

HARBOR DIVISION

425 S. PALOS VERDES ST.

P.O. BOX 151

SAN PEDRO, CA 90733-0151

FACSIMILE

(310) 831-9778

(310) 732-3750



OFFICE OF THE CITY ATTORNEY

HYDEE FELDSTEIN SOTO
CITY ATTORNEY

STEVEN Y. OTERA
GENERAL COUNSEL

JOY M. CROSE
ASSISTANT GENERAL COUNSEL

ESTELLE M. BRAAF
CARL CHEA

DEBORAH DORNY

JOHN T. DRISCOLL

JUSTIN HOUTERMAN

JANET KARKANEN

HEATHER M. McCLOSKEY

JENNIFER L. MEEKER

MINAH PARK

HELEN J. SOK

DATE: MARCH 18, 2026

FROM: OFFICE OF THE CITY ATTORNEY

SUBJECT: RESOLUTION NO. _____ - LEGAL SERVICES AGREEMENTS BETWEEN THE CITY OF LOS ANGELES HARBOR DEPARTMENT AND HAWKINS DELAFIELD AND WOOD LLP, KUTAK ROCK LLP, NIXON PEABODY LLP, ORRICK HERRINGTON AND SUTCLIFFE LLP AND HARDWICK LAW FIRM LLC

SUMMARY:

The Office of the City Attorney (Office) requests approval of two new legal services agreements and three First Amended and Restated Agreements for bond counsel and disclosure services. The proposed new agreements are between the City of Los Angeles Harbor Department (Harbor Department) and Orrick Herrington and Sutcliffe LLP (Orrick) and the Hardwick Law Firm LLC (Hardwick), each with a term of three years. The three First Amended and Restated Agreements are between the Harbor Department and Hawkins Delafield and Wood LLP (Hawkins), Kutak Rock LLP (Kutak) and Nixon Peabody LLP (Nixon). The proposed First Amended and Restated Agreement Nos. 23-9938 with Hawkins, 23-9939 with Kutak and 23-9940 with Nixon will extend the term of the agreements from three years to six years, as proposed. If approved, the maximum compensation for each agreement will be \$180,000 but payable from a shared pool of funds established by the Harbor Department not to exceed \$180,000 for the five firms during the term of these agreements. The Harbor Department is financially responsible for payment of expenses incurred under the proposed agreements.

DATE: MARCH 18, 2026

PAGE 2 OF 6

SUBJECT: LEGAL SERVICES AGREEMENTS WITH HAWKINS DELAFIELD AND WOOD, KUTAK ROCK, NIXON PEABODY, ORRICK HERRINGTON AND SUTCLIFFE AND HARDWICK LAW FIRM

RECOMMENDATION:

It is recommended that the Board of Harbor Commissioners (Board):

1. Find that the Director of Environmental Management has determined that the proposed actions are administratively exempt from the requirements of the California Environmental Quality Act (CEQA) under Article II Section 2(f) of the Los Angeles City CEQA Guidelines;
2. Find that, in accordance with Charter Section 1022, the scope of work of the proposed Agreements and Amended and Restated Agreements can be more economically and feasibly provided by an independent contractor than by City employees;
3. Approve a Legal Services Agreement with Orrick Herrington and Sutcliffe LLP in the amount of \$180,000 for a three-year term;
4. Approve a Legal Services Agreement with Hardwick Law Firm LLC in the amount of \$180,000 for a three-year term;
5. Approve a First Amended and Restated Agreement No. 23-9938 with Hawkins Delafield and Wood LLP in the amount of \$180,000 for a six-year term;
6. Approve a First Amended and Restated Agreement No. 23-9939 with Kutak Rock LLP in the amount of \$180,000 for a six-year term;
7. Approve a First Amended and Restated Agreement No. 23-9940 with Nixon Peabody LLP in the amount of \$180,000 for a six-year term;
8. Authorize the Executive Director and Board Secretary to execute and attest to the Agreements and First Amended and Restated Agreements; and
9. Adopt this Resolution No. _____.

DISCUSSION:

Background and Context – In accordance with Charter Section 275, the Office has determined that it requires outside legal counsel to assist in the discharge of its duties to

DATE: MARCH 18, 2026

PAGE 3 OF 6

SUBJECT: LEGAL SERVICES AGREEMENTS WITH HAWKINS DELAFIELD AND WOOD, KUTAK ROCK, NIXON PEABODY, ORRICK HERRINGTON AND SUTCLIFFE AND HARDWICK LAW FIRM

perform bond counsel and disclosure services. These matters require specialized expertise and resources that exceed staff resources in this specialized area of law.

The Office's current three-year agreements with Hawkins (AG23-9938), Kutak (AG23-9939) and Nixon (AG23-9940) for such services will expire on April 18, 2026. The to-date spending amounts for each of the three Agreements is detailed below.

<u>Firm</u>	<u>FY 2023-26 Authority</u>	<u>Total Expenses</u>
Kutak	\$60,000	\$24,793
Hawkins	\$60,000	-0-
Nixon	\$60,000	\$25,000

Additional payments were made to two law firms, Hawkins and Kutak, in the total amount of \$142,500 for legal services performed for the 2024 Refunding of Revenue Bonds Series A-1 AMT, Series A-2 AMP Green Bonds, Series B-1 External Facilities Non-AMT, Series B-2 Exempt Facilities Non-AMT Green Bonds, and Series C Governmental Non-AMT. Funds for these payments were paid out of the transaction proceeds and did not impact Agreement funding.

The proposed two Agreements and three First Amended and Restated Agreements will continue to meet the Harbor Department's needs for legal assistance in the bond, tax and disclosure areas. Although the Office has in-house attorney staff assisting with bond counsel matters, the Office requires assistance from outside counsel when specialized expertise is necessary for complex or new legal issues, including in particular for tax and finance matters. Outside legal services are required whenever the Harbor Department undertakes finance transactions such as a bond issuance or refunding and for its commercial paper program.

Although the First Amended and Restated Agreements will continue in effect for an additional three-year term, for a total of six years, pursuant to Section 10.5(b)2 of the City's Administrative Code, City Council approval is not required for these Agreements because the Office undertook a new competitive selection process as described below.

Competitive Counsel Selection Process – On September 3, 2025, the Office of the City Attorney Los Angeles World Airports Division issued a Request for Proposals (RFP) for Bond Counsel on the Los Angeles Regional Alliance Marketplace for Procurement

DATE: MARCH 18, 20 26

PAGE 4 OF 6

SUBJECT: LEGAL SERVICES AGREEMENTS WITH HAWKINS DELAFIELD AND WOOD, KUTAK ROCK, NIXON PEABODY, ORRICK HERRINGTON AND SUTCLIFFE AND HARDWICK LAW FIRM

(RAMP). RAMP reported that 1,354 registered law firms were notified about the RFP, 33 firms viewed the RFP, and 26 firms downloaded the opportunity. Proposal submissions were due on September 17, 2025. A total of 7 firms submitted proposals.

The Office convened a Selection Committee for the Bond Counsel RFP comprised of the Harbor Department's Director of Debt & Financial Analysis, a Harbor Department Financial Manager and two Deputy City Attorneys. The Selection Committee undertook a detailed review of the seven proposals and the Selection Committee agreed that Hawkins, Kutak, Nixon, Orrick and Hardwick were the most knowledgeable and experienced of the proposing firms with respect to bond counsel matters.

PROPOSED AGREEMENT TERMS WITH ORRICK AND HARDWICK:

- **Term:** Three years from date of signature (approximately April 2026 to April 2029)
- **Contract Authority:** Maximum amount not to exceed \$180,000
- **Scope of Work:** Bond, tax and disclosure counsel services
- **Standard City and City Attorney Agreement provisions**

PROPOSED FIRST AMENDED AND RESTATED AGREEMENTS WITH HAWKINS, KUTAK AND NIXON:

- **Term:** Six years from April 19, 2023, to April 18, 2029
- **Contract Authority:** Maximum amount not to exceed \$180,000
- **Scope of Work:** Bond, tax and disclosure counsel services
- **Standard City and City Attorney Agreement provisions**

ENVIRONMENTAL ASSESSMENT:

The proposed action is the approval of Legal Services Agreements with Orrick and Hardwick and First Amended and Restated Agreements with Hawkins, Kutak, and Nixon for bond counsel and disclosure services, which is an administrative activity. Therefore, the Director of Environmental Management has determined that the proposed actions are administratively exempt from the requirements of CEQA in accordance with Article II Section 2(f) of the Los Angeles City CEQA Guidelines.

DATE: MARCH 18, 2026

PAGE 5 OF 6

SUBJECT: LEGAL SERVICES AGREEMENTS WITH HAWKINS DELAFIELD AND WOOD, KUTAK ROCK, NIXON PEABODY, ORRICK HERRINGTON AND SUTCLIFFE AND HARDWICK LAW FIRM

FINANCIAL IMPACT:

Approval of the proposed Agreements and First Amended and Restated Agreements will engage Orrick, Hardwick, Hawkins, Kutak and Nixon to provide legal services for bond and disclosure matters on an as-needed basis commencing upon the effective dates of each respective agreement for a not-to exceed amount of \$180,000 over a three-year period for Orrick and Hardwick and a six-year period for Hawkins, Kutak and Nixon. If this action is approved, all expenditures made under these contracts via Task Order will adhere to the budget for Account 544120 (Legal Services), Division 10300 (Office of the City Attorney). Fiscal Year 2025-26 funding in the amount of \$60,000 has been budgeted within the Harbor Department's Operating Budget, Account 544120 (Legal Services), Division 10300 (Office of the City Attorney). Funding for future fiscal years, if necessary, will be requested as part of the annual budget adoption process, subject to Board approval. A funding out clause is included in the agreements.

DATE: MARCH 18, 2026

PAGE 6 OF 6

SUBJECT: LEGAL SERVICES AGREEMENTS WITH HAWKINS DELAFIELD AND WOOD, KUTAK ROCK, NIXON PEABODY, ORRICK HERRINGTON AND SUTCLIFFE AND HARDWICK LAW FIRM

CITY ATTORNEY:


The Office of the City Attorney has prepared and approved the proposed Agreements and First Amended and Restated Agreements as to form and legality.

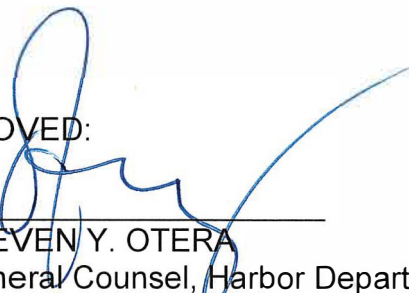
TRANSMITTALS:


1. Legal Services Agreement 23-9938 with Hawkins Delafield and Wood LLP
2. Legal Services Agreement 23-9939 with Kutak Rock LLP
3. Legal Services Agreement 23-9940 with Nixon Peabody LLP
4. First Amended and Restated Agreement with Hawkins Delafield and Wood LLP
5. First Amended and Restated Agreement with Kutak Rock LLP
6. First Amended and Restated Agreement with Nixon Peabody LLP
7. Legal Services Agreement with Orrick Herrington and Sutcliffe LLP
8. Legal Services Agreement with Hardwick Law Firm LLC

FIS Approval: JS

CA Approval: JC


HEATHER McCLOSKEY
Deputy City Attorney

APPROVED:
By 
STEVEN Y. OTERA
General Counsel, Harbor Department

APPROVED:
By  for
EUGENE D. SEROKA
Executive Director