

AGENDA



CITY OF VALLEJO OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE VALLEJO REDEVELOPMENT AGENCY SPECIAL MEETING

BOARDMEMBERS:
Erin Hannigan, Chair
Annette Taylor, Vice-Chair
Marti Brown
Melvin Jordan
LaGuan Lea
Shane McAfee
Gary Truelsen

THURSDAY, NOVEMBER 22, 2013
8:30 A.M.

CITY COUNCIL CHAMBERS, 2ND FLOOR
555 SANTA CLARA STREET, VALLEJO

This AGENDA contains a brief general description of each item to be considered. The posting of the recommended actions does not indicate what action may be taken. If comments come to the Board without prior notice and are not listed on the AGENDA, no specific answers or response should be expected at this meeting per State law.

Notice of Availability of Public Records: All public records relating to an open session item, which are not exempt from disclosure pursuant to the Public Records Act, that are distributed to a majority of the Board will be available for public inspection at the City Clerk's Office, 555 Santa Clara Street, Vallejo, CA at the same time that the public records are distributed or made available to the Board. Such documents may also be available on the City of Vallejo website at <http://www.ci.vallejo.ca.us> subject to staff's ability to post the documents prior to the meeting. Information may be obtained by calling (707) 648-4527, TDD (707) 649-3562.

Requests for disability related modifications or accommodations, aids or services may be made by a person with a disability to the City Clerk's office no less than 72 hours prior to the meeting as required by Section 202 of the Americans with Disabilities Act of 1990) and the federal rules and regulations adopted in implementation thereof

NOTICE: Members of the public shall have the opportunity to address the Board concerning any item listed on the agenda *before or during consideration of that item. No other items may be discussed at this special meeting.*

1. CALL TO ORDER

2. ROLL CALL

3. APPROVAL OF THE MINUTES

A. Approval of the Minutes from the October 17, 2013 Regular Meeting

4. OLD BUSINESS – None.

6. NEW BUSINESS

A. **Consideration Regarding Changing the Starting Time of Regular Board Meetings**
Recommendation: Discussion regarding changing the starting time of regular Oversight Board meetings. Upon conclusion, take the appropriate action to officially change the starting time of the regular Oversight Board meetings.

B. **Selection and Appointment of Legal Counsel for Oversight Board**
Recommendation: By motion, approve the recommendation of the Oversight Board Ad-

hoc Committee to direct the Successor Agency to enter into a Professional Services Agreement with an attorney to provide legal counsel to the Oversight Board.

7. AGENDA ITEMS FOR FUTURE MEETINGS

A. Discussion of Agenda Items for Future Meetings and Future Meeting Dates

8. ADJOURNMENT

CERTIFICATION:

I, Dawn Abrahamson, Secretary, do hereby certify that I have caused a true copy of the above notice and agenda to be delivered to each of the members of the Oversight Board for the Successor Agency of the Vallejo Redevelopment Agency, at the time and in the manner prescribed by law and that this agenda was posted at City Hall, 555 Santa Clara Street, CA at 3:30 p.m., November 18, 2013.

Dated: November 18, 2013


Dawn Abrahamson, Secretary

**CITY OF VALLEJO OVERSIGHT BOARD
FOR THE SUCCESSOR AGENCY TO THE VALLEJO REDEVELOPMENT AGENCY
REGULAR MEETING MINUTES
OCTOBER 17, 2013**

1. CALL TO ORDER

The meeting was called to order by Chair Hannigan at 8:30 a.m.

2. ROLL CALL

Board members Present: Chair Hannigan (Solano County Board of Supervisors' Appointee), Vice Chair Taylor (member representing Employees of Former Redevelopment Agency Appointee), Boardmembers Jordan (County Superintendent of Education Appointee), Lea (Chancellor of California Community College Appointee) and Truelsen (Solano County Board of Supervisors' Public Member Appointee)

Absent: Board member Brown (Mayor of Vallejo Appointee) and McAfee (GVRD, largest Special District)

Staff Present: City of Vallejo Community & Economic Development Director Sawicki and Vallejo Planning Secretary Leslie Trybull

3. COMMUNITY FORUM – None.

4. APPROVAL OF MINUTES

A. Approval of Minutes from the September 19, 2013 Special Meeting

Action: Moved by Vice-Chair Taylor and carried to approve the minutes as amended at the request of Boardmember Truelsen to include: 1) an amendment to the approval of the ROPS for January 1, 2014 to June 30, 2014 which documents the revision to the budget allowing expenses for legal counsel and 2) staff agreement to prepare a report for the October 17 regular Oversight Board meeting giving the Board options for selecting legal counsel (Absent-Brown and McAfee)

5. OLD BUSINESS –None.

6. NEW BUSINESS

A. Reappointment of an Ad-hoc Committee for the Purposes of Recommending Legal Counsel Options

Recommendation: Adopt a Resolution approving the appointment of an ad-hoc committee for the purposes of discussing legal counsel options and making a recommendation to the Oversight Board

Boardmembers discussed the need for ad ad-hoc committee and asked Community & Economic Development Director Sawicki if he would work with

the committee to which he agreed.

Chair Hannigan asked for volunteers to be on the committee.
Boardmembers Truelsen, Jordan and Lea volunteered.

Action: Moved by Vice Chair Taylor and carried to adopt Resolution No. 13-8 appointing Boardmembers Truelsen, Jordan and Lea to the ad-hoc committee. (Absent- Brown and McAfee)

7. AGENDA ITEMS FOR FUTURE MEETINGS

A. Discussion of Agenda Items for Future Meetings and Future Meeting Dates

- November 21, 2013 (Tentative Regular Meeting)

Board members discussed the start time of regular meetings and decided they would prefer to meet at 8:30 a.m.

Action: Chair Hannigan canceled the regular meeting for November 21, 2013 at 8:00 a.m. and called for a special meeting on the same date starting at 8:30 a.m. The agenda for this meeting is to include an item to move the official start time to 8:30 a.m. An additional agenda item would be to select legal counsel.

8. ADJOURNMENT

The meeting adjourned at 8:42 a.m.

ERIN HANNIGAN, CHAIR

LESLIE TRYBULL, ACTING SECRETARY



VALLEJO OVERSIGHT BOARD

For the Successor Agency to the
Former Vallejo Redevelopment Agency

BOARDMEMBERS:
Chair: Erin Hannigan
Vice-Chair: Annette Taylor
Marti Brown
Melvin Jordan
LaGuan Lea
Shane McAfee
Gary Truelsen

Date: November 21, 2013
TO: Chair and Members of the Board
FROM: Mark Sawicki, Community & Economic Development Director, City of Vallejo
SUBJECT: SELECTION AND APPOINTMENT OF LEGAL COUNSEL FOR OVERSIGHT BOARD

RECOMMENDATION

By motion, approve the recommendation of the Oversight Board Ad-hoc Committee to direct the Successor Agency to enter into a Professional Services Agreement with an attorney to provide legal counsel to the Oversight Board.

BACKGROUND

At its meeting on October 17, 2013, the Oversight Board adopted a motion to create an ad hoc committee for the purpose of recommending legal counsel options that best meets the needs and requirements of the Oversight Board. The Board appointed Gary Truelsen, LaGuan Lea and Melvin Jordan to this legal services subcommittee.

The attached memorandum from the ad-hoc Legal Services Subcommittee provides the status of interviews and other recommendations regarding scope of service and access to counsel. The members of the subcommittee will update the full Board regarding interviews scheduled earlier this week and their selection of counsel for recommendation.

The next step after the Oversight Board provides direction to Successor Agency staff of the selection of counsel is to bring a professional services agreement to the Successor Agency Board for approval to execute. The Oversight Board will then have the opportunity to review the action at a subsequent Oversight Board meeting.

CONTACT

Mark Sawicki, 707-648-4382, msawicki@ci.vallejo.ca.us

DOCUMENTS ATTACHED

1. Memorandum dated November 15, 2013 from Legal Services Committee

To: Oversight Board to the Successor Agency of the Vallejo Redevelopment Agency

From: Legal Services Subcommittee

Subject: Status Report as of November 15, 2013 Regarding Recommendation for Legal Services

On October 17, 2013 the Oversight Board appointed a subcommittee to provide recommendations regarding legal services for the Oversight Board.

The committee reviewed legal services contracts utilized by other Oversight Boards, confirmed with staff that the Successor Agency / staff would accept an informal review process, confirmed with staff that the Successor Agency/ staff would accept the Oversight Board's recommendation of qualified counsel. As of November 15th, the subcommittee has conducted two interviews (Betsy Strauss and Bernadette Curry). At least one more interview (Michael Roush) is scheduled for November 18-20.

Some Oversight Boards (OBs) have already undertaken the process of selecting outside legal counsel. Typically the contract is between the Successor Agency and outside legal counsel, with the OB identified as the client. All billing is done through the Successor Agency (SA) staff. The contract has language regarding conflict of interest between the SA and the OB and has a scope of services. Any standard contract that incorporates these provisions is acceptable to the subcommittee. The subcommittee, however, does have specific recommendations regarding the scope of services and access to legal counsel.

The subcommittee recommends the following scope of services-

- 1) Advise the Board on legal authority and liability for actions taken in the ordinary course of business.
- 2) 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.
- 3) Review and advise the Board on the recommendations from City/Successor Agency staff regarding contracting issues.
- 4) Review and advise the Board on recommendations from City/Successor Agency on refinancing matters, overseeing completion of redevelopment projects, and disposition of property and other assets.
- 5) Provide advice on legislative matters which may affect the Board (exclusive of lobbying).
- 6) Represent the Board in connection with any inquiry, investigation, audit or other proceedings of state regulatory agencies.
- 7) Review the most current Recognized Obligation Payment Schedule and determine if it complies with the Law
- 8) Review current and potential contracts, debts, obligations, liabilities of the Successor Agency as requested by the Oversight Board to determine compliance with the Law
- 9) Represent the Board in any litigation brought by or against or otherwise involving the Board,
- 10) Assist the Board in contracting for specialized litigation counsel and overseeing outside counsel's work.

- 11) Attend meetings as requested by the Oversight Board as represented by the Chair of the Oversight Board
- 12) Engage in any other legal matter reasonably requested by the Board.

The subcommittee also recommends that the contract for legal counsel include language that clearly states the process by which the OB may require the services of outside legal counsel. The subcommittee recommends that the Chair of the OB have direct and unfettered access to outside legal counsel. The Chair shall notify SA staff if and when the Chair request services of legal counsel so that the staff may anticipate billing and address any concerns staff may have regarding the budget. The Chair shall also notify the Board of any such request for services. The Board may also vote on a motion that requires the Chair to seek legal counsel.

At the September 19, 2013 meeting the OB authorized the expenses for any legal counsel as part of the administrative budget. The subcommittee recommends that the OB authorize up to \$30,000 in expenses for legal counsel in the current budget.

The subcommittee will recommend a specific firm/ person as legal counsel at the November 21, 2013 OB meeting. In addition, the subcommittee will recommend that the parties negotiate a contract using the Successor Agency's boilerplate contract for outside legal services as a guide, and that the contract include the scope of services shown above. At the subsequent OB meeting, the OB could approve the contract and authorize its execution.

During the interviews several issues were raised that the OB might want to schedule for future action and discussion. These include 1) amending the administrative budget along with a comprehensive review of the line item budgets for last fiscal year and the current fiscal year, 2) amending the Bylaws, and 3) considering Errors and Omissions insurance.