



County of San Bernardino DELEGATED AUTHORITY – DOCUMENT REVIEW FORM

This form is for use by any department or other entity that has been authorized by Board of Supervisors/Directors action to execute grant applications, awards, amendments or other agreements on their behalf. All documents to be executed under such delegated authority must be routed for County Counsel and County Administrative Office review prior to signature by designee.

Note: This process should NOT be used to execute documents under a master agreement or template, or for construction contract change orders. Contact your County Counsel for instructions related to review of these documents.

Complete and submit this form, along with required documents proposed for signature, via email to the department's County Counsel representative and Finance Analyst. If the documents proposed for signature are within the delegated authority, the department will submit the requisite hard copies for signature to the County Counsel representative. Once County Counsel has signed, the department will submit the signed documents in hard copy, as well as by email, to CAO Special Projects Team for review. If approved, the department will be provided routing instructions as well as direction to submit one set of the executed documents to the Clerk of the Board within 30 days.

For detailed instructions on submission requirements, reference Section 7.3 of the Board Agenda Item Guidelines as the Delegation of Authority does not eliminate the document submission requirements.

Department/Agency/Entity: County Administrative Office

Contact Name: Jennifer Mulhall-Daudel

Telephone: (909) 387-5420

Agreement No.: _____ Amendment No.: _____ Date of Board Item 10/5/21 Board Item No.: 63

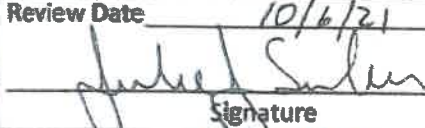

Name of Contract Entity/Project Name: Conflict Waiver Letter from Olivarez Madruga Lemieux O'Neill, LLP

Explanation of request/Special Instructions:

On October 5, 2021 (Item No. 63), the Board of Supervisors approved a Conflict Waiver Letter from Olivarez Madruga Lemieux O'Neill, LLP (OMLO), which will provide informed written consent regarding a possible conflict of interest arising from OMLO's work as city attorney to the City of Adelanto. The Board also designated the Chair of the Board of Supervisors or Chief Executive Officer to execute the Conflict Waiver Letter on behalf of the County, subject to review by County Counsel, and transmit the executed letter to Clerk of the Board.

Insert check mark that the following required documents are attached to this request:

- ☒ Documents proposed for signature (Note: For contracts, include a signed non-standard contract coversheet for contracts not submitted on a standard contract form).
- ☒ Board Agenda Item that delegated the authority

Department Routed to County Counsel	County Counsel Name: Julie Surber	Date Sent: 10/6/2021
Reviewing County Counsel Use Only	Review Date <u>10/6/21</u>  Signature	Determination: <input checked="" type="checkbox"/> Within Scope of Delegated Authority <input type="checkbox"/> Outside Scope of Delegated Authority
CAO-Special Projects Use Only	Review Date <u>10/6/21</u>  Signature	Disposition: <input checked="" type="checkbox"/> Route for signature to: ____ Chair <input checked="" type="checkbox"/> CEO ____ Department ____ Return to Department for preparation of agenda item

September 22, 2021

By Email:

Leonard Hernandez, CEO
San Bernardino County
County Administrative Offices
385 N Arrowhead Ave, 5th floor
San Bernardino, CA
Leonard.Hernandez@cao.sbcounty.gov

Re: Conflicts Waiver Letter

Dear Mr. Hernandez:

As you know, our firm has been selected to serve as interim County Counsel for the County. The firm also serves as city attorney to the City of Adelanto. We anticipate our firm will be retained to act as interim County Counsel for approximately 1-3 months, until the County selects a new County Counsel. Although we do not believe that this represent an actual conflict of interest, in an abundance of caution we have provided the following correspondence to describe the matter to you and obtain your informed written consent.

This information is provided in context with Rule 1.7 of the California State Bar Rules of Professional Conduct. This Rule states:

Rule 1.7 Conflict of Interest: Current Clients (Rule Approved by the Supreme Court, Effective November 1, 2018) (a) A lawyer shall not, without informed written consent* from each client and compliance with paragraph (d), represent a client if the representation is directly adverse to another client in the same or a separate matter. (b) A lawyer shall not, without informed written consent* from each affected client and compliance with paragraph (d), represent a client if there is a significant risk the lawyer's representation of the client will be materially limited by the lawyer's responsibilities to or relationships with another client, a former client or a third person,* or by the lawyer's own interests. (c) Even when a significant risk requiring a lawyer to comply with paragraph (b) is not present, a lawyer shall not represent a client without written* disclosure of the relationship to the client and compliance with paragraph (d) where: (1) the lawyer has, or knows* that another lawyer in the lawyer's firm* has, a legal, business, financial, professional, or personal relationship with or responsibility to a party or witness in the same matter; or (2) the lawyer knows* or reasonably should know* that another party's lawyer is a spouse, parent, child, or sibling of the lawyer, lives with the lawyer, is a client of the lawyer or another lawyer in the lawyer's firm,* or has an intimate personal relationship with the lawyer. (d) Representation is permitted

under this rule only if the lawyer complies with paragraphs (a), (b), and (c), and: (1) the lawyer reasonably believes* that the lawyer will be able to provide competent and diligent representation to each affected client; (2) the representation is not prohibited by law; and (3) the representation does not involve the assertion of a claim by one client against another client represented by the lawyer in the same litigation or other proceeding before a tribunal. (e) For purposes of this rule, "matter" includes any judicial or other proceeding, application, request for a ruling or other determination, contract, transaction, claim, controversy, investigation, charge, accusation, arrest, or other deliberation, decision, or action that is focused on the interests of specific persons,* or a discrete and identifiable class of persons.*

OUR REPRESENTATION

Our serving as interim County Counsel for San Bernardino County will involve managing the affairs of the Office of County Counsel. We do not believe there is any direct adversity resulting from our firm's representation of the County while also acting as city attorney for Adelanto, and see no significant risk our interim County Counsel representation will be limited by the firm's representation of the city. We believe we will provide competent and diligent representation to the County in our role as interim County counsel. In an abundance of caution, we have implemented an ethical screen within our office to ensure that no attorneys working on the County assignment will have any access to information involving our work for the City of Adelanto.

YOUR CONSENT

If you are in agreement with our proposed representation of the County of San Bernardino, 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. Those communications will remain confidential and will not be disclosed to any third party without your consent.

We believe we have provided you a sufficiently-detailed description of the County of San Bernardino work and the City of Adelanto work 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 involved parties.

Leonard Hernandez, CEO
San Bernardino County
September 22, 2021
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I should emphasize that you are entitled to and should consider obtaining an independent legal opinion regarding the advisability of signing this consent.

Your execution of this consent form will constitute an acknowledgment of full disclosure in compliance with the requirements of Rule 1.7 of the California Rules of Professional Conduct previously quoted in this letter.

If you have any questions, please do not hesitate to call.

Sincerely,

Olivarez Madrugá Lemieux O'Neill



Steven O'Neill

AGREED AND ACCEPTED

BY: 

Dated: 10/7/2021