

RESOLUTION NO. _____

**A RESOLUTION OF COUNCIL OF THE CITY OF
GLENDALE, CALIFORNIA AUTHORIZING THE CITY
ATTORNEY TO EXECUTE A WAIVER OF CONFLICTS OF
INTEREST WITH RESPECT TO SOUTHERN CALIFORNIA
PUBLIC POWER AUTHORITY GENERAL COUNSEL
CHRISTINE GODINEZ**

WHEREAS, the Southern California Public Power Authority ("SCPPA") was created in November 1980 by agreement of its members pursuant to the Joint Exercise of Powers Act (Cal. Government Code sec. 6500 *et seq.*), pursuant to a Joint Powers Agreement ("JPA") entered into by and among the Cities of Anaheim, Azusa, Banning, Burbank, Cerritos, Colton, Glendale, Los Angeles, Pasadena, Riverside, and Vernon and the Imperial Irrigation District (collectively, Members"), with authority to engage in various activities supportive of the Members' electric utilities; and

WHEREAS, SCPPA'S General Counsel, Christine Godinez, was employed as a Principal Assistant City Attorney for the City of Glendale ("City"); and

WHEREAS, as counsel to the City, Ms. Godinez represented Glendale and its utility department, Glendale Water & Power, with respect to transactions with the SCPPA, including but not limited to Project Agreements, Power Sales Agreements, Program Agreements, Task Orders, procurements, and bond financings in connection with SCPPA projects, programs, and matters; and

WHEREAS, with respect to Conflicts of Interest in the representation of Current Clients, Rule 1.7 of the State Bar of California's Rules of Professional Conduct (RPC) provides that a lawyer shall not, without informed written consent from each client, represent a client "if the representation is directly adverse to another client in the same or a separate matter" or "if there is a significant risk that the lawyer's representation of the client will be materially limited by responsibilities to or relationships with another client;" and requires written disclosure of the lawyer's legal, business, and professional relationship with or responsibility to a party or witness in the same matter;" and further provisions that representation is permitted only if the lawyer reasonably believes that the lawyer will be able to provide competent and diligent representation to each affected client, the representation is not prohibited by law, and 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; and

WHEREAS, with respect to Duties to Former Clients, Rule 1.9 of the RPC provides that a lawyer who has formerly represented a client in a matter, shall not thereafter represent another person in the same or a substantially related matter in which that person's interests are materially adverse to the interests of the former client, unless the former client gives informed written consent; and further prohibits the lawyer from using confidential information acquired by virtue of the representation of the former client to the disadvantage of the former client, or revealing confidential

information, except as otherwise permitted by the State Bar rules; and

WHEREAS, Ms. Godinez has requested that the City waive conflicts of interest in connection with her prior representation of Glendale, and has submitted a written letter to the City providing written disclosures and seeking such waiver ("Waiver Letter"), attached as Exhibit 1 to the Report to Council dated March 28, 2023, and incorporated herein by reference; and

WHEREAS, Ms. Godinez has sought and obtained a waiver from SCPPA; and

WHEREAS, having considered the Waiver Letter, the Council desires to grant the waiver.

**NOW, THEREFORE, THE COUNCIL OF THE CITY OF GLENDALE,
CALIFORNIA DOES FIND AND RESOLVE AS FOLLOWS:**

1. The Council hereby waives conflicts of interest arising out of or pertaining to SCPPA General Counsel Christine Godinez' prior representation of the City of Glendale in connection with SCPPA matters as described in the Waiver Letter.
2. The City Attorney, or his designee, is hereby authorized to execute the consent on the Waiver Letter on the City's behalf.

Adopted this _____ day of _____, 2023.

Mayor

ATTEST:

City Clerk

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)
CITY OF GLENDALE)

I, Suzie Abajian, Ph.D., City Clerk of the City of Glendale, certify that the foregoing Resolution No. _____ was Adopted by the Council of the City of Glendale, California, at a regular meeting held on the _____ day of _____, 2023, the same was adopted by the following vote:

Ayes:

Noes:

Absent:

Abstain:

City Clerk