

April 3, 2023

Via E-Mail

Scott A. Miles, Interim County Counsel
Natalie A. Duke, Deputy County Counsel
Office of County Counsel
County of Humboldt
825 Fifth Street
Eureka, California 95501
smiles@co.humboldt.ca.us
nduke@co.humboldt.ca.us

Re: First Amendment to Engagement Agreement for the Lower Eel River Valley
Groundwater

Dear Mr. Miles and Ms. Duke:

By Engagement Letter dated November 2, 2022, the County of Humboldt (“Humboldt”) engaged Downey Brand LLP (“Downey Brand”) to provide counseling and advice related to Humboldt’s administration of groundwater in the Lower Eel River Valley under the common law public trust doctrine, as well as to defend the related litigation threatened by Friends of the Eel River (“FOER”). FOER filed its Petition for Writ of Mandate on or about October 27, 2022, now pending as *Friends of the Eel River v. County of Humboldt*, Humboldt Co. Case No. CV2201593. The purpose of this letter is to formally amend our November 2, 2022 Engagement Letter to add an authorized biller to the Engagement Letter.

At Downey Brand, I remain primarily responsible for this Matter. Due to their experience and expertise relevant to this engagement (public trust, groundwater, and related litigation), I have received assistance on this matter from Downey Brand associates Austin Cho and Breana Inoshita. To help provide strategic advice on responding to discovery and preparing this case for trial, I have asked to amend our Engagement Letter to add counsel-level attorney Brian Hamilton as an authorized biller. Brian’s rate for this matter is \$405 per hour.


In all other respects, our Engagement Letter and accompanying Terms of Engagement Agreement remain unchanged.

Scott A. Miles, Interim County Counsel
Natalie A. Duke, Deputy County Counsel
County of Humboldt
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Thank you for this opportunity to continue to assist you.

Sincerely,

DOWNEY BRAND LLP



Christian L. Marsh

ACCEPTANCE OF AMENDMENT

The undersigned hereby accepts the amendments set forth above pertaining to the engagement of Downey Brand LLP for the legal services described in the November 2, 2022 Engagement Letter and accompanying Terms of Engagement Agreement.

DATED: 05/03/2023

BY: _____

Amanda Phillips, Risk Manager
OFFICE OF HUMAN RESOURCES
COUNTY OF HUMBOLDT

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