

**SUBMITTAL TO THE BOARD OF SUPERVISORS
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

708A



FROM: County Counsel

SUBMITTAL DATE:
December 30, 2014

SUBJECT: Conflicts Waiver

RECOMMENDED MOTION: That the Board of Supervisors:

1. That the Board approve the waiver of conflict of interest and authorize County Counsel to sign the waiver for Best Best & Krieger LLP (BB&K) to represent the Riverside County Transportation Commission (RCTC) concerning its representation of RCTC with respect to eminent domain cases related to the SR 91 Corridor Improvement Project.

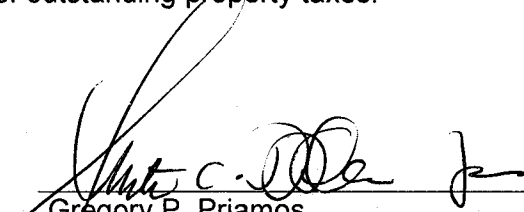
BACKGROUND:

Summary

The County has retained BB&K in the past to represent the County on various legal matters. RCTC has retained BBK to act as legal counsel on numerous eminent domain cases related to the condemnation of property in relation to the SR 91 Corridor Improvement Project. The County has an interest in the properties RCTC seeks to condemn, namely, claims for payment of outstanding property taxes.

(Continued on Page 2).

Departmental Concurrence


 Gregory P. Priamos
 County Counsel

FINANCIAL DATA	Current Fiscal Year:	Next Fiscal Year:	Total Cost:	Ongoing Cost:	POLICY/CONSENT (per Exec. Office)
COST	\$ 0	\$ 0	\$ 0	\$ 0	Consent <input type="checkbox"/> Policy <input checked="" type="checkbox"/>
NET COUNTY COST	\$ 0	\$ 0	\$ 0	\$ 0	


SOURCE OF FUNDS: N/A

Budget Adjustment: N/A
For Fiscal Year: 2014/2015

C.E.O. RECOMMENDATION:

APPROVE

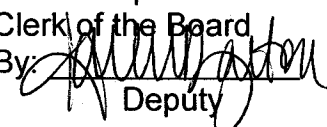
County Executive Office Signature

BY: 
Denise C. Harden

MINUTES OF THE BOARD OF SUPERVISORS

On motion of Supervisor Benoit, seconded by Supervisor Tavaglione and duly carried by unanimous vote, IT WAS ORDERED that the above matter is approved as recommended.

Ayes: Jeffries, Tavaglione, Benoit and Ashley
 Nays: None
 Absent: None
 Date: January 13, 2015
 xc: Co.Co., Commission, BB&K, COB_{cm}

Kecia Harper-Ihem
 Clerk of the Board
 By: 
 Deputy

- A-30
- Positions Added
- 4/5 Vote
- Change Order

Prev. Agn. Ref.:

District:

Agenda Number:

3-2

BACKGROUND:

Summary (continued)

County Counsel staff has reviewed the attached waiver of conflict of interest letter and does not believe that the County's interests would be adversely affected or that a conflict of interest would arise with BB&K's representation of RCTC in connection with the eminent domain claims related to the SR 91 Corridor Improvement Project. The County will retain its right to collect any unpaid property taxes in each case.

The request for a conflicts waiver by BB&K is prompted by Rule 3-310 of the California Rules of Professional Conduct, which provides, in pertinent part:

- "(C) A member {of the Bar} shall not, without the informed written consent of each client:
- (1) Accept representation of more than one client in a matter in which the interests of the clients potentially conflict; or
 - (2) Accept or continue representation of more than one client in a matter in which the interests of the clients actually conflict; or
 - (3) Represent a client in a matter and at the same time in a separate matter accept as a client a person or entity whose interest in the first matter is adverse to the client in the first matter."

Impact on Citizens and Businesses

N/A

SUPPLEMENTAL:

Additional Fiscal Information

N/A

Contract History and Price Reasonableness

N/A

ATTACHMENTS:

- A. Conflict Waiver Letter from Best Best & Krieger LLP



BEST BEST & KRIEGER
ATTORNEYS AT LAW

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(949) 263-2600
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Washington, DC
(202) 785-0600

Mark A. Easter
(951) 826-8237
mark.easter@bbklaw.com
File No. 17336.02104

December 19, 2014

SENT VIA ELECTRONIC MAIL (AWWANG@CO.RIVERSIDE.CA.US)

Anna W. Wang
Deputy County Counsel
Office of the Riverside County Counsel
3960 Orange Street, Suite 500
Riverside, CA 92501

Re: Conflicts Waiver re Lienholder Interests
Riverside County Transportation Commission
SR91 Corridor Improvement Project

Dear Ms. Wang:

We are general counsel for Riverside County Transportation Commission ("RCTC"). In that capacity, the RCTC has asked us to represent it in connection with the acquisition of certain real property for public right of way and the widening and maintenance of State Route 91 ("SR91"), located in Corona, Riverside County, California, for the SR91 Corridor Improvement Project, which extends the existing 91 Express Lanes east from the Orange/Riverside County line to I-15, along with other operational improvements easterly to Pierce Street in Riverside, California.

The County of Riverside ("County") is also a client of Best Best & Krieger LLP. Accordingly, we must inform you about our representation of our other client, discuss with you the potential impact of our representation and obtain your informed written consent.

The County in its capacity as County Assessor-Tax Collector has lien interests in each and every property that RCTC has acquired and intends to acquire by eminent domain. The County has not been named as a defendant in the eminent domain cases for the project. As you know, the County has the option of filing a Tax Certification with the court in each case to protect its lienholder interest. As discussed previously, in order for the County to protect its interests as a lienholder and ensure payment of any lien amounts from the condemnation proceeds, it would be in the County's best interest to file such Tax Certifications in each case. The affected properties are listed in the attached Exhibit A. The properties are identified by record owner and assessor parcel number, and the apportionment date of each property is listed for your use in determining the amount of taxes owed to the County, should the County decide to file any Tax Certifications with the court to protect its lienholder interest.



BEST BEST & KRIEGER

ATTORNEYS AT LAW

December 19, 2014

Page 2

RULES OF PROFESSIONAL CONDUCT

Rule 3-310 of the California Rules of Professional Conduct provides in pertinent part:

(C) A member [of the Bar] shall not, without the informed written consent of each client:

- (1) Accept representation of more than one client in a matter in which the interests of the clients potentially conflict; or
- (2) Accept or continue representation of more than one client in a matter in which the interests of the clients actually conflict; or
- (3) Represent a client in a matter and at the same time in a separate matter accept as a client a person or entity whose interest in the first matter is adverse to the client in the first matter.

OUR REPRESENTATION

In this matter, we will represent RCTC in acquiring, by eminent domain, all or a portion of the properties listed in Exhibit A. As a lienholder, the County has an interest to ensure that any and all tax liens against the properties listed in Exhibit A are satisfied and or paid from the condemnation proceeds. Unlike typical litigation, in an eminent domain action, it is the defendants who are potentially entitled to compensation by the plaintiff, not the other way around. In addition to record owners, beneficiaries of deeds of trust and parties with secured interests such as tax liens, among others, are also named as defendants because they may be entitled to some or all of the compensation that the condemning agency will be required to pay. However, this is still an adversarial proceeding and there are conflicts of interests. We will not be representing the County's interests in this matter. Furthermore, as indicated previously we have not named the County in the various actions.

ADVERSE CONSEQUENCES

We are obliged to inform you of any actual or reasonably foreseeable adverse effects of this representation. It is possible that:

- We may be tempted to favor the interests of one client over the other.
- Our exercise of independent judgment to one client may be impaired or clouded by our relationship with the other.



BEST BEST & KRIEGER
ATTORNEYS AT LAW

December 19, 2014
Page 3

- We may not be able to present the appropriate position, claims or defenses for a client in order to avoid taking adverse positions to the other client.
- We may be restricted from forcefully advocating a client's position for fear of alienating the other client.
- We may be forced to withdraw from representing either or both clients because of disputes or further conflicts of interest which could increase either or both clients' attorney's fees and costs.
- There may be an appearance of impropriety in our representation of both clients simultaneously.

YOUR CONSENT

In order for us to proceed with our representation of RCTC in this matter, we need you to sign this consent letter. It is understood that this consent will not waive any protection that you may have with regard to attorney-client communications with us in any other matter. Those communications will remain confidential and will not be disclosed to any third party without your consent. You must understand, however, that anything disclosed to us with respect to our involvement in this matter will not be protected by any privilege.

I believe that I have given you a sufficiently-detailed description for obtaining informed written consent. However, if you believe that there is any other information that you or I need to have before such consent can be granted, please let me know immediately.

In the event that circumstances change or we become aware of new information that requires a new consent from the parties, you will be notified of that fact immediately, and continued representation will be subject to the informed written consent of the involved parties.

I should emphasize that you are entitled to and should consider obtaining an independent legal opinion regarding the advisability of signing this consent form.

Your execution of this consent form will constitute an acknowledgment of full disclosure in compliance with the requirements of Section 3-310 of the California Rules of Professional Conduct previously quoted in this letter.



BEST BEST & KRIEGER
ATTORNEYS AT LAW

December 19, 2014
Page 4

A copy of this letter is enclosed for your files. If you have any questions, please do not hesitate to call.

Very truly yours,

Mark A. Easter
of BEST BEST & KRIEGER LLP

Enclosures

Agreed and Accepted this _____
day of _____, 20____.

COUNTY OF RIVERSIDE

By: _____

ANNA W. WANG
Deputy County Counsel
Office of the Riverside County Counsel



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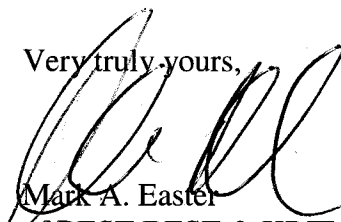


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Page 4

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Very truly yours,



Mark A. Easter
of BEST BEST & KRIEGER LLP

Enclosures

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day of _____, 20____.

COUNTY OF RIVERSIDE

By: _____
ANNA W. WANG
Deputy County Counsel
Office of the Riverside County Counsel

**Riverside County Board of Supervisors
Request to Speak**

Submit request to Clerk of Board (right of podium),
Speakers are entitled to three (3) minutes, subject
to Board Rules listed on the reverse side of this form.

SPEAKER'S NAME: Paul Jacobs

Address: _____
(only if follow-up mail response requested)

City: Temecula **Zip:** _____

Phone #: _____

Date: 1/13/15 **Agenda #** 3-2

PLEASE STATE YOUR POSITION BELOW:

Position on "Regular" (non-appealed) Agenda Item:

_____ **Support** _____ **Oppose** _____ **Neutral**

Note: If you are here for an agenda item that is filed
for "Appeal", please state separately your position on
the appeal below:

_____ **Support** _____ **Oppose** _____ **Neutral**

I give my 3 minutes to: _____

BOARD RULES

Requests to Address Board on "Agenda" Items:

You may request to be heard on a published agenda item. Requests to be heard must be submitted to the Clerk of the Board before the scheduled meeting time.

Requests to Address Board on items that are "NOT" on the Agenda:

Notwithstanding any other provisions of these rules, member of the public shall have the right to address the Board during the mid-morning "Oral Communications" segment of the published agenda. Said purpose for address must pertain to issues which are under the direct jurisdiction of the Board of Supervisors. **YOUR TIME WILL BE LIMITED TO THREE (3) MINUTES.**

Power Point Presentations/Printed Material:

Speakers who intend to conduct a formalized Power Point presentation or provide printed material must notify the Clerk of the Board's Office by 12 noon on the Monday preceding the Tuesday Board meeting, insuring that the Clerk's Office has sufficient copies of all printed materials and at least one (1) copy of the Power Point CD. Copies of printed material given to the Clerk (by Monday noon deadline) will be provided to each Supervisor. If you have the need to use the overhead "Elmo" projector at the Board meeting, please insure your material is clear and with proper contrast, notifying the Clerk well ahead of the meeting, of your intent to use the Elmo.

Individual Speaker Limits:

Individual speakers are limited to a maximum of three (3) minutes. Please step up to the podium when the Chairman calls your name and begin speaking immediately. Pull the microphone to your mouth so that the Board, audience, and audio recording system hear you clearly. Once you start speaking, the "green" podium light will light. The "yellow" light will come on when you have one (1) minute remaining. When you have 30 seconds remaining, the "yellow" light will begin flash, indicating you must quickly wrap up your comments. Your time is up when the "red" light flashes. The Chairman adheres to a strict three (3) minutes per speaker. **Note: If you intend to give your time to a "Group/Organized Presentation", please state so clearly at the very bottom of the reverse side of this form.**

Group/Organized Presentations:

Group/organized presentations with more than one (1) speaker will be limited to nine (9) minutes at the Chairman's discretion. The organizer of the presentation will automatically receive the first three (3) minutes, with the remaining six (6) minutes relinquished by other speakers, as requested by them on a completed "Request to Speak" form, and clearly indicated at the front bottom of the form.

Addressing the Board & Acknowledgement by Chairman:

The Chairman will determine what order the speakers will address the Board, and will call on all speakers in pairs. The first speaker should immediately step to the podium and begin addressing the Board. The second speaker should take up a position in one of the chamber aisles in order to quickly step up to the podium after the preceding speaker. This is to afford an efficient and timely Board meeting, giving all attendees the opportunity to make their case. Speakers are prohibited from making personal attacks, and/or using coarse, crude, profane or vulgar language while speaking to the Board members, staff, the general public and/or meeting participants. Such behavior, at the discretion of the Board Chairman may result in removal from the Board Chambers by Sheriff Deputies.