



September 29, 2009

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Orange County Board of Supervisors
Pat Bates, Chairman
333 W. Santa Ana Blvd.
Santa Ana, CA 92701

Subject: Flawed Letter of Intent

Dear Supervisor Bates and Members of the Board:

Friends of Harbors, Beaches and Parks wanted to mention some concerns about the legal ramifications of the existing Letter of Intent (LOI). From discussions with our attorneys, we'd like County Counsel to review the following legal matters as they relate to the proposed land transfer of 20,000 acres from The Irvine Company to the County:

- Since this is the single largest transaction in the County's history why isn't County Counsel providing input? ¹
- Why does the LOI omit a non-binding clause?
- If sensitive information is being discussed, why is there no provision for a Non-Disclosure Agreement?
- Why would this land transaction be included as a Categorical Exemption? ²
- Why does the letter omit necessary due diligence on the property, including, but not limited to: multiple site inspections; complete and acceptable title review and a phase I – environmental review; a present conditions report - noting things like visible encroachments and public use problems; establishing who pays for the title insurance policy; and completing an official land survey. ³
- What actually is included in the transfer? (Fee title, oil and gas, mineral, water rights?)
- What input has been provided from the OC Fire Authority and OC Sheriff on this transaction, since the County will now assume full liability and protective services?
- What did the NCCP contemplate for management of these lands?
- What input has been provided by the regulatory agencies on this transaction as it relates to protection of the NCCP lands?
- When will the issue of management obligations regarding NCCP lands be addressed?
- Since a private entity is completing the Resource Management Plan, at what point in the development of the Plan will stakeholder involvement be sought and environmental review occur, as required by CEQA?

We look forward to your response to these questions.

Sincerely,

Jean Watt
President

cc: Nicholas Chrisos, County Counsel

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www.FHBP.org

¹ Agenda Staff Report for Meeting on September 29, 2009 - ASR Control – 09-001533

² See *McQueen v. Mid-Peninsula Open Space District*.

³ The Land Trust Standards and Practices Guidebook, Volume 2 Land Transactions Standards 8 – 12, 2006.