

DRAFT

RESOLUTION 20xx-xxx

**RESOLUTION CONSENTING TO ASSIGNMENT
AND ASSUMPTION OF AN AGREEMENT FOR
AS-NEEDED STRATEGIC MARKETING AND
COMMUNICATIONS SERVICES FROM MJE
MARKETING SERVICES, INC. (“MJE”) TO MOORE
IACOFANO GOLTSMAN, INC. (“MIG”)**

WHEREAS, the San Diego Unified Port District (District) is a public corporation created by the legislature in 1962 pursuant to Harbors and Navigation Code Appendix 1, (Port Act); and

WHEREAS, the Board of Port Commissioners (BPC) adopted BPC Policy No. 110 to establish a policy governing the processing and administration of public projects, consulting and service agreements, the purchasing of supplies, materials, and equipment, and grants; and

WHEREAS, on December 13, 2016, the Board of Port Commissioners adopted a resolution authorizing an agreement with MJE Marketing Services, Inc. (“MJE”) for as-needed Strategic Marketing and Communications Services; and

WHEREAS, a contract with MJE was executed in order to carry out the resolution, and to provide as-needed services to the Marketing & Communications Department. Among other projects, MJE has provided essential copywriting support for the District’s flagship Maritime Month campaign, scriptwriting for a Port Security video, and as-needed writing support on various issues of importance to the District; and

WHEREAS, effective January 1, 2018, MJE merged with a firm, Moore Iacofano Goltsman, Inc. (“MIG”); and

WHEREAS, MIG is based in Berkeley and has worked within San Diego County for a decade; and

WHEREAS, the MJE staff joined MIG, and Marlee Ehrenfeld, president of MJE, became an employee at MIG; and

WHEREAS, the former MJE office is henceforth referred to as MIG/MJE; and

WHEREAS, it is MIG’s intent that MIG/MJE will continue to perform the services under the existing contracts, and that Marlee Ehrenfeld will continue to be the Project Manager for the District’s contract; and

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WHEREAS, MIG has acquired substantially all of the assets of MJE, including MJE's rights and interest in and to the MJE contracts existing as of the effective date; and

WHEREAS, as a result of this agreement, MJE assigned its existing contracts to MIG effective January 1, 2018, including the Agreement for As-Needed Marketing and Communications Services for the District. MIG has committed in writing that all MJE contracts will be honored under the same terms and conditions as were agreed by MJE including total contract amounts and billing rates; and

WHEREAS, District Marketing & Communications staff has done due diligence and determined that project budgets and timelines will not be affected by this transfer of rights and obligations; therefore, staff recommends this assignment and assumption of the District's agreement to MIG.

NOW, THEREFORE, BE IT RESOLVED that the Board of Port Commissioners of the San Diego Unified Port District, hereby consents to the Assignment and Assumption of an Agreement for As-Needed Marketing & Communications Services from MJE Marketing Services, Inc. ("MJE") to Moore Iacofano Goltsman, Inc. ("MIG").

APPROVED AS TO FORM AND LEGALITY:
GENERAL COUNSEL

By: Assistant/Deputy

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 10th day of April, 2018, by the following vote: