

HARBOR DIVISION

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DATE: DECEMBER 15, 2021

FROM: OFFICE OF THE CITY ATTORNEY

SUBJECT: RESOLUTION NO. _____ - FIRST AMENDMENT TO LEGAL SERVICES AGREEMENT NO. 19-3690 WITH KUTAK ROCK LLP FOR BOND COUNSEL MATTERS

SUMMARY:

The Office of the City Attorney (Office) requests approval of the First Amendment to Agreement No. 19-3690 (First Amendment) between the City Los Angeles Harbor Department (Harbor Department) and Kutak Rock LLP (Kutak). The proposed First Amendment increases the maximum compensation authority by \$20,000 for a total maximum compensation of \$80,000. The authority is necessary to provide bond disclosure services, including the Harbor Department's annual continuing disclosure and assistance with the Harbor Department's disclosure obligations related to Alameda Corridor Transportation Authority finance transactions. The Harbor Department is financially responsible for payment for legal services rendered under Agreement No. 19-3690.

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 Agreement can be more economically and feasibly provided by an independent contractor than by City employees;
3. Approve the First Amendment to Legal Services Agreement No. 19-3690 with Kutak Rock LLP, to increase the compensation authority by \$20,000 for a maximum compensation authority of \$80,000;
4. Authorize the Executive Director and Board Secretary to execute and attest to the First Amendment; and
5. Adopt Resolution No. _____.

DISCUSSION:

Background – Following a competitive Request for Proposals process, Kutak was awarded a three-year agreement, Agreement No. 19-3690 (Transmittal 1), to provide legal services for bond counsel matters. Agreement No. 19-3690 commenced on October 7, 2019 for a three-year term with a maximum compensation not to exceed \$60,000. There is \$47,171 remaining on the contract.

First Amendment – The Office of the City Attorney requests that the Board approve the proposed First Amendment to increase the compensation authority by \$20,000. Kutak has provided legal services for bond counsel matters in recent years to the satisfaction of the City Attorney's office and Harbor Department. The authority for an additional \$20,000 is necessary for upcoming bond disclosure services, including the Harbor Department's annual continuing disclosure and assistance with the Harbor Department's disclosure obligations related to Alameda Corridor Transportation Authority finance transactions. This amendment will allow Kutak to continue providing uninterrupted service to the Harbor Department for these pending projects.

ENVIRONMENTAL ASSESSMENT:

The proposed action is the approval of a First Amendment to Agreement No. 19-3690 to increase the compensation authority for ongoing legal services for bond counsel 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.

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WITH KUTAK ROCK LLP

FINANCIAL IMPACT:

The proposed action is approval of a First Amendment to Agreement No. 19-3690 to increase the compensation authority. To date, \$12,829 in spending has been incurred under the Agreement. Funding for the legal services provided by Kutak in the amount of \$55,000 is available in the Fiscal Year (FY) 2021-22 Operating Budget within the Harbor Department City Attorney's Office Account No. 54410 (Legal Fees & Services), Division No. 120 and Program No. 000. Funding for future years, if necessary, will be requested as part of the annual budget adoption process. A funding out clause is included in the Agreement. Spending under Agreement No. 19-3690 has occurred and is anticipated to occur as follows:

FY 19-20	\$ 5,628.00
FY 20-21	\$ 7,201.00
FY 21-22	\$55,000.00
<u>FY 22-23</u>	<u>\$12,171.00</u>
	\$80,000.00

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CITY ATTORNEY:

The Office of the City Attorney has reviewed and approved the proposed First Amendment as to form and legality.

TRANSMITTALS:

1. Agreement No. 19-3690 with Kutak Rock LLP
2. First Amendment to Agreement No. 19-3690

FIS Approval: MB

CA Approval: SO

Steven Otera
MINAH PARK
Deputy City Attorney

APPROVED:

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

APPROVED:

By *Marla Bleavins*
EUGENE D. SEROKA
Executive Director

Author: Minah Park
Board Meeting: January 13, 2022