



# Administrative Report

---

H.15., File # 25-0378

Meeting Date: 3/18/2025

---

**To: MAYOR AND CITY COUNCIL**

**From: MICHAEL W. WEBB, CITY ATTORNEY      CHERYL PARK, ASSISTANT CITY ATTORNEY**

## **TITLE**

APPROVE ENGAGEMENT LETTER FOR LEGAL SERVICES WITH NOSSAMAN LLP AND ADD THE LAW FIRM OF NOSSAMAN LLP TO THE CITY ATTORNEY'S APPROVED LAW FIRMS LIST

## **EXECUTIVE SUMMARY**

The City Attorney's office maintains a list of approved law firms and attorneys from which to select when special expertise is required on legal matters. There is a need for bond counsel in connection with Measure FP. As you are aware, in November 2024, Measure FP was passed by the voters, which approved the issuance of City of Redondo Beach General Obligation Bonds in an amount not to exceed \$93,350,000 ("Bonds"), the proceeds of which will fund the reconstruction of Fire Station #1, Fire Station #2, and the Police Headquarters, and renovation of the Police Annex facility ("Project"). If this Engagement Letter for Legal Services is approved, Nossaman LLP will act as Bond Counsel for the City of Redondo Beach.

## **BACKGROUND**

Nossaman LLP has 11 office locations across the United States, with four of the offices being in California in the cities of Los Angeles, Irvine, San Francisco and Sacramento, and the other offices located in Austin, Texas, Denver, Colorado, New York, New York, and Phoenix, Arizona, Tucson, Arizona, Seattle, Washington, and Washington, DC.

Nossaman has served as bond counsel, disclosure counsel, and issuers' counsel to public entities throughout the State of California in a broad range of finance transactions for over 45 years. Nossaman's bond and disclosure counsel experience extends to local government issuers throughout the State of California, in a variety of debt issues, including General Obligation Bonds, lease revenue bonds, certificates of participation, Mello-Roos CFD special tax bonds, water and sewer revenue bonds, special assessment and contractual assessment revenue bonds, including 1913 and 1915 Act assessment bonds, redevelopment and successor agency tax allocation bonds, pension obligation bonds, tax and revenue anticipation notes, equipment lease financings, sales tax revenue bonds, and judgment obligation bonds. Nossaman also assists local agencies with the establishment of various types of financing districts and programs, including Mello-Roos community facilities districts and assessment districts.

Projects financed include, among others, police and fire facilities, infrastructure and street improvements, city hall renovations and relocation, water, wastewater and storm drain facilities, parks and recreational facilities, community centers, libraries, school facilities, redevelopment projects, and housing projects. Nossaman has experience in not only traditional fixed rate debt instruments, but also varied structures involving multi-modal variable rate bonds, credit enhancement, and derivative instruments.

Lolly Enriquez and Barney Allison, the primary attorneys on the Project, each have over 25 years of experience in public finance, serving as bond counsel and disclosure counsel in publicly offered tax-exempt and taxable bond issuances, including general obligation bonds.

Nossaman's services as bond counsel in connection with this project will consist of all services customarily provided by bond counsel, which include a review of the proceedings for the issuance and sale of the bonds and the preparation of all resolutions, legal documents, closing documents (including all appropriate certificates and receipts), and other documents relating to the issuance and sale of the bonds. Nossaman's attorneys listed above will attend meetings as requested and assist staff with any reports or presentations in connection therewith. As bond counsel, Nossaman will also provide approving legal opinions regarding the validity and tax-exempt nature of the bonds at closing. At the completion of the transaction, Nossaman will prepare the transcripts of the bond financing.

Lolly Enriquez has assisted the City with several of its financings over the past few years.

MEASURE FP - Most recently, Ms. Enriquez assisted the City with the documents and staff reports necessary to place Measure FP on the November 2024 ballot (Resolution Determining Necessity to Finance the Project through G.O. Bonds, Ordinance Ordering Submission of the Proposition to Issue G.O. Bonds at the November 2024 election, and the Resolution Placing the Measure on the Ballot and Requesting Consolidation with Statewide General Election).

\$28,015,000 REDONDO BEACH COMMUNITY FINANCING AUTHORITY, LEASE REVENUE REFUNDING BONDS, SERIES 2019A (FEDERALLY TAXABLE) - Ms. Enriquez has served as disclosure counsel on the issuance of the City's \$28,015,000 REDONDO BEACH COMMUNITY FINANCING AUTHORITY, LEASE REVENUE REFUNDING BONDS, SERIES 2019A (FEDERALLY TAXABLE), which were issued to: (i) refund the City of Redondo Beach's (the "City") \$8,300,000 Leaseback Agreement (Redondo Beach Pier Plaza), dated as of March 1, 2012, by and between Compass Bank and the City, currently outstanding in the principal amount of \$6,314,012.91; (ii) refund the City's \$2,700,000 Leaseback Agreement (Redondo Beach International Boardwalk Project), dated as of May 1, 2012, by and between Compass Bank and the City, currently outstanding in the principal amount of \$2,021,296.58; and (iii) refund the City's \$12,500,000 Leaseback Agreement (Redondo Beach Marina Project), dated as of May 1, 2014, by and between Compass Bank and the City, currently outstanding in the principal amount of \$10,076,474.18; (iv) finance the purchase of a Sublease between the City and Redondo Fisherman's Cove Company.

\$226,180,000 REDONDO BEACH COMMUNITY FINANCING AUTHORITY, LEASE REVENUE BONDS, SERIES 2021A (FEDERALLY TAXABLE) - Ms. Enriquez also served as disclosure counsel to the City in the issuance of its \$226,180,000 REDONDO BEACH COMMUNITY FINANCING AUTHORITY, LEASE REVENUE BONDS, SERIES 2021A (FEDERALLY TAXABLE), which were issued to fund all or a portion of the City's unfunded obligation to the California Public Employees'

Retirement System (“CalPERS”).

HERITAGE POINTE MULTIFAMILY/SENIOR AFFORDABLE HOUSING APARTMENT - Ms. Enriquez served as special counsel to the City during the transfer of ownership of the Heritage Pointe multifamily/senior affordable housing apartment located in the City. She reviewed the related Regulatory Agreement and bond documents for the \$11,390,000 Redevelopment Agency of the City of Redondo Beach, Variable Rate Demand Multifamily Housing Revenue Refunding Bonds (Heritage Pointe Apartments), Series 2004A, to ensure all requirements were met, in connection with the transfer of ownership of the Heritage Pointe apartments.

**COORDINATION**

The Engagement Letter for Legal Services has been approved by Nossaman LLP and the City Attorney’s Office.

**FISCAL IMPACT**

**SUBMITTED BY:**

*Michael W. Webb, City Attorney*

**ATTACHMENTS**

- Engagement Letter for Legal Services with Nossaman LLP