



State of West Virginia
Office of the Attorney General

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Attorney General

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**WRITTEN DETERMINATION REGARDING THE
APPOINTMENT OF OUTSIDE COUNSEL ON BEHALF OF
THE WEST VIRGINIA SOLID WASTE MANAGEMENT BOARD**

The West Virginia Solid Waste Management Board (hereinafter the "WV SWMB") is in need of legal representation to assist with the completion of a loan from the WV SWMB to the Greenbrier County Solid Waste Authority (hereinafter the "Authority").

More specifically, the WV SWMB requires legal analysis of the loan agreement between the SWMB and the Authority, as well as a review of any and all related documents to ensure compliance with W.Va. Code § 22C-3-5 and 54 CSR 1.

The WV SWMB previously has relied upon the law offices of Jackson Kelly through Samme L. Gee, Esquire, for representation on similar loan agreements, including a nearly identical loan involving the Greenbrier County Solid Waste Authority.

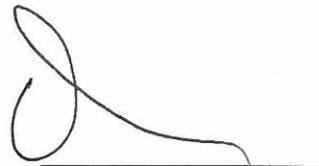
In accordance with the Attorney General's Policy on Outside Counsel (Policy #WVAGO-004), the Office of the Attorney General has determined that it is both cost-effective and in the interest of the public to authorize the appointment of Samme Gee of Jackson Kelly to assist with the completion of the needed legal services, based on the following factors:

- The legal services in question require specialized expertise that is not currently possessed by the Office of the Attorney General.
- The legal services in question involve matters that would take significant time for the Office of the Attorney General to familiarize itself with.
- The WV SWMB and the Authority are looking to complete the needed loan agreement within the next sixty days at the latest, as the Authority is already incurring expenses that would otherwise be covered by the loan agreement.
- Completion of the competitive bidding process coupled with the necessary contract review of all final loan documents could take

longer than the desired sixty days, as it is unclear the amount of time that selected counsel would require to complete the requisite legal services.

- Samme Gee of Jackson Kelly already has particular expertise with respect to the legal matters in question, and is already knowledgeable of the general legal services needed by the WV SWMB.
- Samme Gee is readily accessible to provide the legal services in question, and is situated in the geographic area (Kanawha County) where the legal services in question are to be performed.
- Having previously executed a similar loan agreement between the WV SWMB and the Authority, Samme Gee of Jackson Kelly is uniquely suited to perform the needed legal services in a more cost-effective manner than other outside counsel, who would likely require additional time and expense to become familiar with the legal matter in question.
- Given the totality of the circumstances, it is more cost-effective and in the interest of the public to allow Samme Gee of Jackson Kelly to represent the WV SWMB for the matter in question.

Because this matter requires time-sensitive legal services that cannot be adequately provided by the Office of the Attorney General, and for which insufficient time exists to complete the customary competitive bidding process, the Office of the Attorney General has determined that Requests for Proposal are not necessary pursuant to Section (D)(1) of Policy #WVAGO-004.



Daniel W. Greear
Chief Counsel

Date Signed: October 24, 2013