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DATE: FEBRUARY 25, 2025

FROM: OFFICE OF THE CITY ATTORNEY

**SUBJECT: RESOLUTION NO. _____ - LEGAL SERVICES AGREEMENT
BETWEEN THE CITY OF LOS ANGELES HARBOR DEPARTMENT
AND THEODORA ORINGHER PC**

SUMMARY:

The Office of the City Attorney (Office) requests approval of an Agreement between the City of Los Angeles Harbor Department (Harbor Department) and Theodora Oringher PC (Theodora Oringher) for legal services related to construction matters. The proposed Agreement is for a term of three years and maximum compensation of \$150,000. The Harbor Department is financially responsible for payment of expenses incurred under the proposed Agreement.

RECOMMENDATION:

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

1. Find that the Director of Environmental Management has determined that the proposed action is 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;

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2. Find that, in accordance with Charter Section 1022 the scope of work for the proposed Agreement can be more economically or feasibly provided by an independent contractor than by City employees;
3. Approve a Legal Services Agreement with Theodora Oringher in the amount of \$150,000 for a three-year term;
4. Authorize the Executive Director to execute and the Board Secretary to attest to said Agreement; and
5. Adopt Resolution No. _____.

DISCUSSION:

Background – 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 perform legal services related to construction matters. These matters require specialized expertise and resources that exceed staff resources in this specialized area of law.

The Office's previous three-year agreement with Hunt Ortmann (AG21-9803) for such services expired on June 1, 2024. The fiscal authority for the Agreement was \$150,000. Actual spending for construction matters was \$53,208.

Need for Services and Scope of Work – The Harbor Department's Engineering and Construction divisions are in the process of updating solicitation and contract documents. Outside counsel will assist addressing and resolving persistent issues as well as updating solicitation and contract documents to ensure documents conform to best practices. The documents are voluminous and encompass clusters of statutory law. Outside counsel will also review documents drafted by the Office (solicitation and contracts) and ensure the end work product is appropriately addressing the Harbor Department's specific issues and conforming to best practices. Additionally, should disputes or litigation arise, outside counsel will provide resources and a skill set to address specialized construction litigation which would augment those currently possessed by Harbor Department attorneys.

Competitive Counsel Selection Process – On February 21, 2024, the Office published a Request for Proposal (RFP) for construction matters (ID No. 2012434). Regional Alliance Marketplace for Procurement Los Angeles (R AMPLA) reported notifications were sent to 1,182 registered firms, 47 firms viewed the RFP, and 38 firms downloaded the opportunity. Proposal submissions were due on March 29, 2024. A total of 12 firms submitted proposals. The Office convened a Selection Committee comprised of one Senior Assistant City Attorney, one Assistant City Attorney and one Deputy City Attorney. After reviewing the written proposals, the Committee elected to interview the three highest

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rated applicants. The three firms participated in interviews, and the Committee determined Theodora Oringher to be the best fit for the Harbor Department's needs. Theodora Oringher has experience advising public entities on issues concerning construction delivery methods, bidding, drafting contracts, claims and payments and litigation. The firm is in Santa Monica and specializes in all aspects of California construction law.

PROPOSED AGREEMENT TERMS:

- **Term:** Three years (April 2025 to April 2028)
- **Contract Authority:** \$150,000
- **Scope of Work:** Advice, counsel, representation and other services for construction matters.
- **Standard City and City Attorney Agreement provisions**

ENVIRONMENTAL ASSESSMENT:

The proposed action is the approval of a legal services agreement with Theodora Oringher for construction matters, which is an administrative activity. Therefore, the Director of Environmental Management has determined that the proposed action is administratively exempt from the requirements of CEQA in accordance with Article II Section 2(f) of the Los Angeles City CEQA Guidelines.

FINANCIAL IMPACT:

The proposed action is the approval of an Agreement for legal services with Theodora Oringher for a three-year term and total maximum compensation of \$150,000. If approved, spending under the proposed Agreement is anticipated to occur as follows:

| <u>Fiscal Year</u> | <u>Amount</u> |
|--------------------|---------------|
| FY 2024-25 | \$25,000 |
| FY 2025-26 | \$50,000 |
| FY 2026-27 | \$75,000 |
| Total | \$150,000 |

Fiscal Year (FY) 2024-25 funding in the amount of \$25,000 has been budgeted within the Harbor Department's Operating Budget, Account 544120 (Legal Services), Division 10300 (Office of the City Attorney), Program 000. Funding for future 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 Agreement.

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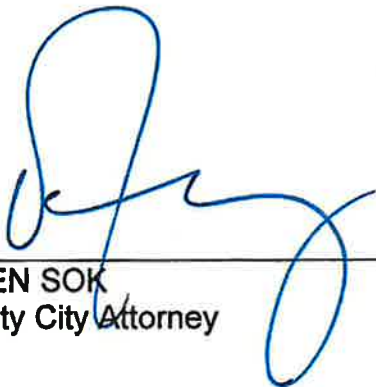
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CITY ATTORNEY:

The Office of the City Attorney has prepared and approved the proposed Agreement as to form and legality.

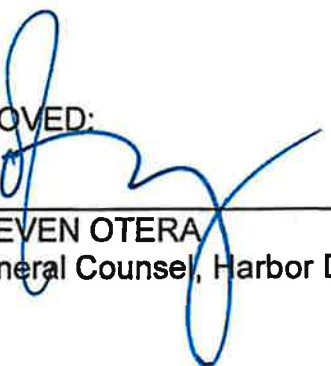
TRANSMITTALS:

1. Legal Services Agreement with Theodora Oringher PC



HELEN SOK
Deputy City Attorney

FIS Approval: JS
CA Approval: so

APPROVED:
By 
STEVEN OTERA
General Counsel, Harbor Department

APPROVED:
By Erica M. Calhoun for
EUGENE D. SEROKA
Executive Director

Board Meeting: March 13, 2025