Graham, Bridget

From: Bragdon, Kenneth
Sent: Monday, August 29, 2016 9:54 AM
To: Graham, Bridget
Subject: FW: Law Department Contracts to be Extended

Hi Bridget – This is all I've got for those MAs re: a reference point for contract extensions; should be enough, right?

Ken Bragdon
Administrative Specialist
City of Austin - Purchasing Office
124 West 8th Street
Austin, TX 78701
512-974-2035 (phone)
kennethbragdon@austintexas.gov

Manager: Steve Aden, Corporate Purchasing Manager, 512-974-2002

For information about contracts and payments, please visit Austin Finance Online at:
www.austintexas.gov/finance



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From: Franklin, Tracy
Sent: Tuesday, July 26, 2016 10:17 AM
To: Bragdon, Kenneth <Kenneth.Bragdon@austintexas.gov>
Subject: Law Department Contracts to be Extended

Ken,

Will you please extend the below Law Department contracts in AIMS when you get a chance?

Thanks so much!

Tracy

Get Outlook for iOS

Firm	Effective Date	Matter No	Mat Ref	Dep Dt
Paul Hornsby & Company	12/12/2014	61264	Panhandle Notes LC vs City of Austin	PA150000020
French & Associates	5/6/2013	56721	Austin Fire Department - 2013 Department of Justice Investigation	PA130000043
Bickerstaff Heath Delgado Acosta LLP	11/7/2013	58108	Voter ID Law	PA140000011

Greenberg Traurig	12/15/2011	52704	AE Contract for IBM Billing System	PA120000015
Linebarger Goggan Blair & Sampson, LLP	12/31/2014	62946	Collections	NR150000001
Foley & Lardner, Attorneys at Law	1/23/2008	39219	General Aviation Advice & Counsel (General Regulatory Matters)	PA080000023
McDonald, Sutton & DuVal, PLC	1/28/2014	58767	Roomstore Inc.	PA140000029
Mayer Brown	2/14/2013	56285	MBE/WBE Issues	PA130000055
McCall, Parkhurst & Horton, L.L.P - Dallas	3/18/2013	56382	Public Finance and Tax Related Airport Matters	PA130000041
Scott Douglass & McConnico, L.L.P.	3/19/2012	52565	Austin Lifecare & Roman Catholic Diocese v COA, et al	PA120000023
Thompson & Knight, L.L.P.	3/21/2013	56383	Seaholm Redevelopment	PA130000037
Thompson & Knight, L.L.P.	5/31/2002	18738	RMMA	S020289
Thompson & Knight, L.L.P.	4/28/2011	50708	The Austin Bulldog v Council Members	PA110000049
Greenberg Traurig	5/3/2012	53845	Fayette Power Plant	PA120000027
Bickerstaff Heath Delgado Acosta LLP	5/13/2011	50807	Elections - Redistricting 2011	PA110000048
Reeves & Brightwell LLP	5/15/2014	59529	Waller Creek Tunnel	PA140000038
Greenberg Traurig	5/24/2012	54024	HUD 108 Family Business Loan	PA120000032
Law Offices of Ken Ramirez	5/24/2012	53700	Water Rights	PA120000030
Max Renea Hicks Attorney at Law	5/27/2011	50938	Texas State Senate and Federal Congressional Redistricting	PA110000051
Andrews Kurth L.L.P	6/4/2013	56974	ROCIP-General	PA130000056
McCall, Parkhurst & Horton, L.L.P - Dallas	6/7/2016	65328	REIT Formation	MA 5700 16061600037
Clarence A. West Attorney at Law	6/11/2013	57030	Telecommunication	PA130000060
Mary K. Sahs, P.C.	5/23/2013	56786	LCRA Water Management Plan	PA130000051
Husch Blackwell LLP	6/26/2014	59927	ABIA Hotel	PA140000046
Richards Rodriguez & Skeith	7/2/2014	59987	Austin Firefighter Association v COA	PA140000045
Sedgwick	7/3/2014	59995	State Highway 45 SW	PA140000057
Greenberg Traurig	7/23/2012	54516	Industrial Development Corp (Local Government)	PA120000039
Andrews Kurth L.L.P	7/29/2010	48226	New Central Library Construction Contract	PA100000080
Richards Rodriguez & Skeith	8/2/2013	57483	Larry Jackson Jr. vs City of Austin [Jackson, Larry (OC-City)]	PA130000067
Greenberg Traurig	8/14/2012	54653	Governance Utility Issues	PA120000040
Lynn Ross & Gannaway, LLP	8/15/2013	57607	Personnel Issues	PA130000071
Robert Icenhauer-Ramirez	8/22/2013	57669	Jackson, Larry (OC-Kleinert)	PA130000066
David Richards	8/24/2013	58243	ICRC	PA140000008
Reeves & Brightwell LLP	9/22/2011	51991	Central Texas 2011 Fires	PA110000079
Bickerstaff Heath Delgado Acosta LLP	9/29/2014	60712	Ethics Review Commission	PA140000063
Colette Holt & Associates	10/19/2006	34990	MBE-WBE Program - 2006	PA070000008
Nickie Whitaker	10/26/2014	60914	Reagan National v COA	PA150000008
Van Ness Feldman LLP	11/3/2014	60949	SH-45 (NEPA-ESA Issues)	PA150000010

Chief Craig Miller	11/7/2014	61031	Bradley v City of Austin et al	PA150000007
Denton, Navarro, Rocha Bernal Hyde & Zech, P.C.	11/10/2010	49379	Urban Renewal Project	PA110000010
Reeves & Brightwell LLP	11/26/2012	55378	Aigner, Ronya	PA130000007
Mondrik & Associates	12/10/2008	42790	Audit and Sales Tax Issues	PA090000008
McCall, Parkhurst & Horton, L.L.P - Dallas	12/22/2014	61322	Whisper Valley PID	PA150000016

Amendment No. 1
to
Contract No. PA130000055
for
Legal Services
between
Mayer Brown LLP
and the
City of Austin

1.0 The contract amount is increased by $10,000.00, not to exceed $100,000.00. The total contract authorization is recapped below:

Action	Action Amount	Total Contract Amount
Initial Term: 2/14/2013 through 2/13/2015	$90,000.00	$90,000.00
Amendment No. 1: Increase contract by $10,000.00 per supplemental agreement of revised scope of services. 2/14/2013 through 2/13/2015	$10,000.00	$100,000.00

2.0 MBE/WBE goals do not apply to this contract.

3.0 By signing this Amendment the Contractor certifies that the vendor and its principals are not currently suspended or debarred from doing business with the Federal Government, as indicated by the GSA List of Parties Excluded from Federal Procurement and Non-Procurement Programs, the State of Texas, or the City of Austin.

4.0 All other terms and conditions remain the same.

BY THE SIGNATURES affixed below, this amendment is hereby incorporated into and made a part of the above-referenced contract.

Sign/Date: 10/18/2013

Lynn Rich
Buyer II
City of Austin
Purchasing Office
124 W. 8th Street
Austin, Texas 78701

City of Austin
Law Department
301 W. 2nd Street, P.O. Box 1088
Austin, Texas 78767-1088
(512) 974-2268

(512) 974-2268
Writer's Direct Line

(512) 974-2912
Writer's Fax Line

September 26, 2013

Lori Lightfoot
Mayer Brown
71 S. Wacker Drive
Chicago, IL 60606

RE: Amendment No. 1 to Engagement Letter Dated February 14, 2013 regarding MBE/WBE Issues.

Dear Lori:

City Council has approved an increase to the above referenced contract agreement to provide legal services as described in your letter dated September 12, 2013, incorporated by reference for all purposes. The increase is for the amount of $10,000.00, for a total contract amount not to exceed $100,000.00.

The total contract includes:

$90,000.00 per the initial agreement of February 14, 2013; and
$10,000.00 per this supplemental agreement for the revised scope of services.

Please sign and return this letter to Teresa Medina in the enclosed self-addressed envelope.

Sincerely,

Karen M. Kennard
City Attorney

AGREED:

Lori Lightfoot
Mayer Brown

Enclosure

KMK/tmm

MAYER·BROWN

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Lori E. Lightfoot
Direct Tel +1 312 701 8680
Direct Fax +1 312 706 8559
llightfoot@mayerbrown.com

September 12, 2013

VIA EMAIL

Karen Kennard
City of Austin
City Attorney
Law Department
2006 East 4th Street
Austin, Texas 78702

Re: Proposed Scope of Work for Creation of Standard Operating Procedures for the SMBR Regarding Review of Certification Applications and Annual Reviews

Dear Karen:

Per our discussion, attached is a revised proposed scope of services and budget for Mayer Brown's assistance with City of Austin personnel in creating a set of standard operating procedures ("SOP") for use by SMBR staff in conducting reviews of new certification applications, annual reviews of certified vendors, as well as for monitoring compliance concerning the participation of certified vendors on City contracts.

This revised budget and scope reflects the fact that now Mayer Brown has and will continue to take the lead in interfacing with SMBR staff in fact discovery, document review in addition to the presumed role as principal drafter of the manuals that will serve as SOPs for the respective SMBR certification and compliance teams. My understanding is that Mayer Brown will be assisting a yet-to-be defined group of senior City of Austin staff on this project. We welcome the opportunity to assist the City with this project.

In particular, we anticipate this work to include, but not be limited to, the following elements:

Work to be Performed

1. Review of City Ordinance and Program Rules to identify all such provisions which pertain to certification, annual review of certification, and contract compliance.

2. Interview key SMBR staff to determine what the current policies and procedures are for handling certification, annual reviews, and contract compliance. As a part of this process, we

would expect to engage SMBR staff on their suggestions on the best practices for accomplishing these tasks. We would also be looking for any opportunities to enhance staff knowledge and understanding of the relevant ordinance provisions, program rules and any practical suggestions for improving SMBR staff's knowledge base.

3. Identify current resources available and used by SMBR staff to process certification applications, annual reviews, and contract compliance, both administratively and substantively.

4. Optional: Identify and interview recently certified vendors for feedback on the certification process and ways in which the process can be streamlined consistent with the Ordinance and Program Rules, as well as contract compliance.

Work Product to be Created

1. Desk reference manual for SMBR staff regarding certification and annual reviews which contains, among other things:

- Memorialization of office practices and policies on the entire certification process from the time that a file is logged in to the time that certification decision is made;
- Portions of key ordinance provisions and program rules which pertain to certification and annual reviews, along with easy-to-understand examples and plain-language descriptions intended to increase staff understanding of the provisions;
    - Included in these descriptions would be specific explanations about what constitutes "control" under the ordinance, and what constitutes "independence" under the ordinance."
    - Any legal interpretations/opinions interpreting or explaining any key ordinance provisions or program rules related to certification and annual reviews;
- Federal, state and local reference guides;
- Information about evaluating common business organizations such as privately held companies, limited liability companies, and the like;
- A list of answers to frequently asked questions;
- To the extent not already included in another section, identification of common red flags;

- Process for problem solving and escalation of questions/concerns about any certification file or annual review;
- Identification of circumstances in which the City's Law Department should be involved in certification or annual review

2. Desk reference manual for SMBR staff regarding contract compliance which contains, among other things:

- Memorialization of office practices and policies on the contract compliance process from bid/RFI/RFQ stage to contract closure;
- Portions of key ordinance provisions and program rules which pertain to contract compliance, along with easy-to-understand examples and plain-language descriptions intended to increase staff understanding of the provisions;
  - Included in these descriptions would any legal interpretations/opinions interpreting or explaining any key ordinance provisions or program rules related to contract compliance;
- Federal, state and local reference guides;
- A list of answers to frequently asked questions;
- To the extent not already included in another section, identification of common red flags;
- Process for problem solving and escalation of questions/concerns about contract compliance;
- Circumstances in which the City's Law Department should be involved in contract compliance issues.

Proposed Budget Estimate

To date (including time accrued in August, 2013), the fees and expenses have been approximately $68,000. This amount is under the prior estimated budget of $90,000. To complete the project, assuming no additional trips to Austin to work directly with SMBR staff, the revised budget estimate is $100,000, which as before assumes a blended hourly rate of $500 for any attorney time devoted to this project, all disbursement costs and a 10 percent discounted a rate off Mayer Brown's normal rates for any staff or administrative time. We continue to expect non-attorney time to be minimal.

Obviously, if the scope changes or the assumptions underlying this estimate change and therefore we believe that the proposed budget is not sufficient, we will be in contact with you immediately to discuss and devise a path forward.

Timeline for Completion

Depending on the turnaround time by SMBR concerning the draft manuals which will be delivered to them on or before September 20, we would expect to complete this project on or before October 18, 2013.

Please review and let me know if you have any comments.

Sincerely,

Lori E. Lightfoot

LL/

Cc: Cindy Crosby
Michael Frisch

City of Austin
Law Department
301 W. 2nd Street, P.O. Box 1088
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(512) 974-2268

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Writer's Fax Line

February 14, 2013

Lori Lightfoot
Mayer Brown
71 S. Wacker Drive
Chicago, IL 60606

RE: Provide legal advice regarding matters relating to the City of Austin's MBE/WBE Issues, as assigned by the City Attorney

Dear Ms. ~~Lightfoot~~: Lori

This Engagement Letter confirms that you will represent the City of Austin to provide legal services concerning the above-referenced matter. The City requires outside counsel to follow certain policies outlined in the attached Terms of Engagement. Please sign and return this Engagement Letter to Teresa Medina in the enclosed envelope, confirming that you agree to these policies.

Assistant City Attorney Cindy J. Crosby is the in-house attorney responsible for managing this matter (the "Managing Attorney"). The City will pay for the legal services you provide, in a total amount not to exceed **$90,000.00** for all fees and expenses billed under this agreement.

We have agreed that your billing rate for this matter is **$500.00** per hour. The agreed billing rates for any other named attorney(s) and paralegal(s) authorized to work on this matter, if any, are shown on the attached **Rate Schedule**. **The City will not pay for work by any person not listed on the Rate Schedule unless I preauthorize the change in writing in an amendment to the Rate Schedule.** Unless later agreed to in writing, these hourly rates are set for the duration of this engagement.

If you require consultant or subcontractor services, you must receive prior written approval from me. Pursuant to the City's accounting and auditing policies, you must bill the City on your letterhead for services rendered by other firms, i.e., court reporters, record companies, and consultants. The City cannot pay invoices from other businesses if they were not hired directly by the City.

If you have any questions, please do not hesitate to call me or the Managing Attorney.

Sincerely,

Karen M. Kennard
City Attorney

AGREED:

Lori Lightfoot
Mayer Brown

Attachments: Terms of Engagement
Rate Schedule

KMK/tmm

Outside Counsel Hourly Rate Schedule and Authorized Staff

The City will only pay for work done by the staff named and at the hourly rates listed below.

The City expects that this matter will be leanly staffed and economically handled.

Work is to be done by the person with the appropriate qualifications and an appropriate hourly rate for the services performed.

The City expects that work on city matters will be done at hourly rates that are a substantial discount from the firm's general billing rates.

These hourly rates are set for the duration of the engagement.

Only the following people are authorized to work on this matter:

Name	Classification (e.g., "partner," "associate," "paralegal")	Hourly Rate
Lori Lightfoot	Partner	$500/hr
Michael Frisch	Associate	$500/hr

Agreed:

Outside Counsel Initials

7/2/13
Date

Revised April 28, 2008

M E M O R A N D U M

City of Austin
Financial & Administrative Services Department
Purchasing Office

DATE: July 11, 2013

TO: Memo to File

FROM: Lynn Rich, Buyer I

RE: MA PA130000055

This MA was created as a payment mechanism only.

Please reference MA 5700 PA130000055 for all the original documentation, which was created and maintained by the department.

This MA is a payment mechanism only.