

**THIS STAFF REPORT COVERS CALENDAR ITEM NO.: 7.2
FOR THE MEETING OF: February 15, 2007**

TRANSBAY JOINT POWERS AUTHORITY

BRIEF DESCRIPTION:

Authorize the Executive Director to execute Amendment #3 to the Request for Services #1 to Shute, Mihaly & Weinberger LLP to add additional legal services without any change to the budgeted amount under Request for Services #1.

SUMMARY:

In April 2005, the Transbay Joint Powers Authority (TJPA) Board of Directors authorized the Executive Director to execute a Legal Services Agreement (“Agreement”) with Moscone, Emblidge & Quadra LLP and its team of law firms, including Shute, Mihaly & Weinberger LLP (SMW). The Agreement provides that the law firms will furnish legal advice and litigation services to the TJPA for a term of three years at a cost not to exceed \$3,000,000.

Based on the Agreement, the TJPA issued Request for Services #1 to SMW in the amount of \$425,000. Request for Services #1 identifies those legal services that SMW will provide to the TJPA, including services relating to land acquisition and land use matters, and CEQA compliance.

On July 21, 2005, the Board approved Amendment #1 to Request for Services #1, increasing the budgeted amount of the Request for Services #1 to \$725,000. On March 16, 2006, the Board approved Amendment #2 to Request for Services #1, increasing the budget amount of the Request for Services #1 to \$1,425,000.

In addition to those services already provided by SMW under Request for Services #1, TJPA staff recommends that SMW also furnish day to day legal advice as needed, and attend TJPA Board of Directors meetings and other meetings as required. The attached Resolution authorizes the TJPA Executive Director to execute Amendment #3 to Request for Services #1, requesting SMW to provide such additional services to the TJPA without any change to the budgeted amount.

ENCLOSURES:

1. Resolution
2. Amendment #3 to Request for Services #1

RECOMMENDATION:

Adopt the resolution authorizing the Executive Director to execute Amendment #3 to Request for Services #1.

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

Resolution No. _____

WHEREAS, In Resolution No. 05-007 the Transbay Joint Powers Authority (TJPA) Board of Directors: (1) authorized the Executive Director to execute a Legal Services Agreement with Moscone, Emblidge & Quadra LLP and its team of law firms for advice and litigation services for a term of three years at a cost not to exceed \$3,000,000; (2) required the Executive Director to present to the TJPA Board of Directors any Request for Services in excess of \$150,000; and (3) approved the Legal Services Agreement dated as of April 1, 2005, containing Request for Services #1 to Shute, Mihaly & Weinberger LLP (SMW) in the amount of \$425,000; and

WHEREAS, On July 21, 2005 in Resolution 05-011 the TJPA Board of Directors approved Amendment #1 to Request for Services #1 to SMW, increasing the budgeted amount of Request for Services #1 to \$725,000; and

WHEREAS, On March 16, 2006 in Resolution 06-004 the TJPA Board of Directors approved Amendment #2 to Request for Services #1 to SMW, increasing the budgeted amount of Request for Services #1 to \$1,425,000; and

WHEREAS, The TJPA seeks the services of SMW to furnish day to day legal advice as needed, and attend TJPA Board of Directors meetings and other meetings as required (“the Services”); and

WHEREAS, The Services are within the scope of the Legal Services Agreement with SMW; and

WHEREAS, Amendment #3 to Request for Services #1 does not include any change to the budgeted amount under Request for Services #1, as amended, of \$1,425,000; now, therefore, be it

RESOLVED, That the TJPA Board authorizes the Executive Director to execute Amendment #3 to Request for Services #1 to SMW to furnish day to day legal advice as needed, and attend TJPA Board of Directors meetings and other meetings as required without any change to the budgeted amount under Request for Services #1.

I hereby certify that the foregoing resolution was adopted by the Transbay Joint Powers Authority Board of Directors at its meeting of February 15, 2007.

Secretary, Transbay Joint Powers Authority

**Transbay Joint Powers Authority
Amendment #3 to Request for Services #1
Shute, Mihaly & Weinberger LLP**

The scope of services in Request for Services #1 to Shute, Mihaly & Weinberger LLP, approved by the TJPA Board of Directors on July 21, 2005 in Resolution No. 05-011, is hereby revised to add the following scope of services:

Furnish day to day legal advice as needed, and attend TJPA Board of Directors meetings and other meetings as required.

All other provisions of the Request for Services #1, and the Legal Services Agreement and Master Description of Services, dated as of April 1, 2005, shall remain in full force and effect. In particular, there shall be no change to the budget under Request for Services #1, as amended, of \$1,425,000.

AUTHORIZED:

DATE: _____

Maria Ayerdi, Executive Director
Transbay Joint Powers Authority

ACCEPTED:

DATE: _____

Ellen J. Garber
Shute, Mihaly & Weinberger LLP