

350 Sansome Street | Suite 300
San Francisco, CA 94104

Memorandum

To: Board of Directors
Livermore Area Recreation and Park District

From: Andrew Shen, Legal Counsel

Date: September 9, 2026

Re: Updated Conflict of Interest Waiver

The Board of Directors (“Board”) has approved three conflict of interest waivers for Renne Public Law Group (“RPLG”), with respect to labor and employment matters for the East Bay Regional Park District (“EBRPD”):

- January 8, 2025: the Board approved a waiver authorizing RPLG to assist with a project labor agreement for EBRPD.
- June 11, 2025: the Board approved a waiver authorizing RPLG’s handling of EBRPD in employment litigation filed by a former EBRPD employee. This litigation is still ongoing.
- January 14, 2026: the Board approved a waiver allowing RPLG to potentially undertake a separate employment matter, involving potential claims and litigation from a former EBRPD employee. Ultimately, RPLG did not handle this matter for EBRPD.

More recently, EBRPD has approached one of my colleagues, Geoff Spellberg, to handle three separate employment litigation cases for the district, again filed by former EBRPD employees. Like the prior engagements, this litigation is also unrelated from any work that I perform for LARPD. I would not work on any of these employment litigation matters for EBRPD.

Given this recent development, I have updated the attached conflict of interest waiver to include these additional matters, subject to the Board’s consideration and potential approval.

I look forward to any questions you may have at our next meeting.

Thank you again for your attention to these matters.

September 9, 2026

Philip Pierpont
Chair, Board of Directors
Livermore Area Recreation and Park District
4444 East Avenue
Livermore, CA 94550

Dear Chair Pierpont,

I write to request a conflict of interest waiver from the Livermore Area Recreation and Park District (“LARPD”), through its Board of Directors (“Board”). This waiver arises from the East Bay Regional Park District’s (“EBRPD’s”) recent request that Renne Public Law Group (“RPLG”) represent EBRPD in three employment litigation matters involving former employees. These matters are factually and legally unrelated to my current duties as General Counsel for LARPD.

As you will recall, the Board has previously granted three conflict of interest waivers for RPLG’s representation of EBRPD in specific labor and employment matters. First, at its January 8, 2025, meeting, the Board approved a waiver authorizing RPLG’s assistance with a project labor agreement for EBRPD. Second, as its June 11, 2025, meeting, the Board approved a waiver authorizing RPLG’s representation of EBRPD in employment litigation regarding the termination of a former EBRPD employee. This litigation is still ongoing. Third, at its January 9, 2026, meeting the Board approved a waiver allowing RPLG to potentially undertake a separate employment matter, involving potential claims and litigation from a former EBRPD employee. Ultimately, RPLG did not handle this matter for EBRPD.

At present, EBRPD has requested RPLG to handle three additional employment litigation matters involving former employees. The principal attorney handling these matters would be Geoff Spellberg, and Geoff has not been involved in any LARPD matters.

As previously discussed, the potential conflict of interest is as follows. As you know, I represent LARPD as General Counsel. As you are also aware, LARPD is currently involved in litigation with EBRPD regarding their 1992 tax revenue sharing agreement. Under the broad ethical rules that apply to attorneys in California, it is appropriate to seek a waiver on behalf of RPLG when attorneys at the firm are simultaneously representing clients with potentially adverse interests, even if those adverse interests involve entirely separate, unrelated matters. More specifically, under Rule 1.7 of the Rules of Professional Conduct, where there is a potential conflict of interest generated by the firm’s concurrent representation of two clients, we are required to obtain a written waiver from each client to proceed.

Out of an abundance of caution, RPLG seeks a waiver of any conflict of interest arising from its separate representation of EBRPD. As the Board is aware, RPLG does not represent LARPD in the pending litigation against EBRPD. A separate law firm is representing LARPD in this litigation, and I do not provide any advice to the Board about this dispute. Nor do I have any communications with the separate law firm regarding the dispute.

Most importantly, we do not believe that there is a risk that our representation of either client will be materially limited by the representation of both parties, as the services RPLG will provide to the LARPD and EBRPD relate to entirely separate matters, and they will be handled by separate attorneys. RPLG believes that our attorneys and staff will be able to simultaneously provide competent and diligent representation to LARPD and EBRPD in the respective, proposed engagements. Nonetheless, given the firm's commitment to the highest ethical standards, out of an abundance of caution, we believe it is appropriate to seek a conflicts waiver at this time.

We look forward to discussing this further with you at the upcoming Board of Directors meeting and invite your questions. We value LARPD as a client, and I look forward to continuing to serve as the district's General Counsel.

If approved by the Board of Directors, you may memorialize the Board's consent regarding RPLG's continuing representation of LARPD and waive the conflict as set forth here by signing and returning the signed waiver to us at your earliest convenience.

Thank you for your consideration.

Sincerely,

A handwritten signature in dark ink, appearing to read 'Shen', with a stylized, flowing script.

Andrew Shen

Consent and Waiver

I have read the disclosure set forth above and, on behalf of LARPD and its Board of Directors, hereby waive the conflict of interest identified above.

By:

Philip Pierpont, Chair, Board of Directors

Date:

**THE BOARD OF DIRECTORS OF THE
LIVERMORE AREA RECREATION AND PARK DISTRICT**

**RESOLUTION NO. 28XX
SEPTEMBER 9, 2026**

**A RESOLUTION AUTHORIZING THE BOARD CHAIR TO SIGN
A CONSENT AND WAIVER OF CONFLICT OF INTEREST IDENTIFIED
BY THE RENNE PUBLIC LAW GROUP**

BE IT RESOLVED by the Board of Directors of the Livermore Area Recreation and Park District, that Board Chair Philip Pierpont is hereby authorized to sign a Consent and Waiver of the conflict of interest identified by the Renne Public Law Group on September 9, 2026.

On motion of Director _____, seconded by Director _____ the foregoing resolution was passed and adopted on September 9, 2026, by the following roll call vote:

AYES:

NOES:

ABSTENTIONS:

ABSENT:

ATTEST:

Philip Pierpont
Chair, Board of Directors

Mathew L. Fuzie
General Manager and ex-officio Clerk
to the Board of Directors