

DRAFT

RESOLUTION 20xx-xxx

RESOLUTION AUTHORIZING THE GENERAL COUNSEL TO EXECUTE AMENDMENTS TO LEGAL SERVICES AGREEMENT WITH SIDLEY AUSTIN BY UP TO \$900,000 FROM \$450,000 TO \$1,350,000; FY 2025 EXPENDITURES ARE BUDGETED, ALL FUNDS FOR FUTURE FISCAL YEARS WILL BE BUDGETED IN THE APPROPRIATE FISCAL YEAR, SUBJECT TO BOARD APPROVAL UPON ADOPTION OF EACH FISCAL YEAR'S BUDGET

WHEREAS, the San Diego Unified Port District (District) is a public corporation created by the legislature in 1962 pursuant to Harbors and Navigation Code Appendix 1, (Port Act); and

WHEREAS, the Board of Port Commissioners (BPC) adopted BPC Policy No. 110 to establish a policy governing the processing and administration of service and consulting agreements; and

WHEREAS, the Office of the General Counsel is responsible for providing legal advice and representation to the Board of Port Commissioners, the CEO and executive team, as well as all departments of the District, including defending the District in litigation and administrative procedures, as well as advising the District on transactions, policies and other matters; and

WHEREAS, in order to best advise and defend the District, in addition to the in-house attorneys, the Office of the General Counsel sometimes utilizes the services of outside law firms and experts to provide legal and consultant services in specific areas of law and to supplement the services of the in-house resources; and

WHEREAS, this agenda seeks Board authorization for the General Counsel to execute amendments to an agreement for legal services; and

WHEREAS, details regarding the specific matters for which these amendments are proposed are protected by the attorney/client and work product privileges; and

WHEREAS, the Office of the General Counsel recommends the BPC authorize the General Counsel to execute amendments to Legal Services Agreement with Sidley Austin by up to \$900,000 from \$450,000 to \$1,350,000.

20xx-xxx

NOW, THEREFORE, BE IT RESOLVED by the Board of Port Commissioners of the San Diego Unified Port District that the General Counsel is authorized to execute amendments to Legal Services Agreement with Sidley Austin by up to \$900,000 from \$450,000 to \$1,350,000.

APPROVED AS TO FORM AND LEGALITY:
GENERAL COUNSEL

By: Assistant/Deputy

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 11th day of February 2025, by the following vote: