



RESOLUTION AWARDING THREE YEAR PROFESSIONAL SERVICES CONTRACTS, WITH AN OPTION TO EXTEND FOR TWO ADDITIONAL ONE-YEAR PERIODS, TO NOSSAMAN LLP; MEYERS NAVE RIBACK SILVER & WILSON; AND WENDEL, ROSEN, BLACK & DEAN LLP; IN A COMBINED AMOUNT NOT TO EXCEED \$1,000,000 FOR ON-CALL GENERAL LEGAL COUNSEL SERVICES AND AUTHORIZING THE EXECUTIVE DIRECTOR TO NEGOTIATE CONTRACT PAYMENT TERMS AND NON-MATERIAL CONTRACT TERMS AND CONDITIONS

WHEREAS, The Transportation Authority is seeking professional services of legal firms experienced in matters related to the operation of public entities to provide on-call general legal counsel services; and

WHEREAS, The Transportation Authority has a need for broad and deep access to specialized transportation legal services given the wide range of desired proficiencies and experience, the amount and complexity of the Transportation Authority's and Treasure Island Mobility Management Agency's (TIMMA's) work programs, as well as occasional conflicts of interest or availability that arise for specific efforts; and

WHEREAS, Staff propose to contract with multiple legal firms which will enable the Transportation Authority and TIMMA to enlist the services of a broad range of legal consultants on an on-call, as-needed basis; and

WHEREAS, On May 7, 2019, the Transportation Authority and TIMMA issued a joint Request for Qualifications (RFQ) for on-call general legal counsel services to support the Transportation Authority's and TIMMA's work programs over the next three years; and

WHEREAS, The Transportation Authority received six statements of qualifications in response to the RFQ by the due date of June 6, 2019; and



WHEREAS, A selection panel comprised of Transportation Authority staff evaluated the statements of qualifications based on qualifications and other criteria identified in the RFQ, and interviewed the three top-ranked firms on June 19, 2019; and

WHEREAS, Based on the competitive selection process defined in the RFQ evaluation criteria, the selection panel recommended awarding contracts to the three highest-ranked firms of Nossaman LLP; Meyers Nave Riback Silver & Wilson; and Wendel, Rosen, Black & Dean LLP; and

WHEREAS, The selection panel recommended that the Transportation Authority and TIMMA both award contracts to the same three firms, as both agencies share legal resources, which will enhance staff efficiency in issuing task orders and supporting project needs; and

WHEREAS, The Transportation Authority's portion of the scope of work described in the RFQ is anticipated in the Transportation Authority's adopted Fiscal Year 2019/20 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 professional services contracts will be funded by a combination of federal and/or state grants from the California Department of Transportation and the Metropolitan Transportation Commission, local agency contributions, and Prop K sales tax funds; and

WHEREAS, At its June 26, 2019 meeting, the Citizens Advisory Committee considered and unanimously adopted a motion of support for the staff recommendation; now, therefore, be it

RESOLVED, That the Transportation Authority hereby awards three-year professional services contracts, with an option to extend for two additional one-year periods, to Nossaman LLP; Meyers Nave Riback Silver & Wilson; and Wendel, Rosen, Black & Dean LLP; in a combined amount not to exceed \$1,000,000 for on-call 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.

Attachment:

1. Scope of Services



The foregoing Resolution was approved and adopted by the San Francisco County Transportation Authority at a regularly scheduled meeting thereof, this 23rd day of July, 2019, by the following votes:

Ayes: Commissioners Brown, Fewer, Haney, Mandelman, Mar, Peskin, Ronen, Safai, Stefani, Walton and Yee (11)

Aaron M. Peskin 7-23-19

Aaron Peskin
Chair

Date

ATTEST: *Tilly Chang* 7/25/19

Tilly Chang
Executive Director

Date

Attachment 1
Scope of Services

The Transportation Authority is seeking the services of legal firms experienced in matters related to the operation of public entities. The below example task types are representative of needs in the coming three years – additional undetermined task types are anticipated to be needed and not all task types listed below will necessarily be produced under these contracts. The Transportation Authority may assign tasks on these qualifications as well as capabilities, experience, availability, and conflicts of interests, if any. Contractors are not guaranteed a task under these contracts.

Task Types:

1. **Parliamentary Procedure and Rules for Transportation Authority Board and Citizens Advisory Committee.** Attendance at board and committee meetings and consultation on Rules of Order, Ralph M. Brown Act, Administrative Code, City and County of San Francisco Elections Code, San Francisco Sunshine Ordinance, and conflict of interest issues. Contractor will be expected to attend the monthly meetings of the Transportation Authority Board and Committees.
2. **Administration. Personnel:** As needed, advise regarding all labor-related issues such as benefits, hiring, discipline, termination, and review of internal policies and procedures. **Contracts:** As needed, review and/or draft legal documents including procurements, contracts, specifications, and standard grant agreements, including necessary legal opinions on restrictions, revisions, claims, default liability, protests and appeals. **Public Records Act:** As needed, advise on public records requests regarding scope of request, reviewing records, and approach to retrieving/releasing records.
3. **Financial.** Assist in the review of financial, budgetary and debt program matters, including developing opinions on debt issuance documents and offering memoranda, financial presentations, representations and audit documents, and review of investment, debt and fiscal policies.
4. **Sales Tax (Proposition K) and Vehicle Registration Fee (Proposition AA) Administration.** Address questions regarding the validity, collection, administration and use of sales tax and vehicle registration fee revenues. Assist with the Transportation Authority Strategic Plan funding requirements, categories and subcategories, requirements applicable to the Transportation Authority and sponsoring agencies; reimbursement eligibility; applicability of environmental and other state or federal requirements; and the like.
5. **Congestion Management Program and Transportation Fund for Clean Air Program.** Review issues of jurisdiction and legal authority, environmental requirements, restrictions, formation and legislation, and state and federal requirements.
6. **Planning and Project Development Support (e.g. Lombard Reservation System, Downtown Congestion Pricing, and U.S. 101/I-280 Managed Lanes).** Review issues of jurisdiction and legal authority; support environmental requirements; develop, review and/or advise on policy and operating agreements; develop and/or review vendor and operator procurement documents and contracts; and advise on local, state, and federal requirements and legislation.
7. **Legislation.** Assist in drafting or reviewing legislation and the legislative process, from the local to the federal level.

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Scope of Services

8. **Litigation.** Prepare necessary documents, provide legal representation in court as required to initiate and prosecute or respond to lawsuits, and support mediation and negotiations (settlement) as needed.
9. **General Advice.** Provide verbal or written advice, as requested by the Transportation Authority, on questions concerning the conformity of any contemplated action of the Transportation Authority with applicable law and other matters, including providing guidance on the Transportation Authority's projects.
10. **Miscellaneous.** Provide verbal or written advice relating to California Environmental Quality Act/National Environmental Policy Act, construction (including construction manager general contractor), right of way, real estate and land use, state transportation finance, regional transportation planning and programming, and public private partnerships, among others.