CITY OF GARDEN GROVE

INTER-DEPARTMENT MEMORANDUM

Garden Grove Agency for Community Development

To: Matthew Fertal From: Chet Yoshizaki

Dept: Director Dept: Economic Development

Subject: CONSENT TO REPRESENTATION Date: February 12, 2008

AND WAIVER OF CONFLICTS OF INTEREST FOR THE LAW FIRM OF PILLSBURY WINTHROP SHAW

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OBJECTIVE

It is requested that the Garden Grove Agency for Community Development (Agency) review and consider a letter dated February 6, 2008 to Matthew Fertal from Jon E. Goetz of the firm Pillsbury Winthrop Shaw Pittman LLP (Letter) along with the form of a "Consent to Representation and Waiver of Conflicts of Interest" (Consent) attached to the Letter. (See Attachment 1). If the Agency desires to approve and provide consent to the representation and waiver of conflicts of interest, then Agency action will be to: (i) approve the Consent; (ii) authorize execution and attest of the Consent; (iii) authorize the Consent as to the Firm's representation of the Lins; and (iv) authorize the Agency Director on behalf of the Agency, thereafter, to consider and approve on a case-by-case basis subsequent request(s) from the Firm for consent to representation in transactional, non-litigation matters as described and limited in the Consent. The Consent will have a five-year term commencing on the date of Agency action on the Consent - February 12, 2008 through February 11, 2013.

BACKGROUND/ DISCUSSION

On January 16, 2008, in Closed Session, Agency staff was directed to initiate negotiations for the acquisition of all interests in the real property located at 12222 Harbor Boulevard, owned by Jen Fu Lin and Hong Yu Lee Lin (Owners). The Owners' legal counsel and representation would be through Jon E. Goetz with the law firm Pillsbury Winthrop Shaw Pittman LLP (Firm) and formerly with the law firm of Stradling Yocca Carlson and Rauth (SYCR). Presently, SYCR serves as Agency General Counsel and represents the Agency in all real property matters.

Under the Rules of Professional Conduct of the State Bar of California, the Firm could not, without the informed written consent of the Agency, represent any adverse party in a matter adverse to the Agency where, by reason of Mr. Goetz' prior representation of the Agency when associated with SYCR, the Firm would have

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confidential information material to the Firm's engagement of a party adverse to the Agency.

FINANCIAL IMPACT

No financial impact.

COMMUNITY VISION IMPLEMENTATION

• Improving the City's economic base through the development of tax generating uses where appropriate.

RECOMMENDATION

Based on the Letter and Consent, staff recommends that the Agency:

- Approve the Consent to Representation and Waiver of Conflicts of Interest (in Attachment 1); and
- Authorize the Agency Director and Secretary to execute the pertinent documents on behalf of the Agency.
- Authorize the Consent as to the Firm's representation of the Lins in connection with the Agency's acquisition of the Lins' property; and
- Authorize the Agency Director hereafter to consider and approve (or disapprove) on a case-by-case basis each subsequent request by the Firm for consent to representation and waiver of conflicts of interest for other adverse party or adverse parties to the Agency for agreements, transactions, property negotiations, and related non-litigation matters that meet the terms and conditions of the Letter and Consent for a period of five (5) years commencing on the approval date of this item.

CHET YOSHIZAKI Economic Development Director

By: Paul Guerrero Senior Economic Development Specialist

Attachment 1 – Letter dated February 6, 2008 to Matthew Fertal from Jon E. Goetz of Pillsbury Winthrop Shaw Pittman LLP and the Consent to Representation and Waiver of Conflicts of Interest appended to the Letter