

**DRAFT**

**RESOLUTION 20xx-xxx**

**RESOLUTION AUTHORIZING THE GENERAL COUNSEL TO EXECUTE AMENDMENT NO. 1 TO THE AGREEMENT FOR EXPERT CONSULTANT SERVICES WITH KLEINFELDER, INC. FOR A NEW MAXIMUM AMOUNT PAYABLE OF \$275,000; AMENDMENT NO. 1 TO THE AGREEMENT FOR EXPERT CONSULTANT SERVICES WITH WINDWARD ENVIRONMENTAL, LLC FOR A NEW MAXIMUM AMOUNT PAYABLE OF \$210,000; AND AMENDMENT NO. 1 TO THE AGREEMENT FOR EXPERT CONSULTANT SERVICES WITH NEWFIELDS COMPANIES, LLC FOR A NEW MAXIMUM AMOUNT PAYABLE OF \$170,000; FY 2020 EXPENDITURES ARE BUDGETED**

**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; and

**WHEREAS**, the Board of Port Commissioners (BPC) adopted BPC Policy No. 110 to establish a policy governing the processing and administration of service and consulting agreements; and

**WHEREAS**, the Office of the General Counsel is responsible for providing legal advice and representation to the Board of Port Commissioners, the CEO and executive team, as well as all departments of the District, including representing the District in litigation and administrative proceedings, and advises the District on transactions, policies and other matters; and

**WHEREAS**, in addition to the utilization of in-house attorneys and experts, the Office of the General Counsel sometimes utilizes the services of outside expert consultants to assist in its representation of the District in legal matters; and

**WHEREAS**, this agenda seeks Board authorization for the General Counsel to execute amendments to three expert consultant agreements; and

**WHEREAS**, details regarding the specific matters for which these agreements are proposed are protected by the attorney/client and work product privileges and are discussed in a separate confidential attorney-client privileged memorandum to the Board

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**WHEREAS**, the Office of the General Counsel recommends the BPC authorize the General Counsel to execute amendments to the agreements for expert consultant services, as follows: Amendment No. 1 to Agreement with Kleinfelder, Inc. for a new maximum amount payable of \$275,000; Amendment No. 1 to Agreement with Windward Environmental, LLC for a new maximum amount payable of \$210,000; and Amendment No. 1 to Agreement with Newfields Companies, LLC for a new maximum amount payable of \$170,000; and

**WHEREAS**, funds for these agreements are available in the current FY 2019-2020 budget for the Office of the General Counsel.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Port Commissioners of the San Diego Unified Port District that the General Counsel is authorized to execute Amendment No. 1 to Agreement with Kleinfelder, Inc. for a new maximum amount payable of \$275,000; Amendment No. 1 to Agreement with Windward Environmental, LLC for a new maximum amount payable of \$210,000; and Amendment No. 1 to Agreement with Newfields Companies, LLC for a new maximum amount payable of \$170,000.

APPROVED AS TO FORM AND LEGALITY:  
GENERAL COUNSEL

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By: Assistant/Deputy

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 16<sup>th</sup> day of September 2019, by the following vote: