



SPECIAL MEETING OF THE BOARD OF DIRECTORS

District Office, 18966 Ferretti Road

Groveland, CA 95321

(209) 962-7161 www.gcsd.org

SPECIAL MEETING AGENDA

May 24, 2023

10:00 a.m.

Location: 18966 Ferretti Road

Groveland, CA 95321

BOARD MEMBERS AND PUBLIC MAY ATTEND IN PERSON AT DISTRICT OFFICE OR VIA VIDEO CONFERENCE AS DETAILED BELOW:

HOW TO OBSERVE AND PARTICIPATE IN THE MEETING:

Computer, tablet or smartphone: Watch the live streaming of the meeting and submit timely comments from a computer by navigating to <https://us02web.zoom.us/j/7688070165> using a computer with internet access that meets Zoom's system requirements.

Telephone: Listen to the meeting live by calling Zoom at (253) 215-8782 or (301) 715-8592. Enter the Meeting ID# 279-281-953 followed by the pound (#) key. More phone numbers can be found on Zoom's website at <https://zoom.us/u/abb4GNs5xM> if the line is busy.

Mobile: Log in through the Zoom mobile app on a smartphone and enter Meeting ID# 279-281-953.

HOW TO SUBMIT PUBLIC COMMENTS:

You may submit your comments in writing in advance of the meeting: Please email your comments to board@gcsd.org, write "Public Comment" in the subject line. In the body of the email, include the agenda item number and title, as well as your comments. If you would like your comment to be read aloud at the meeting (not to exceed three minutes at staff's cadence), prominently write "Read Aloud at Meeting" at the top of the email.

Telephonic / Electronic Comments: During the meeting, the Board President or designee will announce the opportunity to make public comments by voice and in writing, and identify the cut off time for submission of written comments. Comments can be emailed in advance of the Board meeting and up to the time of Board consideration of the item during the meeting. Send email to board@gcsd.org, and write "Public Comment" in the subject line. Once you have joined the Board meeting online using Zoom, public comments can also be submitted using the Chat function while in the Zoom Meeting. In the body of the email or Chat, include the agenda item number and its title, as well as your comments. The Board President will also allow public comment to be made verbally prior to consideration of each agenda item and will explain the procedure for making verbal comments during the meeting. Once the public comment period is closed, comments timely received in advance of consideration of the agenda item will be read aloud prior to Board action on the matter. Comments received after the close of the public comment period will be added to the record after the meeting.

ACCESSIBILITY INFORMATION:

Board Meetings are accessible to people with disabilities and others who need assistance. Individuals who need special assistance or a disability-related modification or accommodation (including auxiliary aids or services) to observe and/or participate in this meeting and access meeting-related materials should contact Rachel Pearlman, Board Secretary, as far in advance of the meeting as possible at (209) 962-7161 or rpearlman@gcsd.org. Advanced notification will enable the District to swiftly resolve such requests to ensure accessibility.

PUBLIC RECORDS:

Public records that relate to any item on the open session agenda for a meeting are available for public inspection. Those records that are distributed after the agenda posting deadline for the meeting are available for public inspection at the same time they are distributed to all or a majority of the members of the Board. The Board has designated the District's website located at <https://www.gcsd.org> as the place for making those public records available for inspection. The documents may also be obtained by calling the District office.

ALL AGENDA MATERIAL ARE AVAILABLE ON THE DISTRICT WEBSITE AT WWW.GCSD.ORG OR MAY BE INSPECTED IN THE GROVELAND COMMUNITY SERVICES DISTRICT OFFICE AT 18966 FERRETTI ROAD, GROVELAND, CALIFORNIA

Any person who has any questions concerning this agenda may contact the District Secretary. In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact the District at 209-962-7161. Notification 48 hours prior to the meeting will enable the District to make reasonable arrangements to ensure accessibility to this meeting. (28FR35.102-35.104 ADA Title 11)



SPECIAL MEETING OF THE BOARD OF DIRECTORS

District Office, 18966 Ferretti Road

Groveland, CA 95321

(209) 962-7161 www.gcsd.org

AGENDA

May 24, 2023

10:00 a.m.

Location: 18966 Ferretti Road

Groveland, CA 95321

Call to Order

Pledge of Allegiance

Roll Call of Board Members

Nancy Mora, President

Janice Kwiatkowski, Vice President

John Armstrong, Director

Spencer Edwards, Director

Bob Swan, Director

1. Discussion and Action Items

The Board of Directors intends to consider each of the following items and may take action at this meeting. Public comment is allowed on each individual agenda item listed below, and such comment will be considered in advance of each Board action.

- A. Adoption of a Resolution Authorizing the General Manager to Issue Request for Proposal and Scope of Work for General Counsel Legal Services for the District

2. Adjournment



BOARD MEETING AGENDA SUBMITTAL

TO: GCSB Board of Directors

FROM: Jennifer Donabedian, Administrative Services Manager

DATE: May 24, 2023

SUBJECT: Agenda Item 1A: Adoption of a Resolution Authorizing the General Manager to Issue Request for Proposal and Scope of Work for General Counsel Legal Services for the District

RECOMMENDED ACTION:

Staff recommends the following action:

I move to adopt Resolution 28-2023 Authorizing the General Manager to Issue Request for Proposal and Scope of Work for General Counsel Legal Services for the District.

BACKGROUND:

The District has been represented by Neumiller & Beardslee Attorneys and Counselors for over a decade. On May 10, 2023 staff received a letter from Attorney Eric Nims notifying the District that their firm will no longer be able to represent GCSB due to the retirement of the firm's Municipal Agency Department's Lead Attorney, Dan Schroeder. Mr. Schroeder served as the District's primary contact for legal counsel during this ten year period.

Per the letter, representation by Neumiller & Beardslee will expire after June 30, 2023. For this reason, the District must act quickly to find and retain new general legal counsel services. Staff has prepared a Request for Proposal, which is in front of the Board today for approval. The deadline for receipt of proposals is June 16, 2023. Staff will review received proposals and plans to bring this item back to the Board with a recommendation before the end of June, to avoid a lapse in representation.

FINANCIAL IMPACT

None at this time.

ATTACHMENTS:

1. Counsel to the District Letter
2. Draft Request for Proposal
3. Resolution 28-2023



Neumiller & Beardslee

ATTORNEYS AND COUNSELORS | EST. 1903

A Professional Corporation

Eric J. Nims

enims@neumiller.com

3121 W. March Lane
Suite 100
Stockton, CA 95219

May 8, 2023

Post Office Box 20
Stockton, CA 95201-3020

(209) 948-8200
(209) 948-4910 Fax

NEUMILLER.COM

Nancy Mora, Board President
Groveland Community Services District
18966 Ferretti Rd.
Groveland, CA 95321

RE: Counsel to the District

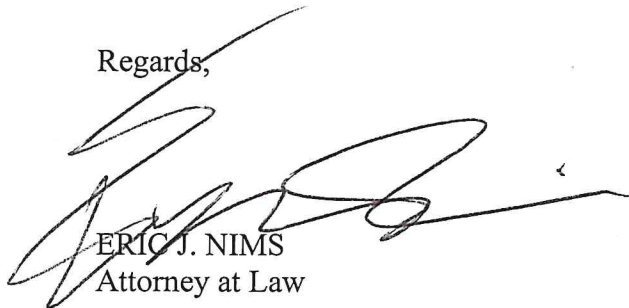
Ms. Mora:

Neumiller & Beardslee has been pleased to serve as counsel for Groveland Community Services District for over a decade.

Recent changes at our firm compel me to write to advise we can no longer serve as the District's counsel. My colleague Dan Schroeder, who leads the firm's municipal agency department, is retiring. My other municipal attorney partners and I are committed to providing high level service to every client. Necessarily, that means we can represent a finite number of agencies. With Dan's departure, we have reluctantly determined we must withdraw as counsel for GCSD.

Our representation of GCSD will end June 30, 2023. Please accept our thanks for the District's decision to retain us these many years, and our best wishes for its future success.

Regards,



ERIC J. NIMS
Attorney at Law

EJN

cc: Pete Kamps, General Manager

**REQUEST FOR PROPOSALS
FOR
GENERAL COUNSEL LEGAL SERVICES**

Proposals Due: June 16, 2023

Issued by:



**18966 Ferretti Road
Groveland, CA 95321
209-962-7161**

Request for Proposals

The Groveland Community Services District (District) issues this Request for Proposals (RFP) inviting law firms and individuals with experience representing local public agencies to submit proposals to serve as general counsel for the District, providing general counsel legal services, representing the District in legal proceeding and, as determined necessary, managing the engagement and coordination of special counsel. The firm/individual must be qualified to provide expertise in the areas of general municipal law, land use, personnel and labor relations, open meeting and conflict of interest laws and other matters as they may arise. Counsel serves under the direction and supervision of the District Board of Directors and acts as their legal advisor. The District reserves the right to retain or employ other attorneys or special counsel as may be needed, in its sole judgment, to take charge of any litigation or legal matters or to assist the District.

Background

The Groveland Community Services District is a special district that was created and funded by the Groveland and Big Oak Flat community residents to provide water, wastewater, fire department and park services. The Groveland Community Services District was established in 1953 to serve the unincorporated community of Groveland and Big Oak Flat. The District's current service area encompasses 9,600 acres (15 square miles) and approximately 3,264 water service connections and 1,565 sewer connections. It also provides fire protection and emergency response services in addition to park and recreational services. The District is governed by a five-member Board of Directors.

Minimum Firm Requirements

All attorneys performing services for the District on behalf of the firm must be admitted to practice in the State of California and be members in good standing with the State Bar of California. The firm member with primary responsibility for the services provided to the District must have at least 10 years' experience providing general counsel legal services for public agencies. The firm must have demonstrated legal experience in the following practices in California:

- Laws and regulations governing local public agencies in California;
- Preparation, review and adoption of legal opinions, contracts, memorandum of understanding, resolutions, and policies; and
- Supervision of special counsel in litigation matters.

Insurance Requirements

The Proposer shall, at its own expense, procure and maintain for the duration of the Agreement, insurance against claims for injuries to persons or damages to property which may

arise from or in connection with the performance of the Agreement by the proposer, its agent, representatives, employees, or subcontractors. Proposer shall also require all of its subcontractors assigned to provide services to procure and maintain the same insurance requirement for the duration of the Agreement. Specific insurance requirements are as follows:

- General Liability Insurance of at least \$1,000,000.00 per occurrence and \$2,000,000.00 aggregate liability.
- Automobile Liability Insurance of at least \$1,000,000.00 per accident Combined Single Limit (CSL);
- Worker’s Compensation Insurance at least equal to the State of California required minimums.
- Professional Errors and Omissions Insurance of at least \$1,000,000.00 per occurrence and \$2,000,000.00 annual aggregate liability.

Scope of Work

Counsel is hired by and reports to the Board of Directors and is responsible for advising on all legal matters. The primary responsibilities the District will require of its counsel shall include, but are not limited to, the following:

- Represent and provide legal advice and consultation on a regular basis to the District and District Staff as requested or required. Contacts are usually made by email or telephone and same-day response is typically expected.
- Attend monthly Board meetings (when necessary) by zoom or in person and be prepared to advise the Board on matters on the agenda as well as procedural or substantive issues that arise during the meeting.
- Coordinate and manage the services and costs of all outside or special legal counsel within budgetary limits as approved by the Board.
- Recommend policies and procedures that comply with the requirements of the law.
- Keep the Board and District Staff informed of legislation or judicial opinions that have potential impact to the District.
- Prepare, review and revise staff documents, including, but not limited to, initiation of memorandums concerning legal issues, contracts, agreements, ordinances, meeting agendas, resolutions, land use decisions on appeal, and staff reports for the legal support of District functions and duties.
- Provide staff assistance, legal research and counseling related to the acquisition or sale of property, preparation of leases, deeds and easements, agreements, utility franchise agreements, operations governed by law, liability situations, grant guidelines, pension law, personnel, employee relations and other matters as necessary requiring legal advice.

- Provide guidance concerning the requirements of the Brown Act, Conflict of Interest (AB 1234), the Political Reform Act, the Public Records Act, due process, and other legal requirements imposed by statute and common law.
- Provide guidance and assist with the Proposition 218 process as it relates to rate increases by Special Districts.
- Assist with responses to Public Records Act requests when needed.
- Research and interpret laws, court decisions and other legal authorities in order to prepare legal opinions and to advise the Board and District staff on legal matters pertaining to District operations.
- Represent the District as requested before other governmental bodies and agencies to promote the interest of the District.
- Perform other legal duties as may be required by the District as may be necessary to complete the performance and functions mentioned above.
- Promptly return all phone calls from the Board and District Staff.

Proposal Requirements

All proposals must include and will be evaluated based on the following criteria:

- A detailed scope of services that reflects the firm’s understanding of the District’s requirements.
- Written responses to each of the “Minimum Firm Requirements” listed above, demonstrating the firm’s experience and expertise for each subject area.
- Any potential conflicts of interest for the firm or its attorneys to provide the District with the legal services requested through this RFP.
- The lead counsel who will be primarily responsible for providing legal services to the District, and other attorneys and staff to be assigned to the District’s legal matters.
- Please include the qualifications, training and certifications of lead counsel and all other attorneys and staff who will perform the services outlined herein.
- A list of public agencies and/or other nonprofit entities represented by the firm during the last five (5) years with contact information (including email and phone number of contact person) for each client and a brief description of the type of services provided. The District reserves the right to contact any of the references provided.
- A list of hourly rates and all cost reimbursements to perform the requested legal services for the District, including rates for lead counsel and all other attorneys and staff that would perform services for District.
- Provide a sample contract that the firm proposes to use for this engagement.

Proposal Submission

To be considered, proposals must be received by the District no later than 4:00 p.m. on June 16, 2023. Proposals must include a cover letter signed by a partner of the firm proposing and must be submitted in writing (not email) no later than the scheduled closing time. Three (3) copies of the proposal must be submitted and addressed to:

**Groveland Community Services District
Attention: Jennifer Donabedian
P.O. Box 350
Groveland, CA 95321**

Inquiries

Any prospective Proposer desiring an explanation or interpretation of the solicitation, specifications, etc., must request so in writing, no later than five (5) days before proposal due date to allow a reply to reach prospective Proposer before the proposal submission date. The written request must be submitted to Groveland Community Services District Administrative Services Manager Jennifer Donabedian at jdonabedian@gcsd.org

Proposal Evaluation

Selection of Proposer to interview with the Board will be based on the contents of their written proposal. Proposals will be rated according to the following criteria (in no particular order):

- Depth and breadth of experience and expertise in the practice of law, most specifically in those areas most often encountered in district operations;
- Understanding of municipal government issues and municipal law;
- Capability to perform legal services promptly and in a manner that permits the Board and District Staff to meet established deadlines and operate in an effective and efficient manner;
- Qualifications of the key staff that will be assigned to the District under this proposal;
- Familiarity with State of California Land Use Law;
- Communication skills;
- References of past or current municipal law clients or municipal practice;
- Proposed fee structure, including but not necessarily limited to, a monthly retainer, services included in monthly retainer, hourly rates for services not included in monthly retainer.
- Cost of providing services.
- Results of interviews with the Board.

During the evaluation process, the District reserves the right, where it may serve the Districts' best interest, to request additional information or clarification from proposing firms/individuals to allow corrections of errors or omissions. The District reserves the right to verify any information contained in proposals, including references, resumes, etc. The District reserves the right to investigate and research proposals, including facts and opinions that could be helpful in evaluating the capabilities of firms/individuals whether or not they were specifically included in the proposals.

Selection Process

The top-ranked firms/individuals may be requested to attend a meeting with the Board to be interviewed, and the Board will interview up to two individuals proposed as District Attorney from such firms. The interviews will allow the designated firms or individuals an opportunity to answer any questions the Board may have regarding their proposals. Participation in the interviews will be at no cost to the Board. The Board will make the final determination of the successful firm/individual.

Please note that in an effort to maintain the integrity of the interview process all proposing firms are prohibited from contact with the Board members outside of the formal interview process.

RESOLUTION 28-2023

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE GROVELAND COMMUNITY SERVICES DISTRICT AUTHORIZING THE GENERAL MANAGER TO ISSUE REQUEST FOR PROPOSAL AND SCOPE OF WORK FOR GENERAL COUNSEL LEGAL SERVICES FOR THE DISTRICT

WHEREAS, the Groveland Community Services District (herein referred to as District) is a local government agency formed and operating in accordance with Section §61000 et seq. of the California Government Code; and

WHEREAS, the District has been represented by Neumiller & Beardslee Attorneys and Counselors for legal services for 10 years; and

WHEREAS, on May 10, 2023, the District received notification that the firm will no longer be available to represent Groveland Community Services District after June 30, 2023; and

WHEREAS, to avoid a lapse in legal representation, staff is recommending the Board review the Request for Proposals and authorize the General Manager to issue the proposal with a deadline of June 16, 2023.

NOW THEREFORE BE IT RESOLVED THAT THE BOARD OF DIRECTORS OF THE GROVELAND COMMUNITY SERVICES DISTRICT DOES hereby approve Resolution 28-2023 authorizing the General Manager to issue Request for Proposal and Scope of Work for General Counsel Legal Services for the District.

WHEREFORE, this Resolution is passed and adopted by the Board of Directors of the Groveland Community Services District on May 24, 2023, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT

APPROVE:

Nancy Mora, Board President

ATTEST:

Rachel Pearlman, Board secretary

CERTIFICATE OF SECRETARY

I, Rachel Pearlman, the duly appointed and acting Secretary of the Board of Directors of the Groveland Community Services District, do hereby declare that the foregoing Resolution was duly passed and adopted at a Special Meeting of the Board of Directors of the Groveland Community Services District, duly called and held on May 24, 2023.

DATED: _____