



CITY OF GLENDALE, CALIFORNIA REPORT TO THE CITY COUNCIL

AGENDA ITEM

Report: Request for Conflict of interest Waiver in Legal Representation by Holland & Hart LLP.

1. Motion Authorizing the City Attorney to Consent to the Southern California Public Power Authority's Execution of a Conflict of Interest Waiver.

COUNCIL ACTION

Item Type: Consent Item

Approved for January 28, 2025 **calendar**

EXECUTIVE SUMMARY

City Council's authorization is requested for a waiver of legal conflict of interest by the Southern California Public Power Authority (SCPPA). The waiver would permit SCPPA's outside counsel, Holland & Hart LLP (H&H) to represent a SCPPA counterparty, Longroad Energy Holdings, LLC (Longroad) in an unrelated matter. H&H requires the waiver because H&H is representing SCPPA in a matter involving contract negotiations adverse to Longroad as the other party. SCPPA is seeking Glendale's concurrence and consent to waive the conflict of interest because Glendale, a member of SCPPA, is a potential participant in the SCPPA Transaction in which H&H is representing SCPPA adverse to Longroad.

RECOMMENDATION

That the City Council authorize the City Attorney to consent to SCPPA's waiver of the conflict described herein.

ANALYSIS

Glendale is a member of SCPPA. SCPPA is a Joint Powers Authority comprised of 11 cities and one irrigation district, focused on electrical generation and transmission issues.

H&H is currently representing SCPPA in contract negotiations on a matter adverse to Longroad (the SCPPA Transaction). H&H also currently represents Longroad in separate, unrelated matters that are unrelated to the SCPPA Transaction, under previous conflict waivers granted by SCPPA and Longroad in 2019 and 2023. SCPPA's 2019 and 2023 conflict waivers do not apply to future or undisclosed conflicts.

H&H seeks SCPPA's waiver of conflicts to permit Longroad in a new unrelated transaction. Because Glendale is participating in the negotiations for the SCPPA Transaction, SCPPA Bylaws require that SCPPA seek Glendale's concurrence for the new conflict waiver.

The new matter in which H&H seeks to represent Longroad is unrelated to the SCPPA Transaction. None of the attorneys representing SCPPA would work on the separate matter for Longroad, and none of the attorneys representing Longroad would work on the SCPPA Transaction. H&H will maintain an ethical wall in place. The conflict waiver would not apply to any future, undisclosed conflicts.

STAKEHOLDERS/OUTREACH

Not applicable.

FISCAL IMPACT

There is no fiscal impact associated with the concurrence with and the execution of the described herein.

ENVIRONMENTAL REVIEW (CEQA/NEPA)

The action requested herein has no potential for resulting in either a direct physical change in the environment, or a reasonably foreseeable indirect physical change in the environment, and as such is not a project subject to the requirements of the California Environmental Quality Act (CEQA) 14 Cal. Code Regs. Section 15378

CAMPAIGN DISCLOSURE

Not applicable.

ALTERNATIVES TO STAFF RECOMMENDATION

1. Not authorize the Conflict of Interest Waiver as requested herein.
2. Council's consideration of any other alternatives not proposed by staff.

ADMINISTRATIVE ACTION

Submitted by:

Michael J. Garcia, City Attorney

Prepared by:

Dorine Martirosian, Principal Assistant City Attorney

Approved by:

Roubik R. Golanian, P.E., City Manager

EXHIBITS/ATTACHMENTS

None.