



COUNTY OF SONOMA

575 ADMINISTRATION
DRIVE, ROOM 102A
SANTA ROSA, CA 95403

SUMMARY REPORT

Agenda Date: 11/4/2025

To: Board of Supervisors of the County of Sonoma, Board of Directors of the Sonoma County Water Agency, Board of Directors of the Sonoma County Agricultural Preservation and Open Space District, and Board of Commission of the Community Development Commission

Department or Agency Name(s): County Counsel's Office, Human Resources Department

Staff Name and Phone Number: Joshua A. Myers, 707-565-3737; Janell Crane, 707-565-2885; Christopher Meza, 707-565-3521

Vote Requirement: 4/5th

Supervisory District(s): Countywide

Title:

First Amendment to the Legal Services Agreement with Miller Barondess, LLP

Recommended Action:

Authorize County Counsel to execute an amendment to an outside liability counsel legal services agreement with the law firm, Miller Barondess, LLP, to increase the contract maximum amount to \$2,000,000 with a term ending October 20, 2028. (4/5th Vote)

Executive Summary:

This requested Board action authorizes County Counsel and Human Resources-Risk Management to execute an amendment to an existing legal services agreement with the law firm, Miller Barondess, LLP, who were previously retained through County Counsel's delegated authority and after a request for qualifications process.

Discussion:

The County of Sonoma has been self-insured for general liability since 1986. County Counsel is statutorily mandated to defend civil lawsuits brought against the County and its officers and employees. From time to time, the County has retained various outside defense firms to represent the County in tort claims (legal actions that seek financial compensation for the harm) and civil litigation (a legal process to resolve non-

criminal disputes) filed in state and federal courts.

Outside law firms are retained only when County Counsel either does not have the capacity, lacks the expertise to handle these lawsuits in-house, or has an ethical conflict. These law firms are assigned cases based upon their ability and specific experience with public entity defense. Board Resolution Number 85-2577 delegates responsibility for the oversight and management of civil litigation to County Counsel in consultation with the Risk Manager, and both departments are responsible for the coordination and oversight of the work performed by outside counsel. Human Resources-Risk Management is responsible for the administration of all tort claims and litigation, and County Counsel provides legal oversight and advice.

County Counsel and Risk Management issued a request for qualifications for outside legal counsel for high-exposure liability matters, including specialized appellate representation. Three law firms were interviewed, and Miller Barondess, LLP was selected based on their experience representing public entities in high-exposure trials and appellate proceedings. An agreement was entered into with Miller Barondess, LLP in October 2025 with a 3-year contract term, pursuant to County Counsel's delegated authority.

As County Counsel and Risk Management expect this Firm's work to exceed the original agreement's do-not-exceed amount of \$50,000, this item seeks to amend the initial legal services agreement to provide for a \$2 million do not exceed amount.

The legal service agreement proposed in this report is a fee for service contract with no minimum or maximum amount of work guaranteed to the firm. The agreement also contains a termination clause that allows the County to terminate the agreement at any time. Actual costs will depend on future litigation or specific projects assigned to the firm.

All assignments are reviewed by County Counsel and Human Resources-Risk Management, the law firm's proposed legal strategy is reviewed by County Counsel and Human Resources-Risk Management, and all legal services invoices are approved by the Liability Manager, with support from County Counsel, who tracks all work and expenses of each firm. The amended contract term will expire on October 20, 2028, with contract maximum limits not to exceed \$2,000,000. Depending upon the number of case assignments, and the size and scope of each case assigned, this limit may never be reached, or may require a contract amendment, which

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would be presented to your Board for authorization.

Strategic Plan:

N/A

Racial Equity:

Was this item identified as an opportunity to apply the Racial Equity Toolkit?

No

Prior Board Actions:

None

FISCAL SUMMARY

Expenditures	FY25-26 Adopted	FY26-27 Projected	FY27-28 Projected
Budgeted Expenses	\$369,000	\$492,000	\$246,000
Additional Appropriation Requested			
Total Expenditures	\$369,000	\$492,000	\$246,000
Funding Sources			
General Fund/WA GF			
State/Federal			
Fees/Other	\$369,000	\$492,000	\$246,000
Use of Fund Balance			
General Fund Contingencies			
Total Sources	\$369,000	\$492,000	\$246,000

Narrative Explanation of Fiscal Impacts:

Costs for legal services are budgeted in the Liability internal services fund 51230 and are funded by internal services charges paid by all county departments / agencies.

No additional appropriations are requested and costs of services provided under the first amendment to the agreement will be absorbed using existing appropriations. The legal service agreement proposed in this report is a fee for service contract with no minimum or maximum amount of work guaranteed to the firm. Miller Barondess, LLP has been assigned work through the original Legal Services Agreement dated October 20, 2025; however, more work may be assigned in the future depending on claims or litigation received, which

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cannot be predicted. Accordingly, a cushion is needed between the budgeted expenses and the contract not to exceed amount for any future work they may be assigned.

Staffing Impacts:			
Position Title (Payroll Classification)	Monthly Salary Range (A-I Step)	Additions (Number)	Deletions (Number)
N/A			

Narrative Explanation of Staffing Impacts (If Required):

None

Attachments:

1. Legal Services Agreement with Miller Barondess, LLP, effective date October 20, 2025
2. Draft First Amendment to the Legal Services Agreement with Miller Barondess, LLP

Related Items "On File" with the Clerk of the Board:

N/A