



PRICE, POSTEL & PARMA LLP

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Shannon D. Boyd
Timothy M. Cary
Tara L. Christian
Melissa J. Fassett
Ian M. Fisher
Arthur R. Gaudi
Cameron Goodman
Emily B. Harrington
Christopher E. Haskell
James H. Hurley, Jr.
Eric P. Hvolbøll
Mark S. Manion
Steven K. McGuire

Our File Number:

Timothy E. Metzinger
Shereef Moharram
Craig A. Parton
Karen K. Peabody
Kenneth J. Pontifex
Paul A. Roberts
Douglas D. Rossi
Peter D. Slaughter
David W. Van Horne
C.E. Chip Wullbrandt
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December 16, 2020

VIA U.S. MAIL AND E-MAIL

Montecito Sanitary District
Board of Directors
Attn: Dorinne Lee Johnson, President
1042 Monte Cristo Lane
Montecito, CA 93108

Re: Proposal for General Counsel Legal Services

Honorable President and Members of the Board:

We appreciate the opportunity to submit this proposal to serve as General Counsel for the Montecito Sanitary District ("District").

INTRODUCTION

The firm of Price, Postel & Parma LLP was originally established in 1852. We are a 26-member firm with a long tradition of providing General Counsel services to public entities. We previously served as General Counsel to the Montecito Sanitary District, and currently provide employment law services to the District. We serve as General Counsel to the Montecito Fire Protection District, the Carpinteria-Summerland Fire Protection District, the Housing Authority of the City of Santa Barbara and the Housing Authorities of the County of Santa Barbara.

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Our firm regularly advises clients with respect to laws governing special districts and other public agencies, public contracting and procurement processes, water and environmental laws, ordinances and resolutions, and land use and real estate laws.

APPROACH TO SCOPE OF SERVICES

Price, Postel & Parma LLP is an all-service law firm with expertise in providing General Counsel legal services to special districts and other public agencies. Our attorneys regularly attend the meetings of the governing bodies of public agency clients for the purpose of providing on-the-spot legal advice, and guiding the governing bodies through the intricacies of open meeting laws and other legal issues that may arise during such meetings.

Given our extensive and long-standing experience serving public agency clients, we understand how a myriad of legal issues will arise at any time in connection with the operation of the District. Our team of experienced attorneys stands ready to address legal questions as they arise, and to prepare and review any and all documents that may require legal review on short notice. We have the capability to handle a wide range of legal topics at the same time, including but not limited to compliance with open government laws, public contracting processes, environmental and water law regulatory compliance, land use and real estate matters, and general litigation.

We recognize that both public agency staff and the members of the governing body need quick and easy to understand answers to often complex legal questions. Our attorneys are experienced in communicating with both public agency staff and the members of the public agency's governing body on all relevant legal matters in clear and concise terms. We strive to provide excellent service in this regard to all our public agency clients, and would do so for the District.

QUALIFICATIONS AND EXPERIENCE

Our substantial experience serving as General Counsel to several public agencies provides us with the unique expertise to provide timely, cost effective and quality legal advice to the District.

Previously, when the firm has been retained as General Counsel to public agencies, we have conducted a meeting at no charge to the public agency in order to learn about the public agency's various pending legal matters. We would afford the same courtesy to the District if chosen to serve as General Counsel.

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Our firm has substantial experience and expertise related to the following practice areas:

General Public Agency and Special District Law

Price, Postel & Parma LLP has substantial experience in general public agency law, specifically with respect to special districts. Several of our attorneys, including Eric Hvolbøll, Mark Manion, Melissa Fassett, Cameron Goodman and Shannon DeNatale Boyd provide on-going advice to public agencies in the role of General Counsel with respect to the Government Code, the Brown Act, the Public Records Act, and the Political Reform Act. Our attorneys also have extensive experience drafting ordinances and resolutions for public agencies on a wide variety of issues.

Public Agency Finance

Price, Postel & Parma LLP provides advice on the subject of financing and rate setting procedures, expenditure limits, and investment policies for a diverse range of public entities, including water districts and other special districts. Mr. Manion and Mr. Goodman have extensive experience in this regard.

Real Estate Law

The firm's business and real estate department has expertise in the purchase and sale of real property, as well as licensing, leasing, easements, rights-of way, insurance and title coverage. Mr. Hvolbøll, Mr. Manion and Mr. Goodman have practices that emphasize these areas and have considerable experience representing public agencies in real property matters. In addition, Todd A. Amspoker has a state-wide practice exclusively devoted to eminent domain and condemnation proceedings where he has represented numerous public agencies and municipalities.

Public Works Projects

The drafting of construction contracts and professional services contracts is an area where both Mr. Manion and Mr. Goodman have substantial experience, including but not limited to the Public Contracting Code and the Labor Code. The firm also has substantial construction litigation expertise headed up by partner Christopher E. Haskell.

Public Agency Employment

The firm provides a variety of clients with on-going employment advice, including hiring, evaluating, disciplining, and discharging employees, as well as the myriad of other employment issues which arise. Melissa J. Fassett and Shannon Boyd routinely practice in this

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area both on the consulting side as well as representing clients before administrative agencies and at trial.

Land Use Laws

The firm has long been involved in issues of water supply and land use planning in Santa Barbara County. Mr. Hvolbøll, Mr. Manion, and Mr. Goodman have particular experience in these issues in representing both private and public agency clients in both administrative proceedings before local boards and commissions as well as in litigation.

Environmental Regulatory Compliance

The firm has regular dealings with the Department of Health Service, the State Water Resources Control Board, and the local Regional Water Quality Control Boards. Mr. Hvolbøll, Mr. Manion and Mr. Goodman routinely advise public agencies with respect to CEQA and NEPA compliance. In addition, our firm has experience handling state and federal Endangered Species Act issues and legislative advocacy.

Liability

Price, Postel & Parma LLP routinely advises our public agency clients with respect to risk management and liability matters, and compliance with Government Claims Act procedures. Mr. Manion, Mr. Goodman, Mr. Haskell, Ms. Fassett and Ms. Boyd can all assist in developing the best possible defense for the District as liability issues arise.

Attached as Exhibit A are biographies of the following individuals who are expected to be part of the representation of the District:

Eric P. Hvolbøll
Mark S. Manion
Shannon D. Boyd
Cameron Goodman

Mr. Manion would serve as the General Counsel and would be responsible for ensuring that the resources of the firm are available to the District. Mr. Hvolbøll and Mr. Goodman would also be regularly involved as necessary.

Price, Postel & Parma LLP has provided similar services to the following three public agencies:

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Montecito Fire Protection District
Kevin Taylor, Fire Chief
ktaylor@montecitofire.com

Housing Authority of the County of Santa Barbara
Robert P. Havlicek, Jr, Executive Director
bobhavlicek@hasbarco.org

Housing Authority of the City of Santa Barbara
Rob Fredericks, Executive Director
rfredericks@hacsb.org

FEE SCHEDULE

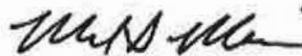
Price, Postel & Parma is pleased to offer our reduced Public Agency General Counsel rates shown on the cost and fee schedule attached hereto as Exhibit B.

Please let us know if we can provide any other information. We look forward to meeting with you and possibly working with the District in the future.

Very truly yours,



Eric P. Hvolbøll
for PRICE, POSTEL & PARMA LLP



Mark S. Manion
for PRICE, POSTEL & PARMA LLP

EXHIBIT A
to Proposal for General Counsel Legal Services

(See attached)



PRICE, POSTEL & PARMA LLP

Mark S. Manion

Partner



CONTACTS

Tel: 805.962.0011, ext. 105

Fax: 805.965.3978

msm@ppplaw.com

AREAS OF PRACTICE

Municipal Law

Land Use Law

Environmental Law

PROFESSIONAL:

PRICE, POSTEL & PARMA LLP

Santa Barbara, California

Partner

October 1999 - present

Considerable experience providing general public law advice to various special purpose districts, including fire districts, housing authorities, water districts and sanitary districts. Significant experience representing both public agencies and private land owners in land use and zoning matters before cities and counties. Considerable experience advising public agencies with respect to compliance with the Brown Act, public contracting requirements and federal and state environmental laws, including the California Environmental Quality Act, National Environmental Policy Act, Clean Water Act, Endangered Species Act and California Coastal Act. Currently serves as general counsel to the following public agencies: Housing Authority of the City of Santa Barbara; Housing Authority of the County of Santa Barbara; Carpinteria-Summerland Fire Protection District and Montecito Fire Protection District.

OFFICE OF THE CITY ATTORNEY

Oxnard, California

Deputy City Attorney

July 1993 - October 1999

Research and preparation of legal memoranda on various issues affecting City operations. Significant exposure to land use matters, including CEQA, Subdivision Map Act, local zoning regulations and coastal zoning requirements. Litigation experience involving land use and zoning compliance, environmental law, including CERCLA and RCRA matters and breach of contract. Substantial exposure to administrative law, including drafting administrative hearing procedures, prosecuting administrative complaints on behalf of the City, and advising hearing officers in the preparation of administrative decisions.

EDUCATION:

Loyola Law School
Los Angeles, California
Juris Doctorate, May, 1995

University of California, Los Angeles
Los Angeles, California
Bachelor of Arts, Political Science, June, 1991

PROFESSIONAL

State Bar of California

ORGANIZATIONS:

Santa Barbara County Bar Association

Ventura County Bar Association

Tri-Counties Local Government Attorneys= Association, Past President

American Lung Association of Santa Barbara and Ventura Counties, Board of
Directors, Past President

Casa Esperanza Homeless Center, Board of Directors, Secretary

Santa Barbara Boys & Girls Club, Vice-President

PUBLICATIONS:

The California Municipal Law Handbook, League of California Cities - Contributing
Author

PERSONAL:

Golf, reading, softball, basketball, waterskiing



PRICE, POSTEL & PARMA LLP

Eric P. Hvolbøll
Of Counsel



CONTACTS

Tel: 805.962.0011, ext.
141
Fax: 805.965.3978
eph@ppplaw.com

**AREAS OF
PRACTICE**

Ranching
Zoning & Land Use
Family Office

EXPERIENCE: Mr. Hvolbøll serves of counsel to the firm. His practice emphasizes working with extended families and their common interests, often ranching and farming families, as well as zoning and land use matters.

Mr. Hvolbøll is active in civic affairs; he is the past Chairman of the Santa Barbara Botanic Garden, former Sheriff of the Santa Barbara Corral of Westerners International, and is the secretary of the Santa Cruz Island Foundation.

EDUCATION: Stanford University (A.B., 1978; B.S., 1981; M.S., 1983; J.D., 1981)
New York University (M.S.W., 2017)

ADMISSIONS: California

MEMBERSHIPS: The State Bar of California

COMMUNITY John S. Kiewit Memorial Foundation (Board Member)

INVOLVEMENT: Santa Cruz Island Foundation (Secretary)

Grolier Club of New York

Zamorano Club of Los Angeles

Santa Barbara Club



PRICE, POSTEL & PARMA LLP

Shannon DeNatale Boyd
Partner



CONTACTS

Tel: 805.962.0011, ext. 123
Fax: 805.965.3978
sboyd@ppplaw.com

AREAS OF PRACTICE

Civil Litigation
Education
Employment
Public Entity

EXPERIENCE:

Ms. Boyd's practice focuses primarily on education and employment law. She has handled employment and labor matters for a variety of public and private clients on issues including employee discipline, grievances, DFEH complaints, investigations, negotiations, workers' compensation issues, mediation, and arbitration. Ms. Boyd's experience in public entity law includes application and analysis of the Brown Act, the Government Claims Act, the Public Records Act, the Political Reform Act, and the Education Employment Relations Act, among other applicable laws.

In addition, Ms. Boyd has practiced civil litigation from pre-litigation consultation to resolution, including discovery, law and motion, mediation, trial, and writs and appeals. Ms. Boyd's background in civil defense gives her the unique advantage of spotting issues early on for both potential plaintiffs and defendants, and the corresponding skills to resolve these issues. Litigation is the last resort, and Ms. Boyd has extensive experience negotiating to resolve matters as effectively and efficiently as possible. If litigation becomes necessary, Ms. Boyd has the analytical skills to carry cases through trial and appeal.

EDUCATION:

University of California, Santa Barbara, (B.A. magna cum laude in Psychology and Italian Studies)
Santa Clara University School of Law, (J.D., Order of the Coif, cum laude 2010)

ADMISSIONS:

California
United States Central District Court

MEMBERSHIPS: The State Bar of California
Santa Barbara County Bar Association
Santa Barbara Women Lawyers
Santa Ynez Valley Bar Association

COMMUNITY Santa Barbara Barristers (Past Treasurer)

INVOLVEMENT: Santa Barbara Women Lawyers (Past President)
Santa Ynez Valley Bar Association (Past Secretary)



PRICE, POSTEL & PARMA LLP

Cameron Goodman

Associate



CONTACTS

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cg@ppplaw.com

AREAS OF PRACTICE

Public Agencies

Environmental Law

Water Law

Land Use

Business and Real Estate Development

EXPERIENCE:

Mr. Goodman has extensive experience counseling public agencies with respect to compliance with laws, including but not limited to the Brown Act, Public Records Act, Government Claims Act, Political Reform Act, Public Contracting Code, Labor Code, and laws governing special districts. He provides ongoing general counsel services to the Housing Authorities of the County of Santa Barbara and the City of Santa Barbara, Montecito Fire Protection District, and Carpinteria-Summerland Fire Protection District. His public agency general counsel expertise includes drafting ordinances and resolutions; contract negotiation, enforcement and review; and real estate matters, including but not limited to purchase-sale agreements, financing, leasing, easements and licenses.

Mr. Goodman advises both private and public agency clients with respect to land use entitlement and environmental compliance matters, including Planning and Zoning Law, CEQA/NEPA, Coastal Act, Clean Water Act, Endangered Species Act, Subdivision Map Act, affordable housing laws, soil and groundwater contamination, and water rights. He has experience advocating for clients in administrative proceedings before local boards and commissions, and handling litigation arising from land use and environmental matters. Mr. Goodman is also experienced in advising clients with respect to water law, in particular related to groundwater, and currently provides general counsel services to the Antelope Valley Watermaster.

EDUCATION:

Occidental College, Los Angeles (B.A. Social Justice and Spanish, cum laude, 2008)
University of California, Los Angeles, School of Law (J. D., 2015)

ADMISSIONS: California
United States District Court, Central District of California

MEMBERSHIPS: The State Bar of California (member, Environmental Law Section)
Santa Barbara County Bar Association

AWARDS: Pacific Coast Business Times 40 Under 40 Honoree, 2020

EXHIBIT B

PRICE, POSTEL & PARMA LLP
Public Agency – General Counsel
Professional Service Fees
Effective January 1, 2021

PARTNERS

SDB	Shannon D. Boyd	360
DDR	Douglas D. Rossi	360
CAP	Craig A. Parton	360
CEW	C.E. Chip Wullbrandt	360
CEH	Christopher E. Haskell	360
TEM	Tim E. Metzinger	360
TAA	Todd A. Amspoker	360
MSM	Mark S. Manion	360
MJF	Melissa Fassett	360
IMF	Ian M. Fisher	360
SM	Shereef Moharram	360
KMRB	Kristen M. R. Blabey	360

OF COUNSEL

ARG	Arthur R. Gaudi	360
JHH	James H. Hurley, Jr.	360
DVH	David W. Van Horne	360
PDS	Peter D. Slaughter	360
EPH	Eric P. Hvolbøll	360
KJP	Kenneth J. Pontifex	360
SKM	Steven K. McGuire	360
TMC	Timothy M. Cary	360
PAR	Paul A. Roberts	360

ASSOCIATES

CG	Cameron Goodman	295
RDZ	Ryan D. Zick	295
EBH	Emily B. Harrington	295
TLC	Tara L. Christian	295
KKP	Karen K. Peabody	295

LAND USE PLANNER

CP	Christopher Price	200
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PARALEGALS

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