

STAFF REPORT FOR CALENDAR ITEM NO.: 8.2
FOR THE MEETING OF: September 14, 2017

TRANSBAY JOINT POWERS AUTHORITY

BRIEF DESCRIPTION:

Extending the term for the current bench of law firms providing services in their respective practice areas on an as-needed basis by two years, without increasing the maximum compensation allowed for the bench.

EXPLANATION:

Following a 2012 RFP process, the TJPA Board approved the execution of Professional Services Agreements for Legal Services with the following bench of law firms:

- Shute, Mihaly & Weinberger LLP, real estate, general counsel
- Seyfarth Shaw LLP, construction counsel
- Renne Sloan Holtzman Sakai LLP, labor and employment counsel
- Nixon Peabody LLP, public and private finance counsel

Each firm has an agreement to provide legal services in their respective practice areas on an as-needed basis for five year terms, with the option to extend each for three additional years. Work is authorized via written Requests for Services (RFS) and billed hourly at the rates included in each respective agreement. The total compensation across all bench agreements was originally capped at \$8 million; in March 2015, the TJPA Board authorized an increase to \$10 million and in May 2016 an increase to \$15 million was authorized. Of the \$15 million, \$13.3 million has been committed, and \$12.4 million expended. At this time, it is not anticipated that any further increases to the bench maximum compensation would be needed, although that may be subject to change depending upon the amount of legal work necessary for closeout of the project.

Each of the agreements does require an extension, however; each with expiration dates as shown below:

Shute, Mihaly & Weinberger LLP	8/31/17
Seyfarth Shaw LLP	9/18/17
Renne Sloan Holtzman Sakai LLP	8/31/17
Nixon Peabody LLP	9/20/17

RECOMMENDATION:

TJPA staff recommends that the TJPA Board authorize the Executive Director to extend the term of each agreement under the current bench of law firms for an additional two years, preserving one year of optional extension in the future.

ENCLOSURES:

1. Resolution

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

Resolution No. _____

WHEREAS, The Transbay Joint Powers Authority (TJPA) is ultimately responsible for the Transbay Program, including the Transbay Transit Center and associated facilities, the Caltrain Downtown Rail extension, associated land acquisition, and for assisting the successor entity to the San Francisco Redevelopment Agency with the Transbay Redevelopment Plan, and requires legal services to fulfill this responsibility; and

WHEREAS, On May 15, 2012, the TJPA issued a Request for Proposals (RFP) for Legal Services to provide a broad range of general and specialized legal advice and representation; and

WHEREAS, The TJPA received nineteen responses to the RFP that met all minimum requirements; and

WHEREAS, A selection committee evaluated proposals and interviewed ten firms, and ranked four of those firms with the highest scores in four respective practice areas; and

WHEREAS, Those four firms and practice areas are Shute, Mihaly & Weinberger LLP (SMW) – real estate, general counsel, Seyfarth Shaw LLP (Seyfarth) – construction counsel, Renne Sloan Holtzman Sakai LLP (RSHS) – labor counsel, and Nixon Peabody LLP (Nixon) – public/private finance counsel; and

WHEREAS, On September 13, 2012, the TJPA Board of Directors authorized the Executive Director to create a bench of firms and execute Legal Services Agreements with SMW, Seyfarth, RSHS and Nixon (Attorneys) for terms of five years each, with an option to extend each agreement for up to three years, and maximum compensation under all of the agreements together not to exceed \$8,000,000; and

WHEREAS, On March 12, 2015, the TJPA Board authorized an increase to the maximum compensation under all of the agreements together not to exceed \$10,000,000; and

WHEREAS, On May 12, 2016, the TJPA Board authorized an increase to the maximum compensation under all of the agreements together not to exceed \$15,000,000; and

WHEREAS, The services provided by the Attorneys continue to be required, and TJPA desires to extend the terms for the four Legal Services Agreements by two years each at this time, with no increase to the maximum compensation; now, therefore, be it

RESOLVED, That the TJPA Board of Directors authorizes the Interim Executive Director to amend the Legal Services Agreements with the Attorneys, to extend the term of each Agreement by two years at this time.

I hereby certify that the foregoing resolution was adopted by the Transbay Joint Powers Authority Board of Directors at its meeting of September 14, 2017.

Secretary, Transbay Joint Powers Authority