

**SUBMITTAL TO THE FLOOD CONTROL AND  
WATER CONSERVATION DISTRICT  
BOARD OF SUPERVISORS  
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**



**ITEM: 11.3**  
(ID # 21753)

**MEETING DATE:**

**FROM :** FLOOD CONTROL DISTRICT:

Tuesday, May 23, 2023

**SUBJECT:** FLOOD CONTROL DISTRICT: Approval of Third Amendment to Legal Services Agreement Between the Riverside County Flood Control and Water Conservation District and Meyers Nave for the Representation in All Aspects of an Action Filed in United States District Court Against the U.S. Army Corps of Engineers in Endangered Habitats League, et al. v. U.S. Army Corps of Engineers, Case No. 2:16-CVG-09178-MWF-E, District 2. [\$50,000 Total Amendment Cost – District Funds 100%]

**RECOMMENDED MOTION:** That the Board of Supervisors:

1. Approve the Third Amendment to Legal Services Agreement between the Riverside County Flood Control and Water Conservation District ("District") and Meyers Nave ("Attorney");
2. Authorize the Chair of the District's Board of Supervisors to execute the Third Amendment to Legal Services Agreement documents on behalf of the District;
3. Authorize the General Manager-Chief Engineer or designee to take all necessary steps to implement the Third Amendment to Legal Services Agreement, including, but not limited to, negotiating, approving and executing any non-substantive amendments and extension of Legal Services Agreement term subject to approval by County Counsel; and
4. Direct the Clerk of the Board to return two (2) executed Third Amendment to Legal Services Agreements to the District.

**ACTION:Policy**

Jason Uhley, GENERAL MGR-CHF FLD CNTRL ENG 5/10/2023

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**MINUTES OF THE BOARD OF SUPERVISORS**

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

Ayes: Jeffries, Spiegel, Washington, Perez and Gutierrez  
Nays: None  
Absent: None  
Date: May 23, 2023  
xc: Flood

Kimberly A. Rector  
Clerk of the Board

By:   
Deputy

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<b>FINANCIAL DATA</b>	<b>Current Fiscal Year:</b>	<b>Next Fiscal Year:</b>	<b>Total Cost:</b>	<b>Ongoing Cost</b>
<b>COST</b>	\$ 25,000	\$ 25,000	\$ 50,000	\$ 0
<b>NET COUNTY COST</b>	\$ 0	\$ 0	\$ 0	\$ 0
<b>SOURCE OF FUNDS:</b> 25110-947400-525440 Zone 1 – Professional Services			<b>Budget Adjustment:</b> No	
			<b>For Fiscal Year:</b> 22/23 – 23/24	

**C.E.O. RECOMMENDATION:** Approve

**BACKGROUND:**

**Summary**

On January 26, 2018, the District approved a Legal Services Agreement ("Agreement") between the District and Meyers Nave ("Attorney") for a not to exceed contract limit of \$100,000. Pursuant to this Agreement, Attorney was retained to provide professional legal services for representation in all aspects of an action filed in United States District Court against the U.S. Army Corps of Engineers in Endangered Habitats League, et al. v. U.S. Army Corps of Engineers, Case No. 2:16-CVG-09178-MWF-E ("Litigation").

On February 26, 2020, the District approved a First Amendment to Legal Services Agreement between the District and Meyers Nave ("Attorney") to increase the not to exceed contract limit of \$100,000 to \$150,000. On June 14, 2022, the District approved a Second Amendment to Legal Services Agreement between the District and Attorney to increase the not to exceed contract limit of \$150,000 to \$180,000. However, additional services are necessary to accommodate District needs for legal services for the continued litigation without causing any delay. Attorney provides legal assistance and representation of District regarding the federal Endangered Species Act, hereinafter (ESA), including federal agency consultation with the U.S. Fish and Wildlife Service as required by Section 7 of the ESA for the Litigation. Attorney has assisted the District with its legal services and is currently under contract with the District.

This Third Amendment to Legal Services Agreement ("Third Amendment") is necessary to increase the total not to exceed contract maximum from One Hundred Eighty Thousand Dollars (\$180,000) to Two Hundred Thirty Thousand Dollars (\$230,000). This increase of Fifty Thousand Dollars (\$50,000) is needed to accommodate the increased demand for legal services associated with the Litigation.

County Counsel has approved the Third Amendment as to legal form, and the Attorney has executed the Third Amendment.

**Impact on Residents and Businesses**

Legal services performed under this contract are funded through the existing District ad valorem property tax revenues to expedite the delivery of important programs and projects for the benefit of residents and businesses throughout the District's service area.



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This Third Amendment imposes no new fees, taxes or bonded indebtedness upon existing residents or businesses.

**Prev. Agn. Ref.:** MT#19205 11.4 of 6/14/22

**Additional Fiscal Information**

Sufficient funding is included in the District's budget for FY 2022-23. The additional \$50,000 will be appropriated to the District's Zone 1 fund account. Additional funding will be included in the proposed budget for 2023-2024, as appropriate.

**Contract History and Price Reasonableness**

The original contract amount for the Agreement, First Amendment, Second Amendment and the costs of the Third Amendment are summarized below:

Agreement for Professional Services with Meyers Nave		
Original Budget	\$100,000	(Not to exceed amount)
First Amendment	\$50,000	(An aggregate amount increase of \$50,000 for continued services)
Second Amendment	\$30,000	(An aggregate amount increase of \$30,000 for continued services)
Third Amendment	\$50,000	(An aggregate amount increase of \$50,000 for continued services)
Total	\$230,000	

**ATTACHMENT:**

1. Third Amendment to Legal Services Agreement

AMR:blm  
P8/250925

  
\_\_\_\_\_  
Jason Farin, Principal Management Analyst 5/16/2023

  
\_\_\_\_\_  
Aaron Gettis, Deputy County Counsel 5/11/2023

**THIRD AMENDMENT TO LEGAL SERVICES AGREEMENT BY AND BETWEEN THE RIVERSIDE COUNTY FLOOD CONTROL AND WATER CONSERVATION DISTRICT AND MEYERS NAVE RIBACK SILVER & WILSON, PLC**

This Third Amended Legal Services Agreement (“Agreement”) dated as of May 23, 2023, is entered by and between the Riverside County Flood Control and Water Conservation District, hereinafter called "DISTRICT", and MEYERS NAVE, a PROFESSIONAL CORPORATION hereinafter called "ATTORNEY", sometimes collectively referred to as the "Parties".

**RECITALS**

A. On January 26, 2018, DISTRICT and ATTORNEY entered into that certain Agreement ("ORIGINAL AGREEMENT") to provide professional legal services for representation in all aspects of an action filed in United States District Court against the U.S. Army Corps of Engineers in Endangered Habitats League, et al. v. U.S. Army Corps of Engineers, Case No. 2:16-CVG-09178-MWF-E ("Litigation"); and

B. The ORIGINAL AGREEMENT was amended on February 26, 2020 in order to increase the authorized amount of compensation to ATTORNEY, and again on June 14, 2022 ("AMENDMENTS"); and

D. The ORIGINAL AGREEMENT together with the AMENDMENTS are collectively referred to herein as "AGREEMENT"; and

E. Due to increased need for legal services, DISTRICT recognizes that the additional services will result in ATTORNEY exceeding the contract limit amount specified in AGREEMENT; and

F. DISTRICT desires to increase the compensation under AGREEMENT by Fifty Thousand Dollars (\$50,000); and

G. DISTRICT and ATTORNEY mutually agree that, upon approval of this THIRD AMENDMENT, the amount of compensation shall be increased from a not to exceed amount of One Hundred Eighty Thousand Dollars (\$180,000) to a not to exceed amount of Two Hundred Thirty Thousand Dollars (\$230,000).

MAY 23 2023 11.3

NOW, THEREFORE, in consideration of the preceding recitals and the mutual covenants hereinafter contained, the Parties hereto mutually agree that the above recitals are true and correct and incorporated into the terms of this THIRD AMENDMENT and as follows:

1. Section 6. of the Agreement is hereby amended to read as follows:

“6. COMPENSATION. The total amount of compensation paid to ATTORNEY under the terms of this Agreement shall not exceed \$230,000.00. This amount may be amended by the parties to this Agreement, provided a written amendment is executed by both parties prior to performance of any additional services. A written amendment shall be a condition precedent to any obligation for payment by DISTRICT beyond the approved compensation. ATTORNEY shall notify the DISTRICT immediately in writing when ATTORNEY has expended seventy-five percent (75%) of the total compensation.

DISTRICT shall pay ATTORNEY at the following hourly rates for services rendered:

<u>Partner/Associate</u>	<u>Hourly Rates</u>
Senior Partner	\$450
Supervising Attorney	\$420
Of Counsel	\$385
All Associates	\$295
Paralegals	\$190

2. EFFECT OF AMENDMENT. Except as expressly amended by this Third Amendment, all provisions of the Agreement shall remain in effect.

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[Signature Provisions on Following Page]

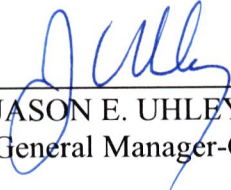



IN WITNESS WHEREOF, the Parties hereto have executed this SECOND

AMENDMENT on May 23, 2023  
(to be filled in by Clerk of the Board)

RECOMMENDED FOR APPROVAL:

**RIVERSIDE COUNTY FLOOD CONTROL  
AND WATER CONSERVATION DISTRICT**

By:   
JASON E. UHLEY  
General Manager-Chief Engineer

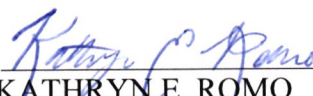
By:   
KAREN SPIEGEL, Chair  
Riverside County Flood Control and Water  
Conservation District Board of Supervisors

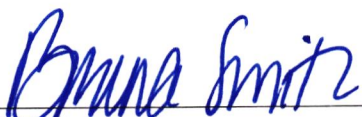
APPROVED AS TO FORM:

ATTEST:

COUNTY COUNSEL


**KIMBERLY A. RECTOR**  
Clerk of the Board

By:   
KATHRYN E. ROMO  
Deputy County Counsel

By:   
Deputy

(SEAL)

MEYERS NAVE

  
By: \_\_\_\_\_  
SHAYE DIVELY  
Principal