



Selection of General Counsel

April 26, 2021

JPB Finance Committee

Summary

- Recommend award of a contract to Olson Remcho, LLP for general counsel services and to manage specialized legal services provided by other firms for the Peninsula Corridor Joint Powers Board (JPB)

Agenda for Discussion

- Ad Hoc Board Committee on General Counsel Selection
- Scope of General Counsel Services
- Procurement Process
- Selection of Olson Remcho
- Onboarding Plan

Background

- On August 6th, the JPB adopted Resolution 2020-42:

“That the JPB Board shall appoint an independent counsel (and shall not have the same counsel as any member agency) by January 31, 2021, to represent the JPB...”

Ad Hoc Committee Process

- Ad Hoc committee comprised of Board Members, staff and subject matter expert created to study and make recommendations
 - Chair Pine, and Directors Zmuda, Bruin and Collins
 - Renee Marler retained as subject matter expert to support the effort

Objectives

- Appoint independent counsel to advise the JPB
- Maintain the quality of legal services
- Ensure continuity of legal support for projects and litigation
- Retain Caltrain-specific expertise and experience

Due Diligence

- Ad Hoc Governance Committee
 - Reviewed the current scope, structure and budget of legal services
 - Surveyed legal services at peer transportation agencies
 - Identified and evaluated options for Board consideration

Current Legal Services

- Hanson Bridgett provides general counsel and specialized legal services
 - Public transit/transportation law
 - Procurement and construction law
 - Federal and state grant requirements
 - Environmental and real property law
 - Intellectual property
 - Public and private finance
 - Litigation, labor law
- Other firms provide services in a few situations requiring specialization, when more economical, or a conflict arises

Ad Hoc Committee Recommendation

- In November the Board approved the recommendation of the Ad Hoc Committee to procure a law firm to:
 - 1) Replace Hanson Bridgett as general counsel, and
 - 2) Manage specialized legal services provided by Hanson Bridgett and other firms

General Counsel Services Procurement Scope

- General Counsel at JPB Board and committee meetings
- Advise the Board on good governance practices, including JPB governing documents and rules of the Board
- Furnish legal advice as needed
- Coordinate with staff, consultants and other counsel on matters arising before the Board
- Manage the specialized legal services

Procurement Process

- RFP issued on December 14, 2020
- 3 firms submitted proposals
- Firms screened to determine they do not represent a member agency of the JPB

Two-Step Evaluation

- Committee 1 composed of JPB staff and subject matter expert scored the proposals and determined 2 firms were qualified
- Committee 2 composed of JPB staff and Board Chair Davis and Directors Chavez, Walton and Stone, interviewed and scored the 2 firms
- Both firms were highly qualified and presented strong proposals

Evaluation Criteria

- Qualifications & Relevant Experience
- Approach to Providing General Counsel Services
- Approach to Managing Legal Services
- Plan for General Counsel Transition
- Fee Proposal

Olson Remcho highest-ranked proposer

- Extensive experience with public agency representation, as general counsel and on a wide range of issues, including governance, Brown Act, public records, elections, conflicts of interest, pension and retirement, and taxation

Olson Remcho Contract Terms

- James Harrison is JPB General Counsel
- 3-year term, with 2 one-year options
- Contract not to exceed \$6m for 3 years
- Hourly rate - \$475 for partners. Fees level for 3 years
- Transition activities at no cost

Benefits of Proposed Contract

- Olson Remcho is JPB's special counsel on governance issues
- Same attorneys who have served as special counsel
 - James Harrison
 - Robin Johansen
 - Thomas Willis
- Hanson Bridgett will continue to provide specialized legal services, managed by Olson Remcho

Transition

- Upon approval of the contract, Olson Remcho will begin briefings with executive team, Hanson Bridgett and Board Members
- Set SOP for meeting attendance
- Matrix for legal contacts for projects, litigation, and day-to-day
- Olson Remcho general counsel at June Board meeting and related subcommittees
- No interruption in Olson Remcho support of governance discussions
- Commencement of service with June JPB Board cycle

Additional Considerations

- Board to receive quarterly reports on expenditures for legal services

Questions?