

HARBOR DIVISION

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DATE: JUNE 1, 2021

FROM: OFFICE OF THE CITY ATTORNEY

**SUBJECT: RESOLUTION NO. _____ - LEGAL SERVICES AGREEMENT
BETWEEN THE CITY OF LOS ANGELES HARBOR DEPARTMENT AND
THE SOHAGI LAW GROUP APLC FOR ENVIRONMENTAL MATTERS**

SUMMARY:

The Office of the City Attorney (Office) requests the Board of Harbor Commissioners (Board) approve a Legal Services Agreement (Agreement) between the City of Los Angeles Harbor Department (Harbor Department) and The Sohagi Law Group, A Professional Law Corporation (Sohagi) for legal services related to environmental issues. The proposed term of the Agreement is three years. The proposed compensation authority for the Agreement is \$25,000. The Harbor Department is financially responsible for payment for legal services rendered 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 in accordance to Charter Section 1022 that the scope of work of the proposed Agreements can be more economically and feasibly provided by an independent contractor than by City employees;
3. Approve a Legal Services Agreement with The Sohagi Law Group APLC in the amount of \$25,000 for a three-year term;
4. Authorize the Executive Director and Board Secretary to execute and attest to the Agreements; 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 in connection with environmental matters, specifically issues under the California Environmental Quality Act (CEQA), National Environmental Policy Act (NEPA) and other environmental matters requiring specialized expertise in this highly specialized area of law.

Need for Services and Scope of Work – The Harbor Department has a significant volume of major capital improvement projects planned in the next three years comprising the proposed three-year contract period of the new Agreement (Transmittal 1). Because of the substantial nature and complexity of port terminal and infrastructure projects, environmental assessment often requires complex technical analysis and disclosures requiring specialized expertise, including environmental impact reports (EIRs) and mitigated negative declarations (MNDs) under CEQA and environmental impact statements (EISs) under the NEPA. The Harbor Department occasionally receives legal challenges under CEQA and NEPA requiring additional legal resources.

Because of the steady work in this area, the Office has in-house attorney staff specializing in CEQA and performs the majority of CEQA work in-house without the use of outside counsel. Despite this, the Office still has need for assistance from outside counsel when specialized expertise is necessary for complex or new legal issues, including interpreting frequent changes in CEQA law, and/or temporary spikes in work volume exceeding our in-house resources, such as heavy complex litigation. This assistance of outside counsel helps reduce risk of challenges delaying or stopping the Harbor Department's capital improvement projects that are vital to its strategic competitiveness and protection of Tidelands assets and revenues.

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Competitive Counsel Selection Process – On September 17, 2020, the Office published a Request For Proposal for outside counsel for environmental matters. Based on the review of the twelve written proposals submitted and interviews, the Office determined that The Sohagi Law Group was one of the most knowledgeable, experienced, and responsive firms in the area of environmental legal services. Two additional law firms (Meyers Nave APC and Remy Moose Manley LLP) were previously recommended and approved for agreements under a separate Board Report (May 6, 2021). The three firms possess specialized legal expertise and relevant experience. Additionally, the Office has developed a specific strategy to best leverage the three firms' different areas of expertise and rates to best meet the Department's anticipated needs for environmental legal services and advice. The description of proposed projects for Sohagi are listed below:

Law Firm	Project Assignment & Budget Source
Sohagi	General CEQA Advice (Operating Budget)

PROPOSED AGREEMENT TERMS:

- **Term:** Three years from date of signature (approximately 2021-2024)
- **Contract Authority:** Maximum amount not to exceed \$25,000
- **Scope of Work:** Advice and representation on local, state and federal environmental issues including CEQA and NEPA
- **Standard City and City Attorney Agreement provisions:** Including PSC-18 attached as Exhibit A to Agreement. All provisions are standard, with modified indemnity language, which has been approved by the Risk Management Division and City Attorney:

"Indemnity

To the fullest extent permitted by law, Outside Counsel undertakes and agrees to defend, indemnify and hold harmless the City, or any of its boards, officers, agents, employees, assigns and successors in interest (collectively the "Indemnitees") from and against all suits, and causes of action, claims, losses, demands and expenses, including but, not limited to, attorney's fees (both in house and outside counsel) and cost of litigation (including all actual litigation costs incurred by the City, including but not limited to, costs of experts and consultants), damages or liability of any nature whatsoever, for death or injury to any person, including Outside Counsel's employees and agents, or damage or destruction of any property of either party hereto or of third parties, arising in any manner by reason of the negligent acts, errors, omissions or willful misconduct in the performance of this Agreement by Outside Counsel or its subcontractors of any tier. Outside Counsel is responsible for such damages, liabilities, losses, costs and expenses on a comparative basis of fault between consultant and client after adjudication in

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court or disposition of the matter through mutual settlement that allocates the relative fault of the parties to the action. Rights and remedies available to the City under this provision are cumulative of those provided for elsewhere in this Agreement and those allowed under the laws of the United States, the State of California, and the City of Los Angeles. The provisions of this indemnity shall survive expiration or termination of this Agreement.”

ENVIRONMENTAL ASSESSMENT:

The proposed action is the approval of a legal services agreement between the Harbor Department and The Sohagi Law Group for legal services for environmental issues, 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 for the approval of a legal services Agreement with Sohagi for a three-year term and compensation authority of \$25,000. The Harbor Department is financially responsible for payment for legal services rendered under the proposed Agreement.

Funding in the amount of \$2,000 for Sohagi has been included in the Fiscal Year 2021-22 Operating Budget within the Harbor Department City Attorney’s Office Account No. 54410 (Legal Fees & Services), Center No. 0120 and Program No. 000, upon Board approval. Funding for future fiscal years, if necessary, will be requested to be budgeted as part of the annual budget adoption process, upon Board approval. A funding out clause is included in the Agreement. Spending under the proposed Agreement is detailed below:

Firm	FY21/22	FY 22/23	FY 23/24	TOTAL
The Sohagi Law Group	\$2,000	\$8,000	\$15,000	\$25,000

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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 The Sohagi Law Group APLC

FIS Approval: MB

CA Approval: SO

Steven Otera
JUSTIN HOUTERMAN
Deputy City Attorney

APPROVED:

By *Steven Otera*
JANNA B. SIDLEY
General Counsel, Harbor Department

APPROVED:

By *Marla Bleavins*
EUGENE D. SEROKA
Executive Director