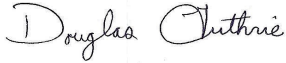
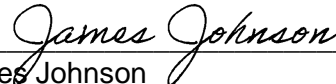


RESOLUTION AUTHORIZING THE PRESIDENT AND CEO, OR DESIGNEE, TO EXECUTE LEGAL SERVICES CONTRACTS WITH TWENTY-ONE (21) OUTSIDE LAW FIRMS FOR SPECIALIZED LEGAL SERVICES, EACH FOR A ONE-YEAR TERM WITH FOUR (4) ONE-YEAR OPTIONS TO EXTEND PURSUANT TO AWARDS UNDER RFP NO. HA-2020-29 FOR A TOTAL CONTRACT AMOUNT NOT TO EXCEED FOUR MILLION, SIX HUNDRED FIFTY THOUSAND (\$4,650,000) OVER FIVE YEARS



Douglas Guthrie
President & Chief Executive Officer



James Johnson
General Counsel

Purpose: Authorize the President & CEO, or designee, to execute legal services contracts with twenty-one (21) law firms for legal services, each for a one-year term with four one-year options to extend pursuant to awards under Request for Proposals No. HA-2020-29 (“the RFP”). For ten (10) law firms that are expected to provide litigation services, HUD approval has been requested, in the event federal funds are used for those contracts. The outside legal firms will render legal advice on an “as-needed” basis to HACLA on various litigation or transactional legal matters.

Issues: HACLA has an on-going need for a variety of legal services, representation, and consultation. Currently, legal services are primarily provided by in-house counsel, with specialized legal services provided on an "as-needed" basis by outside counsel under contract with HACLA. Existing contracts for specialized legal services were awarded by the Board pursuant to Resolutions No 9218 and No. 9226 on July 23, 2015 and August 27, 2015, respectively, and will expire shortly having reached their maximum five (5) year term limit.

On April 10, 2020, HACLA issued a RFP for Legal Services, published on the City of Los Angeles Business Assistance Virtual Network. In addition to posting on this website, HACLA reached out to L.A. County bar associations, including various MBE/WBE bar associations, to broaden the outreach efforts. In response, HACLA received 51 proposals from a wide-ranging group of local, regional, and national law firms. After panel review of each of the firm proposals, a short list of 21 firms was created. On July 2, 2020, HACLA sent each of the short-listed firms a letter requesting each firm’s Best and Final Offer to provide them a final opportunity to offer their most competitive contracting terms before award recommendations were finalized. This letter invited each of these firms to reduce their rates and/or improve their Section 3 commitment. A Summary of Outreach Activities is provided as Attachment 1.

Based on this process, it was determined that all twenty-one (21) firms should be recommended for contract awards up to five years (including options) in the following amounts:

Company Name	Total Contract Amount*
Hawkins Delafield & Wood	\$200,000
Kutak Rock	\$200,000
Jones Hall	\$200,000
Ballard Spahr	\$200,000
Harrison Eichenberg & Murphy	\$50,000
Louie & Stettler	\$50,000
Jacobs & Associates	\$50,000
Laughlin, Falbo, Levy & Moresi	\$50,000
D'Andre Law	\$50,000
Aleshire & Wynder	\$300,000
Ropers, Majesk, Kohn & Bentley	\$300,000
Burke, Williams & Sorensen	\$300,000
Olivarez Madruga Lemieux O'Neill	\$300,000
Sanders Roberts	\$300,000
Atkinson, Andelson, Loya, Ruud & Romo	\$300,000
Fisher Phillips	\$300,000
Best & Krieger	\$300,000
Joseph Stark and Associates	\$300,000
Lewis Brisbois Bisgaard & Smith	\$300,000
Nastich Law	\$300,000
Wood Smith Henning & Berman	\$300,000

Note that the Board of Commissioners' approval of the recommended contract awards is procurement approval only. Approval of the contracts does not authorize the expenditure of the same amounts except as requested in the Funding Section below. Additional funding must be approved by the Board of Commissioners as part of HACLA's annual budget approval process and any periodic approved adjustments to the budget.

It should also be noted that certain legal services expenditures are recaptured by HACLA. For example, a significant portion of the funds spent on redevelopment activities are eligible for reimbursement in connection with the final close of each project.

The HUD Litigation Handbook 1530.1 REV-5 (dated May 18, 2004) provides that public housing agencies must obtain the concurrence of HUD Regional Counsel to enter into litigation services contracts with private attorneys where federal funds will be expended and the maximum payment obligation is expected to exceed \$100,000. While HACLA has no current intent to use federal funds on these contracts, HACLA is requesting approval for its litigation legal services contracts in the event it needs to use federal funds on litigation. Please note that law firms that only provide transactional services and will not be using any federal funds have not been submitted for HUD approval.

HACLA staff reached out to HUD Regional Counsel on June 1, 2020 to advise HUD of HACLA's Legal Services RFP. On July 17, 2020, HACLA submitted its litigation legal service contracts for HUD approval. HACLA now awaits HUD

Regional Counsel's approval for these contracts. Assuming the Board authorizes the award and execution of these contracts, staff will not execute these contracts until HUD approval is secured.

Vision Plan: PATHWAYS Strategy #7: Identify opportunities to reduce operating and administrative costs so that scarce resources are maximized

The proposed authorization to enter into legal services contracts will ensure greater operating efficiencies by allowing HACLA staff to utilize outside legal expertise where needed to effectively administer HACLA programs, resolve litigation matters, and seek legal guidance to facilitate negotiations and the resolution of transactional matters.

Funding: The Chief Administrative Officer confirms the following:

Budget and Program Impact: The recommended contract awards are for one (1) year each, with four (4) one-year option terms. Funding for current year anticipated expenses is included in the 2020 budget. Additional budget authority not to exceed the contract limits will be incorporated in subsequent years as needed.

Environmental Review: Not applicable.

Section 3: The proposals were reviewed for conformity with the requirements of HACLA's Section 3 Guide and Compliance Plan. All of the recommended law firms submitted acceptable Economic Opportunity Plans as required by HACLA. A summary of their commitments is provided on the following page.

Firm	Section 3 Commitment
Aleshire & Wynder	Scholarship
Atkinson, Andelson, Loya, Ruud & Romo	Scholarship
Ballard Spahr	Career support programs
Best Best & Krieger	Internships
Burke, Williams & Sorensen	Hiring, and Section 3 Fund
D'Andre Law	Scholarship
Fisher Phillips	Internship/Scholarship
Harrison Eichenberg & Murphy	Internship
Hawkins Delafield & Wood	Fund Contribution
Jacobs & Associates	Scholarship
Jones Hall	Fund Contribution
Joseph Stark & Assoc	Training and Educational Opportunities
Kutak Rock	Fund Contribution
Laughlin, Falbo, Levy & Moresi	Internship, Scholarship, Mentoring Program
Lewis Brisbois	Mentoring
Louie & Stettler	Hiring
Nastich Law	Scholarship
Olivarez Madruga Lemieux O'Neill	Internship
Ropers Majeski Kohn Bentley	Mentoring
Sanders Roberts	Mentorship/Scholarship
Wood Smith Henning & Berman	Hiring

Attachments:

1. Summary of Outreach Activities
2. Resolution

SUMMARY OF OUTREACH ACTIVITIES

A. **Advertisement; Minority/Women Outreach**

General Services advertised the Request for Proposals (“RFP”) on the City of Los Angeles’ Business Assistance Virtual Network (BAVN) website starting on April 10, 2020, until the bid submission deadline on May 13, 2020. A total of 1,360 vendors viewed the RFP on the BAVN website.

In support of HACLA’s policy to contract with Minority Business Enterprises (MBEs), Women’s Business Enterprises (WBEs) and Labor Surplus Area (LSAs) businesses to the extent reasonably possible, on April 13, 2020, notice of this RFP was also provided to the List of Recognized Minority and Women-owned Business Organizations maintained by HACLA, and to the local office of the U.S. Small Business Administration (SBA). In addition to these efforts, HACLA reached out to L.A. County bar associations, including various MBE/WBE bar associations.

B. **Pre-Proposal Conference**

No pre-proposal conference was held due to the closure of our offices to the public stemming from the COVID-19 outbreak.

C. **Addenda**

Two addenda were issued; one on April 15, 2020, and the second on April 24, 2020.

D. **Receipt of Proposals**

In response to these efforts, HACLA received 51 proposals on or before the May 13, 2020 submission deadline from a wide-ranging group of local, regional, and national law firms of various sizes as follows.

- | | |
|--|--|
| 1. Acker & Whipple | 27. Keesal, Young & Logan |
| 2. Albright, Yee & Schmit | 28. Kutak Rock |
| 3. Aleshire & Wynder | 29. Laughlin, Falbo, Levy & Moresi |
| 4. Alvarado Smith | 30. Lewis Brisbois |
| 5. Amira Jackmon | 31. LimNexus |
| 6. Anderson McPharlin & Conners | 32. Loeb & Loeb |
| 7. Atkinson, Andelson, Loya, Ruud & Romo | 33. Louie & Stettler |
| 8. Ballard Spahr | 34. Marlene Leiva |
| 9. Bergman Dacey Goldsmith | 35. Meyers Nave |
| 10. Best & Krieger | 36. Nastich Law |
| 11. Burke, Williams & Sorensen | 37. Nixon Peabody |
| 12. D'Andre Law | 38. Olivarez Madruga Lemieux O'Neill |
| 13. Everett Dorey | 39. Procopio, Cory, Hargreaves & Savitch |
| 14. Fisher Phillips | 40. Quadros & Cuellar |
| 15. Foley & Mansfield | 41. Quintarros, Prieto, Wood & Boyer |
| 16. Goldman Magdalin & Krikes | 42. Roberta M. Yang |
| 17. Grid Legal | 43. Ropers Majeski Kohn Bentley |
| 18. Gustova Lamanna | 44. Sanders Roberts |
| 19. Harrison Eichenberg & Murphy | 45. Sima Salek |
| 20. Hawkins Delafield & Wood | 46. Thomas Alexander |
| 21. Hollenbeck & Cardoso | 47. Thomas Law Group |
| 22. Jackson Lewis | 48. Tredway Lumsdaine & Doyle |
| 23. Jacobs & Associates | 49. Wood Smith Henning & Berman |
| 24. Jones Hall | 50. Wright, Finlay & Zak |
| 25. Joseph Stark & Assoc | 51. Zuber Lawler & Del Duca |
| 26. Jung & Yuen | |

E. Review of Proposals for Responsiveness and Contractor Responsibility

The Contracts Administration Manager determined that all proposals were responsive and all firms responsible.

F. Panel Review

The evaluation panel was comprised of three (3) subpanels with subject matter expertise in different specialty areas. All panel members were required to submit signed declarations stating that: (i) they had no actual or potential conflicts of interest, and (ii) they agreed to maintain confidentiality during the procurement process.

The first panel evaluated nine (9) proposals for bond counsel services. The second panel evaluated thirty-five (35) proposals for labor/employment, workers compensation, risk management and insurance. The third panel evaluated forty-two (42) proposals for real estate, environmental law, asset management, affordable housing program, general litigation, construction litigation, Section 8 program litigation and eminent domain legal services.

Following a review and analysis of the proposals in accordance with RFP requirements, the panels have determined that twenty-one (21) proposals should be recommended for contract awards to cover all areas where legal services are required.

No interviews were deemed necessary. Each of the twenty-one (21) proposals was provided an opportunity to submit Best and Final Offers (BAFO) as detailed below.

Section 3 compliance and point awards were reviewed and scored independently by the Housing Authority's Section 3 Compliance Administrator.

The panel met as a group on numerous occasions in June 2020 to evaluate the proposals and reached consensus scoring based upon the RFP criteria. The panelists established a Competitive Range for the proposers in their areas of legal specialties and with a reasonable chance of the contract award.

G. Best and Final Offers

Prior to the BAFO process, the Housing Authority's insurance carriers were contacted to discuss pricing structures for insured matters to ensure the BAFOs provided the firms clear guidance and an understanding of carrier billable rate allowances on such matters. The information was included in the outgoing BAFO letters to provide the firms an opportunity to reduce their rates to be considered for such work.

On July 2, 2020, letters requesting BAFOs were sent to the twenty-one (21) firms. Twenty (20) of the firms seized the opportunity to submit BAFOs which resulted in scoring adjustments for cost and Section 3 factors of the RFP. A majority of the firms reduced their pricing significantly. However, final scores did not affect the competitive range determination and the panelists unanimously recommend all 21 firms for contract awards in various areas of legal expertise. The Contracts Administration Manager has also determined through this highly competitive process that the proposals recommended for contract awards are all price reasonable. The over-all consensus scoring is as follows.

BOND COUNSEL	AVERAGE
Ballard Spahr	92.00
Kutak Rock	91.67
Hawkins Delafield & Wood	91.00
Jones Hall	89.33
Best Best & Krieger	81.33
Atkinson, Andelson, Loya, Ruud & Romo	67.33
Amira Jackmon	61.50
Aleshire & Wynder	49.33
Zuber Lawler & Del Duca	48.83

WC/EMPLOYMENT-LABOR/RISK	AVERAGE	AREA OF SPECIALTY
Harrison Eichenberg & Murphy	91.33	Worker Compensation (WC)
D'Andre Law	90.50	WC
Jacobs & Associates	90.17	WC
Louie & Stettler	88.73	WC
Laughlin, Falbo, Levy & Moresi	87.73	WC
Burke, Williams & Sorensen	82.00	Employment/Labor
Fisher Phillips	81.70	Employment/Labor
Atkinson, Andelson, Loya, Ruud & Romo	80.97	Employment/Labor
Aleshire & Wynder	78.87	Risk
Ropers Majeski Kohn Bentley	72.10	Risk
Olivarez Madruga Lemieux O'Neill	78.75	Employment/Labor
Sanders Roberts	77.62	Employment/Labor
Goldman Magdalin Krikes	81.17	WC
Quintariros, Prieto, Wood & Boyer	77.85	WC
Best Best & Krieger	75.97	
Bergman Dacey Goldsmith	75.66	
Joseph Stark & Assoc	74.95	
Wood Smith Henning & Berman	74.56	
Roberta M. Yang	71.75	
Alvarado Smith	71.70	
Jackson Lewis	71.57	
Lewis Brisbois	70.67	
Anderson McPharlin & Conners	70.13	
LimNexus	69.61	
Sima Salek	68.17	
Procopio, Cory, Hargreaves & Savitch	66.29	
Tredway Lumsdaine & Doyle	65.70	
Meyers Nave	65.62	
Albright, Yee & Schmit	62.30	
Foley & Mansfield	61.13	
Zuber Lawler & Del Duca	58.67	
Keesal, Young & Logan	57.99	
Jung & Yuen	57.97	
Marlene Leiva	56.88	

REAL ESTATE/GENERAL LITIGATION/ASSET MGMT/ ENV.LAW/CONSTRUCTION/EMINENT DOMAIN	AVERAGE
Joseph Stark & Assoc	88.22
Nastich Law	79.90
Wood Smith Henning & Berman	78.63
Best Best & Krieger	77.32
Lewis Brisbois	75.80
Hawkins Delafield & Wood	74.89
Ballard Spahr	74.72
Aleshire & Wynder	74.13
Atkinson, Andelson, Loya, Ruud & Romo	74.04
Olivarez Madruga Lemieux O'Neill	73.22
Sanders Roberts	73.15
Burke, Williams & Sorensen	73.14
Alvarado Smith	67.51
Sima Salek	67.10
Jung & Yuen	66.30
Hollenbeck & Cardoso	65.73
Nixon Peabody	65.10
Bergman Dacey Goldsmith	64.72
Loeb & Loeb	64.63
Quintarros, Prieto, Wood & Boyer	64.32
Albright, Yee & Schmit	63.01
Ropers Majeski Kohn Bentley	61.30
Gustova Lamanna	61.00
Zuber Lawler & Del Duca	59.27
Keesal, Young & Logan	58.99
Procopio, Cory, Hargreaves & Savitch	58.69
Meyers Nave	58.02
Laughlin, Falbo, Levy & Moresi	56.60
Acker & Whipple	56.19
Everett Dorey	56.15
Foley & Mansfield	55.79
Tredway Lumsdaine & Doyle	54.97
Thomas Law Group	53.15
Amira Jackmon	49.80
Marlene Leiva	48.08
Grid Legal	47.58
Quadros & Cuellar	46.50
Wright, Finlay & Zak	46.30
Anderson McPharlin & Connors	44.39
Fisher Phillips	40.34
Thomas Alexander	37.85
Jackson Lewis	32.84

H. Recommendation for Award

The panelists recommend the 21 proposals for contract awards having determined that each represent a best value to the Housing Authority based upon the RFP scoring criteria. On July 17, 2019, all proposers were notified of the award recommendations and the date of the Board of Commissioners Meeting where the contract awards will be considered by the Board.

I. Workforce Profile

The following workforce composition was obtained from the 21 firms as follows:

APPLICANT	TOTAL Number of Employees	Minority Employees & %		Women Employees & %	
Aleshire & Wynder	75	24	32%	42	56%
Atkinson, Andelson, Loya, Ruud & Romo APLC	335	156	47%	188	56%
Ballard Spahr LLP	1084	238	22%	625	58%
Best Best & Krieger LLP	392	132	34%	227	58%
Burke, Williamson & Sorensen LLP	213	66	31%	122	57%
Dandre Law LLP	74	40	54%	42	57%
Fisher & Phillips LLP	638	158	25%	340	53%
Harrison, Eichenberg & Murphy LLP	24	7	29%	21	88%
Hawkins Delafield & Wood LLP	107	38	36%	67	63%
Jacobs & Associates	7	3	43%	3	43%
Jones Hall, A Professional Law Corporation	24	7	29%	9	38%
Law Office of Joesph L Stark & Assoc. APC	4	1	25%	2	50%
Kutak Rock LLP	899	144	16%	501	56%
Laughlin, Falbo, Levy & Moresi LLP	247	103	42%	154	62%
Lewis Brisbois Bisgaard & Smith LLP	1581	293	19%	638	40%
Louie & Stettler, A Law Corporation	31	19	61%	19	61%
Nastich Law, A Professional Corporation	1	0	0%	1	100%
Olivarez Madruga Lemieux O'Neil LLP	58	38	66%	31	53%
Ropers Majeski Kohn & Bentley APC	170	57	34%	83	49%
Sanders Roberts LLP	26	17	65%	11	42%
Wood, Smith, Henning & Berman LLP	478	270	56%	233	49%

MBE/WBE ORGANIZATIONS MAILING LIST

1	American Indian Chamber of Commerce
2	Asian American Architects and Engineers Association
3	Asian Business Association of Los Angeles
4	Asian Business League of Southern California
5	Asian Pacific Islander Small Business Program
6	Black Business Association
7	Build Plus Community Marketplace
8	California Hispanic Chamber of Commerce
9	Greater L.A. African American Chamber of Commerce (GLAAACC)
10	Greater San Fernando Valley Chamber of Commerce
11	Korean American Chamber of Commerce
12	LA Metropolitan Hispanic Chamber of Commerce
13	Latin Business Association (LBA)
14	Los Angeles Area Chamber of Commerce
15	Los Angeles Area Chamber of Commerce
16	Los Angeles Latino Chamber of Commerce
17	Los Angeles Minority Business Development Agency (MBDA) Business Center
18	Los Angeles Minority Business Enterprise Center USC (MBDA)
19	National Association of Minority Contractors
20	National Association of Women Business Owners Los Angeles
21	National Black Contractors Association
22	National Latina Business Women Association (NLBWA-LA)
23	Pacific Asian Consortium in Employment (PACE) Business Center
24	Pacific Coast Regional Small Business Development Corp (SBDC)
25	Regional Black Chamber of Commerce of San Fernando Valley
26	Regional Hispanic Chamber of Commerce
27	Small Business Majority
28	Southern California Black Chamber of Commerce
29	Southern California Minority Supplier Development Council
30	The New Ninth Business Resource Center
31	US Black Chambers
32	US Small Business Administration
33	US Veteran Business Alliance
34	Valley Economic Development Center/Women's Business Center
35	Vermont Slauson Economic Development Corporation
36	Vernon Network Committee
37	Young Black Contractors Association

RESOLUTION NO. _____

RESOLUTION AUTHORIZING THE PRESIDENT AND CEO, OR DESIGNEE, TO EXECUTE LEGAL SERVICES CONTRACTS WITH TWENTY-ONE (21) OUTSIDE LAW FIRMS FOR SPECIALIZED LEGAL SERVICES, EACH FOR A ONE (1) YEAR TERM WITH FOUR (4) ONE-YEAR OPTIONS, PURSUANT TO AWARDS UNDER RFP NO. HA-2020-29 FOR A TOTAL CONTRACT AMOUNT NOT TO EXCEED FOUR MILLION, SIX HUNDRED FIFTY THOUSAND (\$4,650,000)

WHEREAS, the Housing Authority of the City of Los Angeles ("HACLA") requires legal counsel for consultation and representation in a variety of legal matters; and

WHEREAS, on April 10, 2020, a Request for Proposals ("RFP") No. HA-2020-29 was issued for various legal specialties including, but not limited to: labor matters, employment advice, labor and employment litigation, general litigation, construction litigation, Section 8 program litigation, bond and disclosure counsel, risk management; workers compensation, real estate, asset management, and eminent domain; and

WHEREAS, on May 13, 2020, a total of fifty-one (51) proposals were received; and

WHEREAS, the proposals were independently reviewed and evaluated by the evaluation panel comprised of three (3) subpanels with subject matter expertise in different specialty areas using the criteria stated in RFP No. HA-2020-29; and

WHEREAS, based on such review process, the panel has recommended the following twenty-one (21) law firms be awarded contracts and be placed on HACLA's Outside Legal Counsel Panel to provide legal services on an "as-needed" basis:

Company Name	Total Contract Amount
Hawkins Delafield & Wood	\$200,000
Kutak Rock	\$200,000
Jones Hall	\$200,000
Ballard Spahr	\$200,000
Harrison Eichenberg & Murphy	\$50,000
Louie & Stettler	\$50,000
Jacobs & Associates	\$50,000
Laughlin, Falbo, Levy & Moresi	\$50,000
D'Andre Law	\$50,000
Aleshire & Wynder	\$300,000
Ropers, Majesk, Kohn & Bentley	\$300,000
Burke, Williams & Sorensen	\$300,000
Olivarez Madruga Lemieux O'Neill	\$300,000
Sanders Roberts	\$300,000

Atkinson, Andelson, Loya, Ruud & Romo	\$300,000
Fisher Phillips	\$300,000
Best & Krieger	\$300,000
Joseph Stark and Associates	\$300,000
Lewis Brisbois Bisgaard & Smith	\$300,000
Nastich Law	\$300,000
Wood Smith Henning & Berman	\$300,000

WHEREAS, funding has been appropriated to fund the contracts through the balance of the 2020 operating budget from available and appropriate funding sources, as may be needed. Additional budget authority not to exceed contract limits will be incorporated as needed in subsequent years; and

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners hereby authorizes the President and CEO, or delegate, to execute legal services contracts with the twenty-one (21) law firms identified above for legal services for a one (1) year term with four (4) one-year options pursuant to awards under RFP No. HA-2020-29 in a total amount not to exceed four million, six hundred fifty thousand (\$4,650,000) to fund any or all of the contracts from available and appropriate funding sources, as may be needed.

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately.

HOUSING AUTHORITY OF THE
CITY OF LOS ANGELES

By: _____
Chairperson Ben Besley

APPROVED AS TO FORM:

BY: _____
General Counsel James Johnson

DATE ADOPTED: _____