Our approach as bond counsel is to provide an open environment for information sharing. The Firm will encourage and maintain close relationships with clients, staff and officials and endeavor to create a comfortable and professional relationship for information sharing and due diligence matters. The Firm realizes the importance of providing and receiving the correct information. To that end, the Firm will maintain constant communication with the client throughout the transaction process. We will also provide the necessary follow up consultation following bond issuance.

12. Other Expertise

We also have expertise in several areas which even large public law firms might not have: electrical deregulation and creation of municipal utilities; privatization of utilities such as a wastewater treatment plant and a convention center; and oil, water, and gas pipeline franchising. In representing the City of Palm Springs, we have been actively involved with the jurisdiction which has gone further than any other in the country towards exploring new competitive approaches to deregulation. Also in Palm Springs, we helped structure privatization of the city's wastewater treatment plant with U.S. Filter, a Fortune 500 company, in one of the first transactions of its kind in California. Similarly, we prepared all documentation to accomplish transferring the City's

convention center to the largest convention center management company in the country under a management agreement. Again demonstrating ability for innovation, we developed a program to force all pipeline entities in Signal Hill into franchise agreements increasing City revenue by \$100,000 and creating a remediation fund for contamination created by existing pipelines. For Mammoth Lakes we created an unusual franchise process to get a number of gas companies to fund creation of an underground delivery system to enhance community safety and revenue.

As a result of the experience in the foregoing areas of practice, our attorneys are thoroughly familiar with developing legal precedents and can handle the most sophisticated problems in a timely manner. This allows our clients to be at the forefront of emerging municipal programs, services, and regulations. This also allows us to represent our clients in some of the most specialized and complex of transactional and litigation matters.

V. MUNICIPAL CLIENTS AND REFERENCES

A. Conflicts of Interest

We are not aware of any existing clients which have an interest in any business or real property in the City. No member of the Firm has such an interest. No member of the Firm contracts with or contemplates contracting with the City. None of our municipal clients adjoins the City.

Accordingly, with respect to conflicts, we have no present or contemplated employment which is adverse to the City. We will not represent clients in matters either in litigation or non-litigation against the City. In fact, we do not represent private clients in litigation against public agencies. However, we may have past and present clients or may have future clients, which, from time to time, may have interests adverse to the City, and we reserve the right to represent such clients in matters not connected with our representation of the City.

If a potential conflict of interest arises in our representation of two clients, if such conflict is only speculative or minor, we seek waivers from each client with regards to such representation. However, if real conflicts exist, we would withdraw from representing either client in the matter, and assist them in obtaining outside special counsel.

We are aware of no affiliations or interests which would conflict in any manner with the performance of services to the City. We take pride in the fact that we do not represent developers or others likely to have interests adverse to our municipal clients. We are not aware of any other public law firms willing to give up this lucrative private practice where higher rates are available. We have adopted this practice so that our municipal clients can be assured that their legal counsel and his or her firm has undivided loyalty to them.

B. Current Public Clients

Our Firm currently provides legal services to a number of public entities. Our existing client list follows:

<u>City Attorney</u>	<u>Dates Performed</u>
City of Carson	2003-Present
City of Cypress	1997-Present
City of Irwindale	1996-Present
City of Lawndale	1978-Present
City of Perris	2000-Present
City of Signal Hill	1978-Present
<u>Redevelopment Agency Counsel</u>	<u>Dates Performed</u>
City of Carson	2003-Present
City of Irwindale	1996-Present
City of Lawndale	1992-Present
City of Perris	2000-Present
City of Signal Hill	1978-Present

MUNICIPAL CLIENTS AND REFERENCES

<u>Housing Authority Counsel</u>	<u>Dates Performed</u>
City of Irwindale	1996-Present
City of Signal Hill	1978-Present
<u>General Counsel</u>	<u>Dates Performed</u>
State Assoc. of Code Enforcement Officials	2003-Present
Golden Valley Municipal Water Dist.	1970-Present
Home Gardens Water District	2000-Present
Irwindale Finance Authority	1996-Present
Orange County Council of Governments	2001-Present
Palm Springs Finance Authority	1990-Present
Signal Hill Finance Authority	1994-Present
Riverside-San Bernardino Housing & Finance Agency	2005-Present
Orange County Housing and Finance Agency	2005-Present
<u>Special Counsel</u>	<u>Dates Performed</u>
Town of Mammoth Lakes	2000-Present
City of Palm Springs	1990-Present
City of Covina (Labor & Employment)	2004-Present
City of Palm Desert (Rent Control)	2005-Present

C. References

1. Redevelopment & Housing

CLIENT

CONTACT

City of Signal Hill
Signal Hill Redevelopment Agency
2175 Cherry Avenue
Signal Hill, CA 90755

Kenneth C. Farfsing, City Manager
(562) 989-7302
Debbie Rich, Deputy City Manager
(562) 989-7375

City of Irwindale
5050 N. Irwindale Avenue
Irwindale, CA 91706

Mayor Julian Miranda
Bradley Baxter, City Manager
(626) 962-4012

City of Palm Springs
3200 East Tahquitz Canyon Way
Palm Springs, CA 92262

Former Mayor Will Kleindienst
Mr. David Ready, City Manager
Chris Mills, Councilmember
John Raymond, Redevelopment Director
(760) 322-8200

City of Carson
701 East Carson Street
Carson CA 90745-2224

Mayor James Dear
Jerome Groomes, City Manager
Ronald Winker, General Manager
(310) 233-4802

MUNICIPAL CLIENTS AND REFERENCES

2. Labor and Employment (Colin Tanner)

CLIENT	CONTACT
City of Carson 701 East Carson Street Carson CA 90745-2224	Jacquelyn Acosta Administrative Services General Manager (310) 952-1755
City of Covina 125 East College Street Covina, California 91723-2199	Paul Phillips, City Manager Robert Neiuber, Human Resources Manager (626) 858-5551
City of Irwindale 5050 N. Irwindale Avenue Irwindale, CA 91706	Sharmeen Bhojani, Personnel Manager (626) 430-2204
City of Palm Springs 3200 East Tahquitz Canyon Way Palm Springs, CA 92262	Sue Mills Human Resources Manager (760) 323-8249

3. Risk Management (Glen Tucker)

CLIENT	CONTACT
Palm Springs Police Department 200 South Civic Drive Palm Springs, CA 92263-1830	Gary Jeandron, Chief of Police (760) 778-8402
Banning Police Department 125 East Ramsey Street Banning, CA 92220	John Horton, Chief of Police (951) 922-3170
Culver City Police Department 9770 Culver Boulevard Culver City, CA. 90232	Donald W. Pedersen, Chief of Police (562) 989-7209
Bell Gardens Police Department 7100 South Garfield Avenue Bell Gardens, CA 90201	Eli Magdalano, Captain (562) 806-7700
Carl Warren & Company 750 The City Drive, Suite 400 Orange, CA 92868	Dwight Kunz (800) 572-6900 x 140