



Los Angeles  
Department of  
Water & Power

RESOLUTION NO. \_\_\_\_\_

BOARD LETTER APPROVAL

**MARTIN L. ADAMS**  
General Manager and Chief Engineer

**DATE:** January 3, 2023

**SUBJECT:** Amendment No. 1 to Agreement No. 47725A for Independent Counsel Services Related to Advice, Investigations, and Litigation - Paul Hastings, LLP

**SUMMARY**

The proposed Amendment No. 1 (Amendment) to Agreement No. 47725A (Agreement) with Paul Hastings, LLC (Paul Hastings) for independent counsel services to LADWP, will increase the contract amount by \$1,500,000, for a new not-to-exceed amount of \$2,250,000. This Amendment is for additional funds only, and does not extend the duration of the Agreement. All other terms and conditions remain unchanged.

The Amendment allows Paul Hastings to continue to represent and advise the Board of Water and Power Commissioners (Board) and LADWP in respect to the existing litigation and ongoing federal investigation in the matters pertaining to the class action settlement in *Antwon Jones v. City of Los Angeles*.

City Council approval is not required.

**RECOMMENDATION**

It is recommended that the Board adopt the attached Resolution authorizing approval of the Amendment to the Agreement with Paul Hastings.

**ALTERNATIVES CONSIDERED**

An alternative to the Amendment is to develop and advertise a new solicitation. However, Based on LADWP's on-going litigation and other legal matters, it has been

determined that this is not a viable alternative. Amendment will provide for continuity of services.

### **FINANCIAL INFORMATION**

The Amendment will increase the not-to-exceed amount by \$1,500,000, for a total of \$2,250,000 (budgeted).

	Original Maximum Expenditure	Requested Amendment No. 1	Amended Maximum Expenditure
Agreement Amount	\$750,000	\$1,500,000	\$2,250,000

### **BACKGROUND**

The Agreement was awarded as the result of a competitive solicitation process, under the Board authority, to Paul Hastings for a term of two years with one one-year optional renewal period, from June 7, 2022 to June 6, 2025.

For the past six months, the firm has been representing and advising the Board as needed with respect to the ongoing federal investigation in the matters pertaining to the class action settlement in the *Antwon Jones v. City of Los Angeles* and related matters set forth in the plea agreement of Paul Paradis, David Wright, David Alexander, and Thom Peters with the United States Department of Justice.

The Board has deemed the legal services necessary for independent counsel to continue their investigations, litigations and advice, as it is imperative that LADWP be independently represented in all matters associated with the ongoing federal investigation.

Paul Hastings has performed satisfactorily under the current Agreement.

### **ENVIRONMENTAL DETERMINATION**

Determine item is exempt pursuant to California Environmental Quality Act (CEQA) Guidelines 15060(c)(3). In accordance with this section, an activity is not subject to CEQA if it does not meet the definition of a project. Section 15378(b)(2) states that continuing administrative or maintenance activities, such as the approval of contracts for independent legal counsel, do not meet that definition. Therefore, the approval of contracts for independent legal counsel services is not an action subject to CEQA.

### **CITY ATTORNEY**

The Office of the City Attorney reviewed and approved the Agreements and Resolution as to form and legality.

## **ATTACHMENTS**

- Procurement Summary
- Resolution
- Amendment No. 1 to Agreement 47725A

## PROCUREMENT SUMMARY

1.	Recommended Vendor(s): Paul Hastings, LLC
2.	Procurement Type: Amendment
3.	Procurement Details: A. Contract Status: Amendment to Existing B. Proposal Advertisement Date: N/A C. Pre-Proposal Conference Date: N/A D. Proposal Due Date: N/A E. Number of Downloads of Solicitation: N/A F. Number of Proposals Received: N/A G. Protest Received: N/A
4.	Buyer Assigned: Jennifer Abeleda
5.	Contract Administrator: Faye Strong
6.	LADWP System/Division: Joint / General Manager's Office
7.	Contact Person for Item: Brian Gibson

### A. Summary of Bids Received/Evaluation Rating Summary of Proposals

Not applicable to the Amendment.

### B. Evaluation of Bid/Proposal/Cooperative Agreement

Not applicable to the Amendment.

### C. Procurement History

Service/Item History – Number of Times Item or Service has been Procured					
Contract/ PO No.	Contractor	Term of Contract	Start Date	Ending Date	Contract Amount
47725A	Paul Hastings, LLC	Three years	6/7/2022	6/6/2025	\$750,000
47725B	Rober Majeski PC	Three years	6/7/2022	6/6/2025	\$750,000
47457	Ellis George Cipollone O'Brien Annaguey	Five Years	7/24/17	7/23/22	\$2,161,888

Vendor Experience – Number of Contracts Vendor had with LADWP During the Past 5 Years					
Contract/ PO No.	Contract Description	Term of Contract	Start Date	Ending Date	Contract Amount
47725A	Independent Counsel	Three Years (two years with one one-year optional renewal period)	6/7/2022	6/6/2025	\$750,000

**D. Local Business Preference Program (LBPP)**

Not applicable to the Amendment.

**E. Additional Outreach Efforts Taken**

Not applicable to the Amendment.

**F. Small Business Enterprises (SBE)/Disabled Veterans Business Enterprises (DVBE)/Minority Business Enterprises (MBE)/Women Business Enterprises (WBE)/Other Business Enterprises (OBE) Participation**

There were no subcontracting opportunities identified under the RFP; however, Paul Hastings, LLC was strongly encouraged to utilize SBE, DVBE, MBE, and WBE firms and others where feasible.

Resolution No. \_\_\_\_\_

WHEREAS, Paul Hastings, LLC was awarded Agreement No. 47725A (Agreement) by the Los Angeles Department of Water and Power (LADWP) Board of Water and Power Commissioners (Board) on May 24, 2022, for specialized legal services to provide LADWP advice and representation in the matter of "*Antwon Jones v. City of Los Angeles*" and related matters, and ancillary cases for a term of two years with one one-year optional renewal period and an agreement amount of \$750,000; and

WHEREAS, LADWP has determined that, due to increased usage, it is necessary to increase the agreement amount and recommends Amendment No. 1 (Amendment) to the Agreement with Paul Hastings, LLC to increase the agreement amount by \$1,500,000, from \$750,000 to \$2,250,000.

NOW, THEREFORE, BE IT RESOLVED that Amendment No. 1 to Agreement No. 47725A, approved as to form and legality by the City Attorney, and filed with the Secretary of the Board, is hereby approved.


BE IT FURTHER RESOLVED that the President or Vice President, or the General Manager, or such person as the General Manager shall designate in writing, and the Secretary, Assistant Secretary, or the Acting Secretary of the Board are hereby authorized and directed to execute said Amendment for and on behalf of LADWP.

BE IT FURTHER RESOLVED that the Chief Accounting Employee of LADWP, upon proper certification, is authorized and directed to draw demands on the Power Revenue Fund, in accordance with the terms of this Amendment to the Agreement and this Resolution.

I HEREBY CERTIFY that the foregoing is a full, true, and correct copy of the Resolution adopted by the Board of Water and Power Commissioners of the City of Los Angeles at its meeting held

\_\_\_\_\_  
Secretary

APPROVED AS TO FORM AND LEGALITY  
HYDEE FELDSTEIN SOTO, City Attorney

By  \_\_\_\_\_,  
JOHN A. CARVALHO, Deputy City Attorney  
Date: 1/13/23

**AMENDMENT NO. 1 TO AGREEMENT NO. 47725A  
BETWEEN  
THE LOS ANGELES DEPARTMENT OF WATER AND POWER  
AND  
PAUL HASTINGS, LLC**

This Amendment No. 1 (Amendment) to Agreement No. 47725A (Agreement) is made and entered into by and between the City of Los Angeles, a municipal corporation acting by and through the Los Angeles Department of Water and Power (LADWP) and Paul Hastings, LLC (Paul Hastings) who are referred to under this Amendment as “Party” and collectively as the “Parties.”

**WHEREAS**, on May 24, 2022, LADWP approved the Agreement under the Board of Water and Power Commissioners authority for Paul Hastings to provide specialized legal services to assist LADWP in advice and representation in the matter “*Antwon Jones v. City of Los Angeles*” and related matters, and ancillary cases for a term of two years with one one-year optional renewal period for an amount not to exceed \$750,000; and

**WHEREAS**, the Parties are amending the Agreement for the purpose of increasing the Agreement amount by \$1,500,000, from \$750,000 to \$2,250,000; and

**NOW, THEREFORE, BE IT RESOLVED** that for good value and consideration including mutual exchange of promises, the Parties agree to amend the Agreement as follows:

1) **Subsection V.A. Appropriation of Funds** previously read as:

“The Los Angeles Department of Water and Power has appropriated Seven Hundred Fifty Thousand dollars (\$750,000) for this Agreement...”

**Subsection V.A. Appropriation of Funds** is hereby amended as follows:

“The Los Angeles Department of Water and Power has appropriated Two Million Two Hundred Fifty Thousand dollars (\$2,250,000) for this Agreement...”

Except as herein amended above, and as previously amended, all other terms and conditions of the Agreement shall remain in full force and effect and are incorporated herein as if fully set forth.

This Amendment may be executed in one or more counterparts, and by the parties in separate counterparts, each of which when executed shall be deemed to be an original, but all of which taken together shall constitute one and the same. The parties further agree that facsimile signatures or signatures scanned into .pdf (or signatures in another electronic format designated by LADWP) and sent by e-mail shall be deemed original signatures.

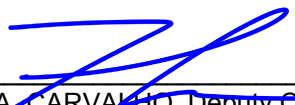
[Signature Page to follow]



**IN WITNESS WHEREOF**, the Parties hereto have caused this Amendment No. 1 to Agreement No. 47725A to be executed by their authorized representatives on the date written below.

DEPARTMENT OF WATER AND POWER  
OF THE CITY OF LOS ANGELES BY  
BOARD OF WATER AND POWER COMMISSIONERS

APPROVED AS TO FORM AND LEGALITY  
HYDEE FELDSTEIN SOTO, City Attorney

By  \_\_\_\_\_,  
JOHN A. CARVALHO, Deputy City Attorney  
Date: 1/13/23

By: \_\_\_\_\_  
MARTIN L. ADAMS  
General Manager and Chief Engineer

Date: \_\_\_\_\_

And: \_\_\_\_\_  
CHANTE L. MITCHELL  
Board Secretary

Date: \_\_\_\_\_

PAUL HASTINGS, LLC

By:  \_\_\_\_\_  
THOMAS A. ZACCARO  
Partner

Date:  \_\_\_\_\_

And: \_\_\_\_\_  
MARK POLLACK  
General Counsel

Date: \_\_\_\_\_