



Legislation Text

File #: 2018-0076, **Version:** 1

DATE: April 10, 2018

SUBJECT:

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

EXECUTIVE SUMMARY:

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 & Communications Services. MJE recently merged with a firm, Moore Iacofano Goltsman, Inc. ("MIG"). Therefore, MJE has agreed to assign its existing contracts to MIG effective January 1, 2018, which is not anticipated to have any effect on District projects or timelines.

RECOMMENDATION:

Adopt a Resolution Consenting to Assignment and Assumption of a Strategic Marketing & Communications Services Agreement from MJE Marketing Services, Inc. ("MJE") to Moore Iacofano Goltsman, Inc. ("MIG").

FISCAL IMPACT:

The proposed Board action would have no additional fiscal impact to the District.

COMPASS STRATEGIC GOALS:

This agenda item supports the following Strategic Goal:

- A Port that the public understands, trusts and values.

DISCUSSION:

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 & Communications Services. 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.

Effective January 1, 2018, MJE merged with a firm, Moore Iacofano Goltsman, Inc. ("MIG"). MIG is based in Berkeley and has worked within San Diego County for a decade. The MJE staff joined MIG, and Marlee Ehrenfeld, president of MJE, became an employee at MIG. The former MJE office is henceforth referred to as MIG/MJE. 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. 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.

As a result of this agreement, MJE assigned its existing contracts to MIG effective January 1, 2018, including the Agreement for As-Needed Marketing & 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.

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.

General Counsel's Comments:

The Office of the General Counsel has reviewed the issues set forth in this agenda and found no legal concerns as presented and has reviewed and approved the assignment and assumption agreement as to form and legality.

Environmental Review:

The proposed Board direction or action, including without limitation, a resolution consenting to assignment and assumption of an agreement for as needed marketing and communications services, does not constitute a "project" under the definition set forth in California Environmental Quality Act (CEQA) Guidelines Section 15378 because it will not have a potential to result in a direct or indirect physical change in the environment and is, therefore, not subject to CEQA. No further action under CEQA is required.

In addition, the proposed Board direction or action is consistent with Sections 30, 81, and 82 of the Port Act, which allow the Board to promote the maritime and commercial interests by proper advertisement of its advantages, including the use of funds for these purposes. The Port Act was enacted by the California Legislature and is consistent with the Public Trust Doctrine. Consequently, the proposed Board action is consistent with the Public Trust Doctrine.

The proposed Board direction or action does not allow for "development," as defined in Section 30106 of the California Coastal Act, or "new development," pursuant to Section 1.a. of the District's Coastal Development Permit Regulations. Therefore, issuance of a Coastal Development Permit or exclusion is not required.

Equal Opportunity Program:

Not applicable.

PREPARED BY:

Tanya Castaneda
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Attachment(s):

Attachment A: District Agreement 247-2016SN MJE Marketing Services, Inc.

Attachment B: Signed Assignment Agreement