

BOARD OF PORT COMMISSIONERS CITY OF OAKLAND

**RESOLUTION APPROVING RETENTION OF THE LAW FIRMS
AND CONSULTING FIRMS DESCRIBED ON THE ATTACHED
APPENDIX A IN CONNECTION WITH WORK DESCRIBED
THEREIN AT A TOTAL CUMULATIVE COMPENSATION NOT TO
EXCEED \$3,844,500 FOR FISCAL YEAR 15-16.**

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated Agenda Report Item 6.5 dated June 25, 2015, and related agenda materials ("Agenda Report"), has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report, and in related agenda materials and in testimony received;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. Based upon the information contained in the Agenda Report and testimony received, the Board hereby finds and determines that the agreements with **the laws firms and consulting firms described on the attached Appendix A** constitute agreements for obtaining professional, technical and specialized services that are temporary in nature and that it is in the best interest of the Port to secure such services from those parties listed on Appendix A and waiving competitive procurement requirements.

SECTION 2. The Board hereby:

A. Approves the appointment of **the law firms described on the attached Appendix A**, as Special Counsel, part-time, pursuant to the provisions of Section 6.05 of Port Ordinance No. 867, as well as the consulting firms described on Appendix A to render expert assistance to the Port Attorney in connection with the matters described on Appendix A; the compensation of and reimbursement for out-of-pocket expenses incurred by said Special Counsel and consultants to be made from time to time as approved by the Port

Attorney, up to, but not to exceed those listed on Appendix A per firm for a total cumulative amount of \$3,844,500 for Fiscal Year 2015-2016, subject to adjustment during Fiscal Year 2015-2016 by the Port Attorney for amounts or for additional consultants under his contracting authority or by further Board action.

B. Authorizes the Port Attorney to i) execute the agreements with the law firms and consulting firms listed on Appendix A, and (ii) make such additions, modifications, or corrections as necessary to implement the agreements or to correct errors, subject to the limitations set forth herein and provided that any such addition, modification or correction does not materially differ from the terms and conditions set forth herein and in the Agenda Report.

SECTION 3. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective agreement.

FURTHER RESOLVED, that this resolution shall be effective immediately upon adoption by the Board.

Appendix A
PORT ATTORNEY'S OFFICE
PROPOSED OUTSIDE COUNSEL AND CONSULTANT BUDGET
FOR FISCAL YEAR 15-16

LAW FIRM/CONSULTING FIRM/COST ITEMS	MATTER NAMES	OPERATING	LEGAL CONTINGENCY	CIP	GASB 49	TOTAL LINE ITEM BUDGET
Anderson & Krieger LLP (Cambridge, MA)	Aviation Regulatory Matters	\$80,000				\$80,000
Archer Norris (Walnut Creek)	Sanchez v. Port of Oakland		\$20,000			
	Bealey v. Port of Oakland		\$25,000			
	Foltz v. Port of Oakland		\$25,000			
	Personal Injury/Property Damage		\$40,000			\$110,000
Baseline Environmental Consulting (Emeryville)	Technical Expert Services on GASB 49 Cost Recovery Matters (Various Site)				\$100,000	\$100,000
Briscoe Ivester & Bazel (San Francisco)	Tideland Trust	\$15,000				\$15,000
Bryan Cave (Chicago, IL)	North Field RSA (GASB49: but being tracked initially under Capital))				\$150,000	\$150,000
Burke Williams & Sorenson (Oakland)	Port v. Marilyn Hartman					
	Protest/Operation Interruptions		\$30,000			
Dana Gordon (Piedmont)	Library Services	\$4,000	\$30,000			\$60,000
Dawn L. Grater (Richmond)	General Insurance Support/Recoveries		\$30,000			\$4,000
Donahue Fitzgerald (Oakland)	Terminal Operators (PA, SSAT, etc)		\$100,000		\$50,000	\$80,000
	Lease/Contract Disputes and Claims					
	Real Estate/Leasing	\$70,000				
	Copyright/Trademark Advice	\$20,000				\$190,000
Drinker Biddle & Reath LLP (Los Angeles)	Benefits	\$50,000				\$50,000
Edgcomb Law Group (San Francisco)	Schnitzer Steel				\$65,500	\$65,500
Farella Braun + Martel LLP (San Francisco)	General Risk Management and Cost Recovery Advice		\$150,000			
	UniteHere/Host and SSAT/Ports America Insurance Claims		\$100,000			
	GASB 49 Cost Recovery Claims Against Insurance Carriers/Insurance Advice Related to Pollution Conditions				\$200,000	\$450,000
Fenwick & West LLP (Mt. View)	Employment Advice/Claims	\$20,000	\$50,000			\$70,000
Gordon Creed Kelly Holl & Sugerman (San Francisco)	Public Records Act Request and/or Response Assistance (for unusually large complex requests)		\$25,000			
	Personal Injury/Property Damage		\$40,000			\$45,000
Gordon & Pollard LLP (San Francisco)	Litigation Strategies and Appeals/Other Advice	\$10,000	\$75,000			\$85,000
Hanson Bridgett (San Francisco)	Employment Advice/Claims		\$80,000			

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	Ethics	\$20,000				
Jarvis Fay Dapporto & Gibson LLP (Oakland)	Records Retention/E-Discovery	\$25,000				\$125,000
	Public Works Contracting Advice (General)	\$20,000				
	Bid/Proposal Protests Advice	\$15,000				
	International Arrivals Building RFP			\$75,000		
	7th Street Grade Separation RFP/Construction Documents			\$50,000		\$160,000
JSP Associates (San Francisco)	Trespass & Business Interruption Labor/Employment Advice	\$40,000	\$50,000			\$50,000
Liebert Cassidy & Whitmore (Los Angeles)	Labor/Employment Claims					\$80,000
O'Melveny & Myers LLP (Los Angeles)	Railroad Advice & Consultation	\$10,000	\$40,000			
	Bond/Finance Matters	\$70,000				\$80,000
On Demand (San Francisco)	File Room Project	\$25,000				
	Records Retention Schedule Advice and Port Attorney Migration to Electronic Records	\$35,000				\$60,000
Orrick Herrington & Sutcliffe (San Francisco)	Tax Matters	\$90,000				\$90,000
Perkins Coie LLP (San Francisco)	General CEQA Advice/Litigation	\$50,000	\$50,000			\$150,000
	Utilities	\$50,000				
Ramsey Law Group (Lafayette)	General Commercial Collection and Flightwatch (Aviation Collections)		\$30,000			\$40,000
	Labor Negotiations/Labor Advice	\$75,000	\$50,000			\$125,000
Rudder Law Group (Alameda)	Aviation Regulations and Permitting	\$80,000				
	EPA Administrative Order		\$150,000			
Saul Ewing (D.C.)	Transportation Network Companies (TNCs)		\$50,000			\$280,000
	Shipping Act Advice; Terminal Leasing	\$80,000	\$20,000			
Schnader Harrison & Segal & Lewis (San Francisco)	Potential Litigation - Ports America; SSAT		\$100,000			\$200,000
	Aviation Regulations and Compliance	\$40,000				

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	CMC/Grewal Litigation		\$100,000			
SSL Law Firm (San Francisco)	Tarfere/Ground Transportation Claims & Planning/Land Use	\$20,000	\$25,000			\$165,000 \$20,000
Wendel Rosen Black & Dean (Oakland)	Potential Litigation - Ports America; SSAT		\$100,000			
	Clean Water/Environmental Regulatory PRP Cost Recovery		\$125,000		\$150,000	
	Utilities	\$20,000				
	General Construction	\$30,000				
	Construction Claims and Litigation		\$200,000			
	Miscellaneous Bankruptcy		\$20,000			\$645,000
OUTSIDE COUNSEL/CONSULTANT BUDGET		\$1,064,000	\$1,940,000	\$125,000	\$715,500	\$3,844,500