

STAFF REPORT
SOUND TRANSIT
MOTION NO. M2000-82

Contract Award for Legal Services

| Meeting: | Date: | Type of Action: | Staff Contact: | Phone: |
|-------------------|--------------|----------------------------|-----------------------------------|----------------|
| Finance Committee | 9/7/00 | Discussion/Possible Action | Desmond Brown, General Counsel | (206) 398-5017 |

PROPOSED ACTION

The proposed motion will authorize the Executive Director to add the firms and individuals listed in Exhibit A to the on-call legal services roster. The firms and individuals will provide general legal services, eminent domain legal services, and special services related to leveraged lease transactions involving commuter rail vehicles. The exact amount of each contract will depend on the work performed, but the total amount of all contracts for these legal services shall not exceed the approved 2000 budget amount of \$4,612,000.

KEY FEATURES

Highlights

- Authorizes Executor Director to execute contracts with individuals and firms for general legal services, eminent domain legal services, and lease advisor legal services.
- The total amount for all legal services to be provided by the 52 on-call roster firms shall not exceed \$4,612,000 in fiscal year 2000.
- Updates on-call roster to add additional attorneys to provide general legal services and eminent domain legal services.
- Requested expenditure is within the approved Fiscal Year 2000 budget.

DISCUSSION OF PROPOSED ACTION

In September 1998 Sound Transit issued a Request for the Proposals (RFP), RTA/LE 81-98, for thirteen categories of legal service. In April 2000 Sound Transit issued RFP (RTA/LE 54-00) to add five categories of legal services, and to add firms to the legal services on-call roster. In July 2000, Sound Transit advertised RFP RTA/LE 136-00 for lease advisor legal services to implement a long-term program for leverage leasing of Sound Transit assets. A selection committee evaluated each of the proposals and determined that each of the firms and/or solo practitioners were qualified to perform legal work in one or more of the categories. By contracting with each firm and solo practitioner to provide legal services to Sound Transit on an on-call basis, Sound Transit

can select the appropriate legal representation from throughout the region when legal services are required in specialized areas or when the project schedule requires additional legal resources.

With the addition of five new firms, the roster list will contain a total of 52 firms qualified to provide legal services to Sound Transit. The firms are located in King, Pierce and Snohomish counties and Washington, DC.

LEASE LEVERAGE TRANSACTION LEGAL SERVICES

In July 2000 RFP (RTA/LE 136-00) was issued to identify firms qualified to provide lease advisor legal services to implement a long-term program for leverage leasing of Sound Transit commuter rail vehicles. A selection committee evaluated the proposals and determined that the firm of Davis, Wright Tremaine LLP was best qualified to perform the services. The list of firms who proposed is listed below.

| | |
|--------------------------------------|---------------------------|
| Davis, Wright Tremaine LLP | Seattle, Washington |
| White & Case LLP | New York, New York |
| Chapman & Cutler | Chicago, Illinois |
| Eckert Seamans Cherin & Mellott, LLC | Washington, DC |
| Preston Gates & Ellis LLP | Seattle, Washington |
| Orrick, Herrington & Sutcliffe LLP | San Francisco, California |
| Foster Pepper & Shefelman PLLC | Seattle, Washington |

BUDGET

| Total Legal Services Budget | Expenditures to Date** | Total Amount Requested | Shortfall or Surplus |
|-----------------------------|------------------------|------------------------|----------------------|
| (A) | (B) | (C) | (A-[B+C]) |
| \$4,612,101 | \$911,886 | \$0 | \$3,700,215 |

** Including commitments

ALTERNATIVES

The Board could decide to use a single firm as outside counsel and conduct a separate procurement to select one firm to provide services. This approach has the potential to delay the implementation of commuter rail and light rail as legal services are delayed until a firm is selected. Finally, the Board could decide to increase the number of staff attorneys to provide the majority of the required legal services.

CONSEQUENCES OF DELAY

Since property acquisition, procurement of goods and services, and construction of capital improvements are proceeding rapidly, Sound Transit’s legal needs have had to expand and accelerate in order to keep pace. The delays in acquiring the necessary legal services would likely delay implementation of the commuter rail and light rail projects or require the agency to proceed without legal review of certain aspects of the projects.

LEGAL REVIEW

MBL 8/17/00

SOUND TRANSIT

MOTION NO. M2000-82

A motion of the Finance Committee of the Central Puget Sound Regional Transit Authority authorizing the Executive Director to execute contracts with the firms and legal services to add additional attorneys to the on-call roster to provide general legal services, eminent domain legal services, and lease leverage advisor legal services, for a total amount not to exceed the approved Fiscal Year 2000 budget amount of \$4,612,000 for legal services.

Background:

In September 1998 Sound Transit issued a Request for the Proposals (RFP), RTA/LE 81-98, for thirteen categories of legal service. In April 2000 Sound Transit issued RFP (RTA/LE 54-00) to add five categories of legal services, and to add firms to the legal services on-call roster. In July 2000, Sound Transit advertised RFP RTA/LE 136-00 for lease advisor legal services to implement a long-term program for leverage leasing of Sound Transit assets. A selection committee evaluated each of the proposals and determined that each of the firms and/or solo practitioners were qualified to perform legal work in one or more of the categories. By contracting with each firm and solo practitioner to provide legal services to Sound Transit on an on-call basis, Sound Transit can select the appropriate legal representation from throughout the region when legal services are required in specialized areas or when the project schedule requires additional legal resources.

Motion:

It is hereby moved by the Finance Committee of the Central Puget Sound Regional Transit Authority that the Executive Director to execute contracts with the firms and solo practitioners for legal services listed in Exhibit A to add additional attorneys to the "on-call" roster to provide general legal services, eminent domain legal services, and lease leverage advisor legal services in the amounts required to perform necessary legal services for Sound Transit. The amount of any given individual contract for legal services may exceed \$200,000, provided that the total amount for all legal services to be provided by the on-call roster firms shall not exceed the approved Fiscal Year 2000 budget amount of \$4,612,000 for legal services.

Approved by the Finance Committee of the Central Puget Sound Regional Transit Authority at a regular meeting thereof on the 7th day of September, 2000.



Greg Nickels
Finance Committee Chair

ATTEST:

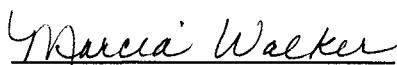

Marcia Walker
Board Administrator

Exhibit A

RTA Sound Transit/LE 54-00 On Call Legal Services Roster

John David Terry
33515 10th Place South Building 10
Federal Way, WA 98003

Stephson Askov
705 Second Ave Suite 401
Seattle, WA 98104-1711

Lane Powell Spears Lubersky
1420 Fifth Ave
Suite 4100
Seattle WA 98101-2338

Foster Pepper Shefelman
1111 Third Ave Suite 3400
Seattle, WA 98101

Inslee, Best, Doezie, Ryder, P.S
Rainer Plaza Suite 1900
777 108th Ave NE
Bellevue, WA 98009-9016

Eckert Seamans
1250 24th Street, Seventh Floor
Washington, D.C. 20037

Preston Gates and Ellis
701 Fifth Ave Suite 5000
Seattle WA 98104-7078

Williams Kastner & Gibbs
Two Union Square
601 Union Street, Suite 4100
Seattle, WA 98101-2380

Short Cressman and Burgess
999 Third Ave Suite 3000
Seattle WA 98104-4088

Cusack Knowles Ferguson
Two Union Square
601 Union Street Suite 3000
Seattle, WA 98101

RTA Sound Transit/LE 136-00 Lease Leverage Legal Services

Davis Wright Tremaine LLP
1501 4th Avenue
Suite 2600
Seattle, WA 98101