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**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

**RESOLUTION APPROVING AND AUTHORIZING THE
EXECUTIVE DIRECTOR TO WAIVE FORMAL
COMPETITION AND ENTER INTO A PROFESSIONAL
SERVICES AGREEMENT WITH ABSOLUTE
CONSULTING, INC., DBA ABSOLUTE CONSULTING
SOFTWARE DEVELOPMENT, INC., FOR ADVANCED-
LEVEL ORACLE ENTERPRISE RESOURCE PLANNING
SYSTEM SUPPORT FOR THREE YEARS WITH TWO,
ONE-YEAR EXTENSION OPTIONS, FOR A TOTAL
AMOUNT NOT TO EXCEED \$1,300,000.**

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report for Agenda Item No. 2.4, dated May 13, 2021, 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 in testimony received, the Board finds and determines that:

A. The requested action is not subject to the California Environmental Quality Act ("CEQA") as it is not a "project" as defined by Section 15378 of the CEQA Guidelines because it can be seen with certainty that entering into the requested contract will not have the potential to result in a direct or indirect physical change in the environment.

B. The requested action is for obtaining professional and technical services that are temporary in nature, is in the public interest because of economy and better performance, and will not result in the loss of employment or salary by any person having permanent status in the competitive service.

Section 2. The Board hereby approves and authorizes the Executive Director to:

- A. Waive competitive procurement procedures and to enter into a professional services agreement with **Absolute Consulting, Inc., dba Absolute Consulting Software Development, Inc.**, for advanced-level Oracle Enterprise Resource Planning support for three years with two, one-year extension options, for a total amount not to exceed \$1,300,000, subject to approval as to form and legality by the Port Attorney; and
- B. Make any additions, modifications, or corrections necessary to execute the professional services agreement or to correct errors, subject to the limitations set forth herein, provided that any addition, modification, or correction does not materially differ from the terms and conditions set forth herein and in the Agenda Report, and are approved as to form and legality by the Port Attorney.

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 Port. This resolution approves and authorizes the execution of a contract in accordance with the terms of this resolution. Unless and until a separate written contract 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 contract.

Section 4. This resolution shall be effective immediately upon adoption by the Board.