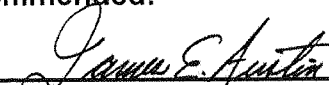
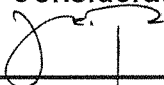


<b>Subject:</b>  Approve Bond Counsel Agreement with Stradling, Yocca, Carlson & Rauth	<b>Attachment:</b>  Summary of Activities
<b>Category:</b>  Action Items	<b>Type of Board Consideration:</b>  Information          Consent          Action <input checked="" type="checkbox"/>
<b>Recommended:</b>   _____ James Austin, Vice President Business and Administrative Services	<b>Approved for Consideration:</b>   _____ Francisco C. Rodriguez, Ph.D. Superintendent/President

**BACKGROUND**

Based upon a presentation to the Board of Trustees on October 18, 2011, the board supported the administration contracting with a polling company, FM3, and The Lew Edwards Group to conduct a feasibility study for a potential November 2012 general obligation bond. The polling took place in December, and the in-depth analysis of the results took place in January. Two workshops were conducted with the board concerning the polling results and professional analysis of the results. On February 7, 2012, the board authorized the administration to proceed with the informational and outreach phase of the process that could lead to placing a general obligation bond on the November 2012 ballot. During the informational and outreach phase, it is critical that experienced legal counsel be available to advise the district, especially concerning any issues related to the use of public resources for informational and outreach activities.

**STATUS**

Seven firms with experience as K-14 bond counsel were asked to provide a statement of qualifications. Based upon the responses, the administration is recommending David G. Casnocha of Stradling, Yocca, Carlson & Rauth.

Mr. Casnocha has been a bond counsel for thirty-five years. In the last ten years, he has been bond counsel on over seven hundred school and community college district general obligation (G.O.) bond issues, including forty-seven successful community college district bond elections. For more than fifteen years, he has been the designated bond counsel to the Community College League of California. He was bond counsel for the successful G.O. bond measures of the Palomar Community College District, San Diego Community College District, and the Grossmont–Cuyamaca Community College District, and he has been the bond counsel for all of the TRANS and lease/revenue bonds sold by the MiraCosta Community College District. Additionally, Mr. Casnocha and the district’s consultant, Catherine Lew, have worked together on many California community college bond measures.

Attached to this docket is a summary of the bond counsel pre-election and post-election services.

Payment of any fee is contingent on the successful election and issuance of bonds. The costs are then included in the issuance cost of the bonds, and there is no cost to the district. If there is not a successful election and issuance of bonds, all fees and reimbursable expenses are waived, and there is also no cost to the district. The district and Stradling Yocca Carlson & Rauth have negotiated a fee of \$87,000 for the first series and \$60,000 for any subsequent series with reimbursable expenses not to exceed \$2,500 per series. There will be no cost to the district for the bond counsel services.

The proposed agreement does not include the fees that would be related to performing "disclosure counsel" services after a successful election, such as preparing the official statement for the bonds. Those fees would be negotiated for each issue, the cost would be approximately \$20,000 per issue, and those costs would not be a cost to the district.

### **RECOMMENDATION**

Authorize the retention of Stradling Yocca Carlson & Rauth as bond counsel, with David Casnocha lead counsel, for a potential November 2012 Proposition 39 general obligation bond measure.