



RESOLUTION AWARDING THREE-YEAR LEGAL SERVICE CONTRACTS, WITH AN OPTION EXTEND FOR TWO ADDITIONAL ONE-YEAR PERIODS, TO NOSSAMAN LLP AND WENDEL, ROSEN, BLACK & DEAN LLP, IN A COMBINED TOTAL AMOUNT NOT TO EXCEED \$750,000 FOR GENERAL LEGAL COUNSEL SERVICES, AND AUTHORIZING THE EXECUTIVE DIRECTOR TO NEGOTIATE THE CONTRACT PAYMENT TERMS AND NON-MATERIAL CONTRACT TERMS AND CONDITIONS

WHEREAS, The Transportation Authority contracts with City departments and outside firms for certain specialized professional services in areas where factors like costs, work volume or the degree of specialization required would not justify the use of in-house staff; and

WHEREAS, The City Attorney's Office advises the Transportation Authority in resolving routine contract legal matters and Nixon Peabody LLP and Squire Sanders & Dempsey LLP act as bond counsel for the Transportation Authority's commercial paper program; and

WHEREAS, The Transportation Authority currently contracts with Nossaman LLP for specialized transportation legal counsel services, and that contract will be in its fifth year and expires on June 30, 2015; and

WHEREAS, The Transportation Authority's policy is to competitively re-bid professional services contracts after five years; and

WHEREAS, Given the wide range of desired proficiencies and experience, there is a need for broad and deep access to legal services, therefore staff proposes to contract with two firms which the Transportation Authority may call upon, which will also mitigate any conflicts of interest, increase competition and allow for improved responsiveness; and

WHEREAS, On December 12, 2014, the Transportation Authority issued a Request for Proposals (RFP) for legal counsel services; and



WHEREAS, The Transportation Authority received seven proposals in response to the RFP by the due date of January 12, 2015; and

WHEREAS, A review panel comprised of Transportation Authority staff interviewed the four top-ranked firms on January 21, 2015; and

WHEREAS, Based on the competitive selection process, the review panel recommended award of legal services contracts to the two top-ranked firms of Nossaman and Wendel, Rosen, Black & Dean LLP (Wendel Rosen); and

WHEREAS, The scope of work described in the RFP is anticipated in the Transportation Authority's adopted Fiscal Year 2014/15 work program and budget through relevant projects and studies, and sufficient funds will be included in future fiscal year budgets to cover the cost of these contracts; and

WHEREAS, The legal services will be funded from a combination of federal, state, regional and Prop K funds; and

WHEREAS, At its March 25, 2015 meeting, the Citizens Advisory Committee considered and adopted a motion of support for the staff recommendation; and

WHEREAS, At its April 14, 2015 meeting, the Finance Committee reviewed and unanimously recommended approval of the staff recommendation; now, therefore, be it

RESOLVED, That the Transportation Authority hereby awards three-year legal service contracts, with an option to extend for two additional one-year periods, to Nossaman and Wendel Rosen, in a combined total amount not to exceed \$750,000 for general legal counsel services; and be it further

RESOLVED, That the Executive Director is hereby authorized to negotiate contract payment terms and non-material contract terms and conditions; and be it further

RESOLVED, That for the purposes of this resolution, "non-material" shall mean contract



terms and conditions other than provisions related to the overall contract amount, terms of payment, and general scope of services; and be it further

RESOLVED, That notwithstanding the foregoing and any rule or policy of the Transportation Authority to the contrary, the Executive Director is expressly authorized to execute agreements and amendments to agreements that do not cause the total agreement value, as approved herein, to be exceeded and that do not expand the general scope of services.



The foregoing Resolution was approved and adopted by the San Francisco County Transportation Authority at a regularly scheduled meeting thereof, this 28th day of April, 2015, by the following votes:

**Ayes:** Commissioners Breed, Campos, Christensen, Cohen, Farrell, Kim, Mar, Tang, Wiener and Yee (10)

**Nays:** (0)

**Absent:** Commissioner Avalos (1)

Scott Wiener 4/30/15

Scott Wiener  
Chair

Date

ATTEST:

Tilly Chang 4/30/15

Tilly Chang  
Executive Director

Date