

Justin S. Greene
Commissioner, District 1

Lisa Cacari Stone
Commissioner, District 2

Camilla Bustamante
Commissioner, District 3



Adam Fulton Johnson
Commissioner, District 4

Hank Hughes
Commissioner, District 5

Gregory S. Shaffer
County Manager

Date: May 21, 2025

To: Procurement File *BT*
Rachel Brown, Deputy County Attorney

From: Bill Taylor, Procurement Manager, CPO

RE: **Sole Source Determination Pursuant to Section 13-1-126 NMSA 1978 for the Provision of Providing Legal Services Between Santa Fe County and Spencer Fane, LLC, in the Amount of \$50,000, Exclusive of NM GRT.**

BACKGROUND

In July 2021, Santa Fe County Purchasing Division issued a Request for Proposals (RFP) No. 2021-0172-ATT/CW and entered Agreement No. 2021-0172-F-ATT/CW with Spencer Fane, LLC to provide legal services on matters directed by the County Attorney's Office over a 4-year term. One such matter involved the legal services in representing Santa Fe County in the Matter of Leo R. Trujillo and Nora L. Truillo vs. Board of County Commissioners was assigned to Spencer Fane, LLC. A judgement has been entered, and ongoing representation will continue through execution of the County's rights under the judgement. The services will include consultation, communication with opposing counsel, filing of necessary pleadings, and court appearances.

The contract with Spencer Fane, LLC is set to expire in July 2025 and may not be amended to extend the term to continue to provide the required legal services for the subject case, Pursuant to NMSA 1978, Section 13-1-150. Multi-term contracts; specified period.

DETERMINATION

Although there are other legal firms that can provide legal services, Spencer Fane, LLC represented Santa Fe County in the litigation in the First Judicial District Court against the Trujillo family and matters related to their property. Suzanne Odom of Spencer Fane, LLP filed and litigated this matter to the point of obtaining a successful judgement on behalf of Santa Fe County. Currently, completion of the work to fulfil the requirement of that judgment is underway. To substitute a different attorney midway through a complex land use litigation would be costly and wasteful of County resources. A new attorney would have to secure all the voluminous files from Suzanne Odom, become familiar with many years of settlement efforts and litigation, as well as the complex underlying facts, all to simply ensure compliance with an existing judgement, would not be advantageous for Santa Fe County's interests.

Due to the specific nature and judgement of this case, the County has determined that the procurement to continue to provide legal services through the final judgement of the subject case file meets the intent of a sole source procurement, pursuant to 13-1-126, NMSA 1978.

Further, it is in the best interest of Santa Fe County to continue the services with Spencer Fane, LLC, as obtaining the services of another firm will give rise to the risk of liability issues in meeting the intent of the original Procurement and contract.

Contract Information:

Vendor:	Spencer Fane, LLC 325 Paseo de Peralta Santa Fe, New Mexico, 87501 505-986-6279
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NOTE: This agreement may be extended an additional 3 years in 1-year increments.



SANTA FE COUNTY SOLE SOURCE REQUEST AND DETERMINATION FORM

A sole source *determination* is not effective until the *sole source request for determination* has been posted for thirty (30) calendar days without challenge, and subsequently approved in writing by the County Purchasing Agent. The foregoing requirement is regardless of whether the *sole source request for determination* has been signed by the Agency and/or the Contractor.

- I. Department/Division: County Manager/Legal
Director: Walker Boyd
Telephone Number: 505-986-6279
- II. Name of prospective Contractor: Spencer Fane, LLP (Suzanne Odom)
Address of prospective Contractor: 325 Paseo de Peralta
Santa Fe, NM 87501
Amount of prospective purchase: \$50,000.00
Term of prospective contract: One year with the right to renew for three consecutive years
- III. Please thoroughly list the services (scope of work), construction or items of tangible personal property of the prospective contract:

Continuing legal services representing Santa Fe County in the Matter of *Leo R. Trujillo and Nora L. Trujillo vs. Board of County Commissioners of the County of Santa Fe* (Case D-101-CV-2019-00697). A judgement has already been entered and ongoing representation will continue through execution of the County's rights under the judgment. The work will include consultation, communication with opposing counsel, filing of necessary pleadings, and court appearances.

- IV. Provide an explanation of the criteria developed and specified by the agency as necessary to perform and/or fulfill the contract and upon which the state agency reviewed available sources. (Do not use “technical jargon;” use plain English. Do not tailor the criteria simply to exclude other contractors if it is not rationally related to the purpose of the contract.)

The Santa Fe County Attorney’s Office awarded a contract to Spencer Fane through a competitive request for proposals. The resulting contract is poised to expire. The work performed by Spencer Fane regarding the litigation contemplated by this sole source determination was commenced and a judgement achieved by Spencer Fane. At this time the County is in the process of acting upon the judgment, and there could be ongoing litigation in this matter related to that activity. Spencer Fane is uniquely situated to complete this litigation on behalf of Santa Fe County.

- V. Provide a detailed, sufficient explanation of the reasons, qualifications, proprietary rights or unique capabilities of the prospective contractor that makes the prospective contractor ***the one source*** capable of providing the required professional service, service, construction or item(s) of tangible personal property. (Please do not state the source is the “best” source or the “least costly” source. Those factors do not justify a “sole source.”)

Suzanne Odom, a partner with Spencer Fane represented Santa Fe County in the litigation in the First Judicial District Court against the Trujillo family and their real property. This litigation involved substantial factual development of a case against the real property owners for long standing violations of the Sustainable Land Development Code. The factual development of this matter began in 2018 and culminated in issuance of judgments and orders to show cause during the litigation, including a judgment to enter upon the land and remediate existing violations. This has been a highly contentious process, and ongoing representation will require detailed familiarity with the facts underlying the judgment granting the County the relief requested. The execution of that judgment has been a slow and challenging process which has required going back to court multiple times to ensure the ultimate objective of removing and remediating code non-compliant houses occurs. The County is in the process of finalizing architectural plans for the work and will then engage a contractor to execute the design, after which a lien will need to be filed against the property. Ms. Odom has always planned to complete those final steps of the litigation, and was obstructed from doing so during the term of the existing contract due to the pace of the litigation which was outside her control.

- VI. Provide a detailed, sufficient explanation of how the professional service, service, construction or item(s) of tangible personal property is/are ***unique and how this uniqueness is substantially related to the intended purpose of the contract.***

Suzanne Odom of Spencer Fane, LLP filed and litigated this matter to the point of obtaining a successful judgement on behalf of Santa Fe County. At this time, completion of the work to fulfil the requirement of that judgment is underway. To substitute a different attorney midway through a complex land use litigation would be costly and wasteful of County resources. A new attorney would have to secure all of

the voluminous files from Suzanne Odom, become familiar with many years of settlement efforts and litigation, as well as the complex underlying facts, all to simply ensure compliance with an existing judgement. Such a waste of County resources cannot be justified.


VII. Explain why other similar professional services, services, construction or item(s) of tangible personal property **cannot** meet the intended purpose of the contract.

Other attorneys would be capable of becoming familiar with this case and representing the County, however the cost to educate the attorneys on this long-term complex land use litigation would be a waste of County resources.

VIII. Provide a narrative description of the agency's due diligence in determining the basis for the procurement, including procedures used by the agency to conduct a review of available sources such as researching trade publications, industry newsletters and the internet; reviewing telephone books and other advertisements; contacting similar service providers; and reviewing the State Purchasing vendor list. Include a list of businesses contacted (**do not state that no other businesses were contacted**), date of contact, method of contact (telephone, mail, e-mail, other), and documentation demonstrating an explanation of why those businesses could not or would not, under any circumstances, perform the contract; or an explanation of why the agency has determined that no businesses other than the prospective contractor can perform the contract.

The County undertakes an RFP for on call legal services every four years. Spencer Fane and its predecessor have been successful offerors for the last eight years. Spencer Fane did not participate in the current RFP and will not be providing legal services to Santa Fe County on an on-call basis after July 10th, 2025. However, this litigation will not have concluded by that date, and it would be wasteful to transfer this litigation to another law firm at this late stage of the process.

Certified by:



Requesting Agency Staff

5-19-2025

Date

Department Director/Manager

Date