

February 6, 2018

VIA EMAIL & U.S. MAIL

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Mr. Jeff DeFranco
Superintendent/President
Lake Tahoe Community College District
One College Drive
South Lake Tahoe, CA 96150

Mr. Michael Ciccozzi
County Counsel
County of El Dorado
330 Fair Lane
Placerville, CA 95667

Re: *Informed Consent Regarding Legal Services*
Client-Matter: LA215/016

Dear Jeff and Michael:

The Lake Tahoe Community College District (“District”) has retained Liebert Cassidy Whitmore (“LCW”) to negotiate agreements, access rights, development, and other arrangements related to the Greenway Shared Use Trail between the District, and the California Tahoe Conservancy (“Project”). LCW is of the understanding that the County of El Dorado (“County”) intends to become part of and possibly a party to the Project.

Because the District and County are each separate and individual clients of LCW, we are writing to advise you that informed written consent from both agencies is required before LCW continue representing the District for the Project. The informed consent discussed herein would be limited strictly to LCW’s representation of the District in the aforementioned matter. The District’s and County’s informed consent to this representation would not apply to any other matter or services provided by LCW on behalf of either agency.

The interest of the District and the County are not currently adverse. This means there is, at most, only a potential conflict, rather than an actual conflict. Thus, there is no apparent reason why LCW cannot represent the District in this matter while having represented the County in the past and continuing to represent both agencies in unrelated matters.

However, differences in the positions of the parties may exist or become evident during the course of our representation. For example, one agency may decide to pursue a course that is adverse to the interests of the other agency. In such case, the conflict may not be waived. In that case, LCW would likely need to withdraw from representing the District. In addition, no LCW lawyer who is currently working on matters for the District will be personally representing or advising the County on this issue.

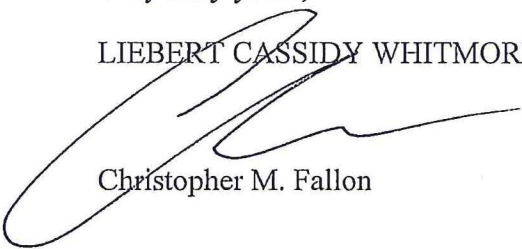
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In conclusion, the District and the County should carefully consider whether to provide informed consent waiving the potential conflict issues described above. If the District wishes to have LCW continue to serve as its legal counsel for the above-referenced matter, the District needs to sign the last page of this letter indicating its informed consent regarding conflicts. By signing the last page, the District also consents to allow LCW to withdraw from representing it if, at some time in the future, a determination is made that an actual conflict exists between the District and the County relating to the matter described above. Similarly, if the County consents to have LCW represent the District in this matter, the County needs to sign the last page of this letter indicating its informed consent regarding conflicts.

If you wish to discuss any related issues, please contact me at your earliest convenience. However, if you agree to LCW's continued representation of the District in this matter, please sign and return the enclosed copy of this letter.

Very truly yours,

LIEBERT CASSIDY WHITMORE



Christopher M. Fallon

INFORMED CONSENT REGARDING POTENTIAL CONFLICT

This informed consent refers to and incorporates the entire letter contained above. By signing below, Lake Tahoe Community College District and the County of El Dorado are providing their informed consent to have Liebert Cassidy Whitmore represent the Lake Tahoe Community College District in the matter discussed above.

Date: _____
Jeff DeFranco
Superintendent/President
Lake Tahoe Community College District

Date: _____
Mr. Michael Ciccozzi
County Counsel
County of El Dorado

CMF:lt