
SLEEPY HOLLOW FIRE PROTECTION DISTRICT

RESOLUTION NO. 2025-3

**RESOLUTION OF THE SLEEPY HOLLOW FIRE PROTECTION DISTRICT
AUTHORIZING THE BOARD SECRETARY
TO EXECUTE THE DISTRICT'S CONSENT TO
ACEVEDO & LONGFELLOW LLP'S REPRESENTATION
AND
WAIVER OF POTENTIAL CONFLICTS OF INTEREST
IN CONNECTION WITH ACEVEDO & LONGFELLOW LLP'S REPRESENTATION
OF THE DISTRICT**

WHEREAS, since April 1, 2025, the District has utilized the services of Acevedo & Longfellow LLP ("A&L") as legal counsel to the District; and

WHEREAS, A&L concurrently serves as general counsel to other local public agencies, including the Town of San Anselmo, the Ross Valley Paramedic Authority, the Marin Wildfire Prevention Authority, and the Muir Beach Community Services District (collectively, the "Listed Entities") and

WHEREAS, the State Bar of California's Rule 1.7 requires informed consent of the client if there is a risk that representation of one client could be materially limited by an attorney's responsibility to another client; and

WHEREAS, because there could be a potential conflict of interest in the future between one or more of the Listed Entities and the District, A&L has requested that the District acknowledge A&L's written disclosure of such potential conflict(s) of interest, consent to A&L's representation of the Listed Entities, and waive all potential conflicts of interest associated with such representation.

NOW, THEREFORE, the Board of Directors of the Sleepy Hollow Fire Protection District hereby resolves as follows:

SECTION 1. The foregoing Recitals are true and correct and are incorporated into this Resolution by this reference.

SECTION 2. The Board of Directors finds and determines that the District's representation by A&L will serve the health, safety, and welfare of the residents and others within the District.

SECTION 3. The Board of Directors hereby approves the Potential Conflict of Interest Waiver substantially in the form as attached hereto as Exhibit A and incorporated herein by this reference (the "Waiver").

SECTION 4. The Secretary of the District Board of Directors is hereby authorized to execute the Waiver on the District's behalf any other documents reasonably necessary to effectuate the provisions of the Waiver, to take all actions, on behalf of District, to enter into any amendments or modifications to the Waiver that the Secretary determines, in consultation with the District's counsel, are in the best interests of the District, do not materially increase the obligations or liabilities of the District, and are necessary or advisable to complete the transaction and effectuate the purposes and intent of this Resolution and are in compliance with all applicable laws, all subject to final review and approval by the District's counsel.

PASSED AND ADOPTED at a Special Meeting of the Board of Directors held this 18th day of June 2025 by the following vote:

AYES: Directors Shortall, Finn, and Adams

NOES: none

ABSENT: none

Richard C. Shortall, Jr., Director/President

ATTEST

Thomas J. Finn, Director/Secretary