

ITEM 1

OVERSIGHT BOARD FOR CITY OF SAN DIEGO REDEVELOPMENT SUCCESSOR AGENCY

DATE ISSUED: 05/25/2012

ITEM 1 – Report from the Oversight Board Legal Counsel Selection Committee regarding RETENTION OF INDEPENDENT LEGAL COUNSEL TO PROVIDE AS-NEEDED LEGAL SERVICES TO THE OVERSIGHT BOARD

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DESCRIPTIVE SUMMARY OF ITEM:

Receive a report from the Oversight Board ad-hoc selection committee regarding the recommendations on respondents to the Request for Qualifications for Legal Services for the Oversight Board of the Successor Agency to the City of San Diego Redevelopment Agency.

Adopt a resolution including the following:

Select legal counsel through and including December 31, 2013;

Authorize the ad-hoc selection committee to negotiate and execute a contract with the selected legal counsel not to exceed a Board determined amount; and

Authorize Successor Agency staff to prepare any and all amendments to the Recognized Obligation Payment Schedules seeking to provide funding for legal services and transmit those amendments to the appropriate agencies.

STAFF RECOMMENDATION:

Approve proposed actions.

BACKGROUND:

The Oversight Board is seeking independent legal counsel to provide advice regarding activities to implement AB 26. Consistent with the Board authorizing the Chair to seek legal counsel and later, creating an ad-hoc selection committee to continue those efforts, this action includes review and selection of legal counsel as well as provides a funding source for legal services.

On April 25, 2012 the Oversight Board authorized Chair Nelson to work to identify and contact legal firms that could serve as legal counsel to the Oversight Board on an interim basis. Staff was asked to work with the Chair to identify firms that had redevelopment experience and did not have conflicts with the Successor Agency, the Centre City Development Corporation (CCDC) or the Southeastern Economic Development Corporation (SEDC).

On May 11, 2012 Chair Nelson reported that the firm best qualified to provide interim legal services, had chosen to not provide legal counsel to Oversight Boards. Subsequently, the Board approved the creation of an ad-hoc selection committee and designated Chair Nelson and Board Member Donovan to serve on the committee. The committee was tasked with coordinating with Successor Agency staff to prepare and circulate a Request for Qualifications (RFQ) for Legal

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Services for the Oversight Board of the Successor Agency to the City of San Diego Redevelopment Agency. The committee was additionally tasked with reviewing responses to the RFQ and conducting any follow up necessary to present a recommendation to the Oversight Board.

This action includes a presentation of the recommended legal counsel from the ad-hoc selection committee. Consistent with previous Board actions, this action authorizes the ad-hoc selection committee to negotiate and execute a contract with the selected firm. Further, this action directs Successor Agency staff to prepare an amendment to the relevant Recognized Obligation Payment Schedules in an amount commensurate with the expected costs for legal services.

David Graham
Office of the Mayor

Jay Goldstone
Chief Operating Officer

OVERSIGHT BOARD RESOLUTION NUMBER OB-2012-8

A RESOLUTION OF THE OVERSIGHT BOARD FOR CITY OF
SAN DIEGO REDEVELOPMENT SUCCESSOR AGENCY FOR
THE RETENTION OF INDEPENDENT LEGAL COUNSEL TO
PROVIDE AS-NEEDED LEGAL SERVICES TO THE
OVERSIGHT BOARD.

WHEREAS, the former Redevelopment Agency of the City of San Diego (Former RDA) administered the implementation of various redevelopment projects, programs, and activities within designated redevelopment project areas throughout the City of San Diego; and

WHEREAS, in accordance with Assembly Bill x1 26 (AB 26), the Former RDA dissolved as of February 1, 2012, at which time the City of San Diego, solely in its capacity as the designated successor agency to the Former RDA (Successor Agency), assumed the Former RDA's assets and obligations; and

WHEREAS, AB 26 provides for the appointment of a seven-member oversight board (Oversight Board) with specific duties to approve and direct certain actions of the Successor Agency pursuant to California Health and Safety Code sections 34180 and 34181; and

WHEREAS, the Oversight Board desires to retain independent legal counsel to provide as-needed legal services to the Oversight Board with respect to issues arising under AB 26 within the jurisdiction of the Oversight Board; and

WHEREAS, during its meeting on May 11, the Oversight Board formed an ad hoc selection committee, consisting of Mark Nelson and Andra Donovan, to work in conjunction with Successor Agency staff to facilitate the selection of independent legal counsel for the Oversight Board at the earliest opportunity; and

WHEREAS, the selection committee, in conjunction with Successor Agency staff, coordinated the preparation and distribution of a request for qualifications (RFQ) seeking as-

needed legal services to be provided by a qualified law firm to the Oversight Board through and including December 31, 2013; and

WHEREAS, the selection committee reviewed written responses to the RFQ and sought any additional information necessary to make a recommendation to the Oversight Board; and

WHEREAS, a funding source must be identified for the legal services to the Oversight Board, and therefore the applicable Recognized Obligation Payment Schedule(s) should be amended to an amount commensurate with the estimated cost of services from the engagement of legal services through the end of the Second Recognized Obligation Payment Schedule.

NOW, THEREFORE, BE IT RESOLVED by the Oversight Board as follows:

1. The Oversight Board selects the law firm of _____ to provide as-needed legal services for the Oversight Board through and including December 31, 2013.
2. The ad hoc selection committee is authorized to negotiate a contract with the selected legal counsel for a total amount not to exceed \$ _____, and the Chair of the Oversight Board is authorized to execute such contract.
3. Successor Agency staff is authorized to prepare, and the Chair of the Oversight Board is authorized to execute, any and all amendments to the Recognized Obligation Payment Schedules seeking to provide a funding source for services to be rendered by the selected legal counsel in an amount not to exceed \$ _____.
4. Successor Agency staff shall transmit any and all amendments to the Recognized Obligation Payment Schedules to the reviewing entities under AB 26, including the State Department of Finance, the San Diego County Auditor-Controller, and the State Controller.

PASSED AND ADOPTED by the Oversight Board at a duly noticed meeting of the Oversight Board held on May ____, 2012.

Chair, Oversight Board

REQUEST FOR QUALIFICATIONS (RFQ)

**FOR LEGAL SERVICES FOR THE OVERSIGHT BOARD
OF THE SUCCESSOR AGENCY TO THE CITY OF SAN DIEGO
REDEVELOPMENT AGENCY**

INTRODUCTION

Under AB 1x 26 (Chapter 5, Statutes of 2011), an Oversight Board was established to oversee the actions of the Successor Agency to the former Redevelopment Agency of the City of San Diego (Successor Agency). The Oversight Board is seeking the services of an California -licensed and insured attorney with a professional law firm or an experienced sole practitioner to serve as Legal Counsel to the Board to provide oversight of Board operations, lending practices for development projects and other corporation services and activities. Information which provides some background and summarizes the provisions in AB 1X 26 is attached.

The term of the engagement would be at the earliest possible opportunity through December 31, 2013 and the contract may be extended from year to year until the Oversight Board completes its work and is dissolved or is merged with the other oversight boards in San Diego County in 2016 as required under AB 1X 26. Either party could terminate the engagement with 30 days prior written notice.

Interested firms should have some experience advising public bodies on the Brown Act, Political Reform Act and the Public Records Act. The firm should have experience in advising municipal governments in general and familiarity with California Redevelopment Law will be valuable. It would be desirable if the firm also has experience with public contracting, public finance (bonds), and redevelopment funded development projects and activities, as well as loans and property dispositions.

The selected Legal Counsel would advise the Board and be supported by Successor Agency staff, and would be expected to work closely with the legal representatives of the Successor Agency as well as counsel from the various taxing entities with appointments to the Board or who receive property tax revenues. The Oversight Board members are as follows:

Supervisor Ron Roberts, County of San Diego appointee
Peter Q. Davis, County of San Diego appointee
Mark Nelson, City of San Diego appointee
Presently vacant, City of San Diego appointee
Maureen Stapleton, Special District appointee
Dr. Bonnie Ann Dowd, California Community Colleges appointee
Andra Donovan, Esq., County Board of Education appointee

Due to conflicts of interest, the Legal Counsel and its firm could not be in an adversary position with the agencies that appointed the Oversight Board members, nor could it represent private developers under existing contracts with the prior dissolved Redevelopment Agency of the City of San Diego for redevelopment projects which have not yet been completed.

SCOPE OF SERVICES

The scope of the services of the Legal Counsel would include, but is not limited to, the following:

- Attend regular scheduled Oversight Board Meetings, Special Meetings, and other meetings as requested by the Board.
- Advise the Board on actions necessary to protect the Board members from personal liability and protect the assets of the dissolved agency from liability and attachment.
- Review and advise the Board on the recommendations from Successor Agency staff regarding contracting issues.
- Review and advise the Board on recommendations from Successor Agency staff on refinancing matters, overseeing completion of redevelopment projects, and disposition of property and other assets.
- Represent the Board in any potential litigation brought by or against or otherwise involving the Board, or assist the Board in contracting for specialized litigation counsel and overseeing outside counsel's work.
- Review requested documents and inquiry responses provided by the Successor Agency and prepare legal opinions at the request of the Oversight Board.
- Engage in any other legal matter reasonably requested by the Board.

EXPERIENCE AND QUALIFICATIONS

The selected person and/or firm must have experience with municipal and/or other local public sector law. Private sector firms with direct experience in Redevelopment Law contained in the California Health and Safety Code are preferred. Knowledge and experience in the Brown Act, Political Reform Act, Public Records Act, contracts, and bond financing and lending, are important. It is beneficial if the firm has experience with real property development and disposition. Knowledge and experience in the other areas of public law is also be desirable.

PROPOSAL SUBMISSION REQUIREMENTS

Schedule

Proposals are due May 29, 2012 by 5:00 p.m and interviews may follow.

Proposal Submissions

Proposals in response to this RFP are required to provide a minimum of the following information:

- 1- A one page cover letter
- 2- Description of law firm
 - a. Breadth of services offered;
 - b. Ability, capacity, and skill to provide full service representation, as described above, including the experience of the attorneys with relevant cases; and
 - c. Capacity to service the contract or provide the service promptly, within the time specified, and without delay or interference.
- 3- Proposed Fee for Services
 - a. Proposed retainer fee, including any exceptions to the retainer fee; or, alternatively,
 - b. How the applicant proposes to bill their time, including minimum units for general legal, communications advice (telephone, voicemail, email) and costs for travel time, plus any and all necessary costs such as photocopies, telephone or facsimile charges.
- 4- Client/Reference List
 - a. Provide names, titles, addresses, phone numbers and email addresses for three to five references; and
 - b. Briefly describe the nature of the work performed for the named references as well as the length of the working relationship.
- 5- Conflict of Interest
 - a. Disclose any actual or potential conflicts of interest between any member of the Oversight Board or any entity that appointed a member of the Oversight Board and any other person or entity represented by the counsel responding to this RFP.\
 - b. Disclose any project-related work on behalf of any of the following entities: County of San Diego, City of San Diego, or any entity that appointed a member of the Oversight Board
- 6- Insurance Requirements
 - a. Provide a statement regarding insurance held by the sole practitioner or firm in the following categories:
 - i. Commercial General Liability (CGL)
 - ii. Automobile Liability
 - iii. Workers Compensation and Employer's Liability
 - iv. Professional Liability

SUBMITTAL PROCEDURES

Please submit three (3) copies your proposals by 4:00 p.m. Tuesday May 29, 2012:

Oversight Board Contact David Graham

Office of the Mayor
City of San Diego
202 C St. 11th Floor
San Diego, CA 92101

Proposals may also be submitted via e-mail to successorinfo@sandiego.gov. All inquiries should be directed to David Graham at 619-236-6980.

A sub-committee of the Board will conduct a review and evaluation of all proposals. The Board reserves the right to reject any and all submittals and to waive minor inconsistencies. The cost of preparing responses to this Request for Qualifications shall be borne by the respondents and will not be reimbursed by the Board.