

# REQUEST FOR LEGAL SERVICES

**RECEIVED**

By Corporation Counsel at 10:12 am, May 27, 2026

**Date:** May 27, 2026  
**From:** Yuki Lei K. Sugimura, Chair  
Budget, Finance, and Economic Development Committee

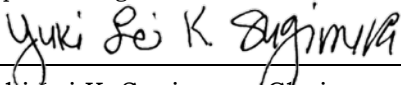
TRANSMITTAL  
**Memo to:**

**DEPARTMENT OF THE CORPORATION COUNSEL**  
**Attention: Kristie M. Wrigglesworth, Esq.**

**Subject: JOHNSON CONTROLS, INC. ENERGY PERFORMANCE CONTRACT** (BFED-20(16))

**Background Data:** Please see the attached questions. Please submit your response to bfed.committee@mauicounty.us with a reference to BFED-20(16).

**Work Requested:**     FOR APPROVAL AS TO FORM AND LEGALITY  
                                  OTHER: Legal opinion.

Requestor's signature  Yuki Lei K. Sugimura, Chair	Contact Person <u>Kirsten Szabo or Peter Hanano</u> (Telephone Extension: <u>7662 or 8007, respectively</u> )
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ROUTINE (WITHIN 15 WORKING DAYS)             RUSH (WITHIN 5 WORKING DAYS)  
 PRIORITY (WITHIN 10 WORKING DAYS)         URGENT (WITHIN 3 WORKING DAYS)

SPECIFY DUE DATE (IF IMPOSED BY SPECIFIC CIRCUMSTANCES): June 1, 2026  
REASON: For the BFED Committee meeting of June 2, 2026.

**FOR CORPORATION COUNSEL'S RESPONSE**

ASSIGNED TO:    MDJ	ASSIGNMENT NO.    2025-0169	BY:    maa
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TO REQUESTOR:  APPROVED  DISAPPROVED  OTHER (SEE COMMENTS BELOW)  
 RETURNING--PLEASE EXPAND AND PROVIDE DETAILS REGARDING ITEMS AS NOTED

COMMENTS (NOTE - THIS SECTION NOT TO BE USED FOR LEGAL ADVICE):  
See attached Memo dated 06/01/2026 to Chair Sugimura.  
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\_\_\_\_\_

DEPARTMENT OF THE CORPORATION COUNSEL

Date 06/01/2026

By MDJ/maa

(Rev. 7/03)

bfed:ltr:020(16)acc01:kes

Attachments

The Council's Budget, Finance, and Economic Development Committee has scheduled a meeting on the Johnson Controls, Inc. energy performance contract, including the proposed amendment to Contract C7619 described in County Communication 93-26, on June 2, 2026.

May I please request your legal opinion of the Council's role in the proposed amendment to Contract C7619. Please address the following:

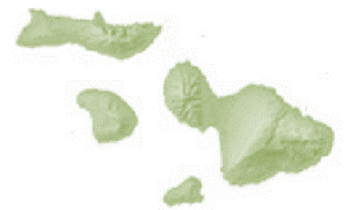
1. Whether Council approval is required before the County may execute the proposed amendment to Contract C7619.
2. Whether Council approval is required before the County may issue, or authorize the issuance of, a notice to proceed for the proposed expanded scope.
3. Whether existing appropriations, the original contract, any executed amendments, or prior Council action already provide sufficient authority for the proposed amendment.
4. Whether the issuance of a Request for Proposals or other procurement-related action by Johnson Controls, Inc. creates any legal obligation for the County.
5. Whether Council action is required before funds may be expended or encumbered for the proposed expanded scope.
6. Whether the Council retains authority to approve, amend, defer, or decline any related funding or authorization after Johnson Controls, Inc. has taken procurement-related action for the proposed expanded scope.

**RICHARD T. BISSEN, JR.**  
Mayor

**VICTORIA J. TAKAYESU**  
Corporation Counsel

**MIMI DESJARDINS**  
First Deputy

**LYDIA A. TODA**  
Risk Management Officer



DEPARTMENT OF THE CORPORATION COUNSEL  
COUNTY OF MAUI  
200 SOUTH HIGH STREET, 3<sup>RD</sup> FLOOR  
WAILUKU, MAUI, HAWAII 96793  
EMAIL: CORPCOUN@MAUICOUNTY.GOV  
TELEPHONE: (808)270-7740

June 1, 2026

Via email ([bfed.committee@mauicounty.us](mailto:bfed.committee@mauicounty.us))

MEMO TO: Yuki Lei K. Sugimura, Chair  
Budget, Finance, and Economic Development Committee

FROM: Mimi DesJardins, First Deputy  
Corporation Counsel 

SUBJECT: Johnson Controls, Inc. Energy Performance Contract  
BFED 20(16)

Our department is in receipt of your correspondence dated May 27, 2026. We provide the following answers to your questions:

1. Whether Council approval is required before the County may execute the proposed amendment to Contract C7619.

**Council approval is not required for the contract amendment. However, the administration intends to seek Council approval for the Tax Exempt Lease Purchase (TELP) for the next phase of the Johnson Controls, Inc. (JCI) contract to ensure Council support before proceeding with any additional projects.**

2. Whether Council approval is required before the County may issue, or authorize the issuance of, a notice to proceed for the proposed expanded scope.

**Council approval is not required before the County can issue the Notice to Proceed.**

3. Whether existing appropriations, the original contract, any executed amendments, or prior Council action already provide sufficient authority for the proposed amendment.

**The original contract provides sufficient authority to execute the proposed amendment.**

4. Whether the issuance of a Request for Proposals or other procurement-related action by Johnson Controls, Inc. creates any legal obligation for the County.

**The issuance of the Request for Proposals or other procurement-related action by JCI does not create any legal obligation because the terms of the Project Development Agreement itself have not been accepted by the County yet.**

5. Whether Council action is required before funds may be expended or encumbered for the proposed expanded scope.

**Prior to proceeding with the funding aspect of the Project Development Agreement, the administration intends to submit a resolution to council requesting approval for the TELP prior to commencing this phase of the energy savings performance contract.**

6. Whether the Council retains authority to approve, amend, defer, or decline any related funding or authorization after Johnson Controls, Inc. has taken procurement-related action for the proposed expanded scope.

**At this stage of the Project Development Agreement between the County and JCI, inc., the parties are in the process of exploring funding options, possible amendments to the scope of this phase of the project, so the answer is no. If the County decides not to accept the final terms of the Performance Development Agreement, the County's financial obligation is \$150,000 for the work JCI, inc. put into working up the scope, which included developing the RFP for the County.**

## BFED Committee

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**From:** Melody A. Andrion <Melody.Andrion@co.maui.hi.us>  
**Sent:** Monday, June 1, 2026 2:50 PM  
**To:** BFED Committee  
**Cc:** mimi.desjardins@co.maui.hi.us; Kristie M. Wigglesworth; Kirsten E. Szabo; Peter A. Hanano  
**Subject:** BFED-20(16) Johnson Controls, Inc. Energy Performance Contract  
**Attachments:** BFED-20(16) 2026-06-01 RFLS Closing Johnson Controls, Inc. Energy Performance Contract.pdf

**Importance:** High

See attached closing of RFLS received on 05/27/2026 regarding the subject matter (Response Memo to Chair Sugimura by Mimi DesJardins, First Deputy Corporation Counsel). Thanks!

**\*For the BFED Committee meeting of June 2, 2026.\***

**NOTICE:** The information in this transmittal (including attachments, if any) is privileged and confidential and is intended only for the recipient(s) listed above. Any review, use, disclosure, distribution or copying of this transmittal is prohibited except by or on behalf of, the intended recipient. If you have received this transmittal in error, please notify me immediately by reply email and destroy all copies of the transmittal. Thank you.