

April 4, 2022

Kenneth F. Mattfeld, Esq.
Deputy City Attorney – Harbor Division
425 S. Palos Verdes Street
San Pedro, CA 90731
Via Email: KMattfeld@portla.org

Agreement with Hunton Andrews Kurth LLP

Dear Ken:

Hunton Andrews Kurth LLP is delighted to have the opportunity to assist the City of Los Angeles and Los Angeles Harbor Department (collectively "City of LA") with insurance issues and insurance-coverage disputes in connection with the two on-going cases detailed in the Request for Proposal ("RFP"), as well as under the Harbor's current insurance policies, regarding its status as an additional insured on its tenants' or vendors' liability policies, and under the Harbor's historic insurance portfolio.

To complete the onboarding process we need to confirm in writing the terms of a conflict waiver with the City of LA and the firm's other clients that we identified in the RFP Response.

We disclosed the following potential conflicts in our January 14, 2022, RFP Response:

- 1. America's Power.** America's Power intervened in a pending administrative litigation in Support of EPA's Response to Petitions for Judicial Review filed by the American Lung Association and American Public Health Association of the Affordable Clean Energy Rule in which the City of LA is potentially adverse. See *American Lung Association and American Public Health Association v. United Environmental Protection Agency, and Andrew R. Wheeler, Administrator, United States Environmental Protection Agency, United States Court of Appeals for District of Columbia*, (Case No. 19-1140).
- 2. Chevron.** The firm represents Chevron and its affiliates ("Chevron") in connection with investigation/assessment, required by the Regional Water Board, of

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contamination at sites owned by the City of LA where Chevron previously had operations (e.g. Berth 78 and Berth 100). In addition, the firm represents Chevron on virtually all of its remediation sites in California. This disclosure applies to all such sites.

- 3. Ultramar, Inc., (and its parent Valero Energy Corporation and affiliates), NuStar Energy, L.P. and Shore Terminals, LLC.** The firm represents Ultramar, Inc., (and its parent, Valero Energy Corporation and affiliates), NuStar Energy, L.P. and Shore Terminals LLC in connection with the development, construction, permitting and other governmental, including environmental, approvals (including from the Harbor) of a new marine terminal to be leased from the Harbor and used by Ultramar, Inc., NuStar Energy, L.P. and/or Shore Termina LLC. In addition to the permitting issues at the Harbor, the firm also represents NuStar Energy, L.P. in connection with its lease, in which the Harbor is an adverse lessor/counter party.

Since the date of our Response to the RFP, the conflict concerning our representation of America's Power is now moot because that matter has been concluded. The firm represents Marathon Petroleum Corporation's and its affiliates ("MPC") refinery in California in connection with environmental compliance and permitting issues. The firm also represents MPC and its former affiliate Speedway LLC in connection with climate change litigation brought by various cities and counties in California and elsewhere. The City is not a party to any of these proceedings and there is no conflict of interest.

The City of LA, by its acknowledgement below, confirms that it waives any conflicts presented by the firm's representation of Chevron, Ultramar Inc., (and its parent Valero Energy Corporation and affiliates), NuStar Energy L.P., and Shore Terminals, LLC in the matters identified above or any future matters, including potential ensuing litigation, and that it will not use the firm's insurance coverage representation of the City of LA to conflict the firm from its current and future representation of these clients in matters in which the City of LA is a party or has an interest. These matters are not related to the firm's proposed representation of the City of LA in its pending insurance litigation or with regard to on-going insurance coverage advice. To protect each client's confidential information, we will screen all firm lawyers and staff representing these clients in matters adverse to the City of LA from the lawyers and staff involved in the firm's insurance coverage representation of the City of LA. We also will screen firm lawyers and staff involved in the insurance coverage representation of the City of LA from the representation of these other clients in matters in which the City of LA is an adverse party. It is understood that the firm will not advise the City of LA about insurance policies of the above-referenced firm clients.

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We look forward to working with you and the City of LA in its insurance recovery efforts.

Sincerely,

A handwritten signature in black ink, appearing to read 'K. Talieh', with a long horizontal flourish extending to the right.

Koorosh Talieh
Partner

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I confirm that I am authorized to sign this letter on behalf of the City of Los Angeles and the Los Angeles Harbor Division.

CITY OF LOS ANGELES, and LOS ANGELES HARBOR DEPARTMENT

By: _____
Kenneth F. Mattfeld, Esquire,
Deputy City Attorney – Harbor Division

Date: _____