

EDMUND G. BROWN JR.
Attorney General

State of California
DEPARTMENT OF JUSTICE



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December 1, 2009

VIA EMAIL AND U.S MAIL

Kristina Dodge, Chair
32nd District Agricultural Association
Orange County Fair & Event Center
88 Fair Drive
Costa Mesa, CA 92626

RE: Representation of the 32nd District Agricultural Association

Dear Ms. Dodge:

As you may know, under Government Code section 11040, the Attorney General's Office generally represents all state agencies and departments, including the 32nd District Agricultural Association, for all purposes. Recently, however, it has come to our attention that a number of claims have been made about the involvement of several District Board members in the formation of a non-profit entity that might compete in the potential sale of the District fairgrounds. This has raised a number of issues because it appears a majority of the current District Board members are also members of the non-profit's Board of Directors. Our office cannot represent the District Board members in their individual capacity, nor may we advise the non-profit or its Board. Given the seemingly intertwined and potentially conflicting interests of the District, the District Board members, and the non-profit, we have determined that we should withdraw from providing legal services to the District, including the District Board, until all issues relating to the proposed sale of the District fairgrounds have been resolved. In the interim, the District is authorized under Government Code section 11040 to use legal counsel other than the Attorney General's office on all matters. By providing this authorization, we do not endorse the Districts' choice of counsel or agree to monitor that counsel's bills.

Sincerely,

A handwritten signature in black ink, appearing to read "J. Matthew Rodriguez".

J. MATTHEW RODRIQUEZ
Chief Assistant Attorney General

For EDMUND G. BROWN JR.
Attorney General

December 1, 2009

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MR/gl

cc: Steven Beazley, Executive Officer
Members of the 32nd District Agricultural Association Board
Mary Hackenbracht, Senior Assistant Attorney General
Helen Arens, Deputy Attorney General