

REPORT FROM

OFFICE OF THE CITY ADMINISTRATIVE OFFICER

Date: October 24, 2023

CAO File No. 0150-11625-0004

Council File No.

Council District: 11

To: The Mayor

From: Matthew W. Szabo, City Administrative Officer

Reference: Correspondence from the Los Angeles World Airports Board of Airport Commissioners (Board) dated April 11, 2023 and April 19, 2023; referred by the Mayor for a report on April 11, 2023

Subject: **RESOLUTION NO. 27706 AND PROPOSED SIXTH AMENDMENT TO CONTRACT DA-5190 WITH NOSSAMAN, LLP TO CONTINUE PROVIDING LOS ANGELES WORLD AIRPORTS WITH LANDSIDE ACCESS MODERNIZATION PROGRAM-RELATED LEGAL SERVICES FOR PROPERTY ACQUISITIONS**

RECOMMENDATION

That the Mayor:

1. Approve Los Angeles World Airports (LAWA) proposed Resolution No. 27706 authorizing a Sixth Amendment to DA-5190 with Nossaman, LLP, to extend the term by one year, through May 3, 2024, to continue providing LAWA with Landside Access Modernization Program-related legal services for property acquisitions in and around the Los Angeles International Airport's campus, with no additional funding;
2. Adopt the California Environmental Quality Act (CEQA) determinations of the April 19, 2023 Board of Airport Commissioners (Board) Resolution 27706, that this action is exempt from CEQA pursuant to Article II, Section 2(i) of the Los Angeles City CEQA Guidelines; and
3. Authorize the LAWA Chief Executive Officer, or designee, to execute the proposed agreement and return the Resolution to LAWA for further processing, including Council consideration.

SUMMARY

The Los Angeles World Airports (LAWA) Board of Airport Commissioners (Board) requested approval of its April 19, 2023 Resolution 27706, to execute a proposed Sixth Amendment to contract DA-5190 with Nossaman, LLP (Nossaman). The initial agreement with Nossaman was approved on May 4, 2017 (Resolution No. 26230) and expired on May 3, 2023. Approval of the proposed Sixth Amendment will retroactively extend the contract for one year, from May 4, 2023,

through May 3, 2024, resulting in a total contract duration of seven years. The proposed term extension to the contract will enable Nossaman to continue providing LAWA with ongoing legal services for property acquisitions related to the Landside Access Modernization Program (LAMP) at Los Angeles International Airport (LAX). LAWA indicates that Nossaman will further provide assistance with active litigations, pre-condemnation advice, settlement negotiations, and if necessary, trial preparation. No new funding is associated with the actions of the proposed Sixth Amendment as the total contract authority will remain at an amount not-to-exceed \$9,320,000.

The proposed Amendment to the contract has been approved as to form by the City Attorney. Pursuant to Charter Section 373 and Los Angeles Administrative Code Section 10.5, Council approval is required because the cumulative contract term exceeds three years. Our Office has reviewed the request and recommends approval.

BACKGROUND

On April 11, 2023 and April 19, 2023, the Board approved a LAWA staff report and Resolution 27706 requesting approval to execute a proposed Sixth Amendment with Nossaman to continue providing LAWA with LAMP-related legal services. LAWA staff reports that Nossaman has been instrumental in assisting LAWA and the City Attorney with real estate property acquisitions through Contract DA-5190. The legal consultant has primarily provided guidance to ensure that legal actions taken by LAWA and the City Attorney are in compliance with the law and that property owners receive fair compensation for any land acquired by LAWA.

On May 4, 2017, through Resolution 26230, the Board authorized LAWA and the City Attorney's Office to enter into a three-year legal services agreement with Nossaman for an amount not-to-exceed \$1,000,000. From the execution date of the contract through the Fifth Amendment (Resolution 27242), the Board authorized numerous agreements to modify the individual contracts. These modifications included extending the term, increasing the contract authority, or augmenting both. The First and Second Amendments increased the contract authority by \$4,520,000 and \$3,800,000, respectively, while the Third, Fourth, and Fifth Amendments extended the term of the contract by one year each. The previous five amendments enabled LAWA and the City Attorney to secure sufficient financial resources and the required time to sustain on-call legal services for ongoing capital projects. The Department indicates that the proposed Sixth Amendment is essential for ensuring the provision of additional time and the uninterrupted delivery of critical legal services related to the LAMP and property acquisitions at LAX.

Authority to Obtain External Legal Counsel - In accordance with the provisions outlined in City Charter Sections 272(c) and 275, proprietary City departments have the authority to engage the services of external legal counsel, subject to the approval of their respective Boards and with written consent from the City Attorney. These provisions, initially approved by Board Resolution No. 26230, are designed to aid the City Attorney in delivering legal services to the proprietary departments. Subsequently, LAWA elected to enter into a contract with Nossaman and retain the consultant to provide legal advice pertaining to real property issues that may potentially jeopardize the progressive advancement of the LAMP, such as property acquisitions in the airport's jurisdiction.

Costs and Funding – The total contract value through the various amendments is \$9,320,000. Contract expenditures to date amount to \$9,074,520, leaving a remaining balance of \$245,480. The table below summarizes the contract activities through August 2023.

Nossaman, LLP – Contract DA-5190 Contract Authority and Expenditures	
Description of Budget Activities	Amount
Original Contract Authority, May 2017	\$1,000,000
First Amendment Funding Increase, Dec. 2017	\$4,520,000
Second Amendment Funding Increase, Dec. 2018	<u>\$3,800,000</u>
Total Contract Value	\$9,320,000
Total Expenditures, including outstanding billing	(\$9,074,520)
Remaining Contract Authority (Total Contract Value less Total Contract Expenditures)	\$245,480

LAWA has yet to be billed for legal services in September 2023, nevertheless, the Department staff confirms that no additional funding is required for the extension period because the remaining contract authority is sufficient to finance the anticipated services through the end of the proposed term. It should be noted that LAWA is not considering a Seventh Amendment to this contract. In the event that unrelated legal property matters arise, which is outside the scope of the services provided by Nossaman under Contract DA-5190, LAWA will consult with other external real estate firms that it has on contract. Assuming there are no changes to the existing litigation schedule, approval of the proposed Sixth Amendment will allow adequate time to conclude the legal property acquisition actions included in this report.

Sixth Amendment - Approval of the proposed Amendment will extend the term of the contract for an additional year, thereby allowing Nossaman to continue assisting LAWA and the City Attorney with legal services, namely property acquisitions through voluntary agreements, eminent domain, or Resolution of Necessity. The legal consulting firm is currently advising LAWA on one remaining acquisition where the Department sought authorization to condemn a portion of multiple properties to facilitate LAMP initiatives. The properties in question involve eminent domain proceedings concerning three specific parcels, namely: 1) 5972 West 96th Street, 2) 5900-5945 West 98th Street, and 3) 9775 Airport Boulevard. It remains uncertain whether LAWA will need to acquire additional portions of the same parcels beyond what they already sought authorization to condemn. LAWA indicates that Nossaman will advise on the distinct parcels of land and further assist with litigation, settlement negotiations, prejudgment possession of parcels, and if necessary, trial preparation.

Stage of the Legal Actions – LAWA is in the planning phase and has not yet finalized the full scope of property interests that will need to be acquired. As a result, the Department requests to extend the term of the contract with Nossaman to ensure legal coverage is available when the scope of the property acquisition is determined. Once LAWA has a more comprehensive understanding of the additional property interests required, there will be two potential courses of action to pursue: engaging in settlement negotiations with the property owner or initiating a consolidated eminent domain process.

Acquisition Timeline – LAWA reports that the timeline to resolve the subject acquisition is estimated to be no less than six months. The actual timeframe will be contingent upon the speed at which the Department can determine the extent of the scope, in addition to how quickly the parties involved can come to a settlement agreement or navigate the legal processes. Most of LAWA LAMP property acquisition matters have been resolved through settlement agreements rather than a consolidated eminent domain process. This results in a more efficient and expedited resolution of property acquisition matters by allowing both parties to reach mutually acceptable terms, which saves time and reduces legal costs, while minimizing disruptions and delays to the LAMP project. The requested term extension for the contract should provide sufficient time to bring the property acquisition matters to a close through a settlement negotiation, however, LAWA may request an additional amendment if the legal proceedings escalate to a trial.

CITY COMPLIANCE

Small Business Enterprise (SBE), Local Business Enterprise (LBE), and Local Small Business Enterprise (LSBE) Participation – As reported by LAWA staff, this action is not subject to the provisions of the City’s Business Enterprise programs, subsequently, no mandatory business inclusion goals were established.

California Environmental Quality Act (CEQA) – On April 11, 2023, the Board determined that the proposed contract with Nossaman, LLP, to extend the term of the contract by one year to assist LAWA with LAMP-related legal services for property acquisitions at Los Angeles International Airport will not directly impact the environment and is exempt from CEQA pursuant to Article II, Section 2(i) of the Los Angeles City CEQA Guidelines.

The proposed Agreement includes provisions to ensure compliance with applicable City Ordinances, contracting, and insurance requirements. The City Attorney has reviewed and approved the proposed Sixth Amendment. In accordance with Charter Section 373 and Administrative Code Section 10.5(a) and 10.5 (b)(2), the proposed Agreement requires Council approval because the total term of the Agreement exceeds three years. Our Office recommends approval.

FISCAL IMPACT STATEMENT

Approval of the proposed Sixth Amendment to extend the term of Contract DA-5190 with Nossaman, LLP by one year, to provide LAWA with LAMP-related legal services for property acquisitions, in addition to other legal matters will have no impact on the City’s General Fund. There are no funding appropriations required for this action, as expenses associated with the proposed Sixth Amendment will be recovered through landing fees, terminal rates and charges, and non-aeronautical revenues. The total contract authority is set at an amount not-to-exceed \$9,320,000. The actions of the proposed Agreement comply with the Los Angeles World Airports’ adopted Financial Policies.

April 14, 2023

The Honorable Karen Bass
Mayor, City of Los Angeles
City Hall – Room 303
Los Angeles, CA 90012

ATTN: Heleen Ramirez, Legislative Coordinator
ATTN: Thomas Arechiga, Deputy Legislative Coordinator

LAX

Van Nuys

City of Los Angeles

Karen Bass
Mayor

Board of Airport
Commissioners

Beatrice C. Hsu
President

Valeria C. Velasco
Vice President

Gabriel L. Eshaghian
Matthew M. Johnson
Nicholas P. Roxborough
Belinda M. Vega
Karim Webb

Justin Erbacci
Chief Executive Officer

RE: Request to approve the Sixth Amendment to Contract DA-5190 with Nossaman LLP

In accordance with Executive Directive No. 4, we are transmitting a copy of the specified board report for the request to approve the Sixth Amendment to Contract DA-5190 with Nossaman LLP to continue providing Los Angeles World Airports with Landside Access Modernization Program-related legal services for property acquisitions. The Sixth Amendment will extend the contract by one year to May 3, 2024.

City Council approval is required pursuant to Section 373 of the Los Angeles City Charter.

Sincerely,



Justin Erbacci
Chief Executive Officer

JPE:MSA:ksf
Attachments





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Item number
here

Report to the BOARD OF AIRPORT COMMISSIONERS

Approver: Cynthia Alexander
Cynthia Alexander (Apr 4, 2023 10:47 PDT)
Cynthia Alexander, Deputy City Attorney
City Attorney's Office

Reviewer: Brian C. Ostler
Brian C. Ostler, City Attorney

Justin Erbacci
Justin Erbacci (Apr 4, 2023 20:21 GMT+2)
Justin Erbacci, Chief Executive Officer

Meeting Date
4/11/2023

Needs Council Approval: Y

Reviewed for/by	Date	Approval Status	By
Finance	3/21/2023	<input checked="" type="checkbox"/> Y <input type="checkbox"/> NA	js
CEQA	3/16/2023	<input checked="" type="checkbox"/> Y	BMS
Procurement	3/24/2023	<input checked="" type="checkbox"/> Y <input type="checkbox"/> Cond	LK
Guest Experience	3/21/2023	<input checked="" type="checkbox"/> Y	TB
Strategic Planning	3/21/2023	<input checked="" type="checkbox"/> Y	BNZ

SUBJECT

Request to approve the Sixth Amendment to Contract DA-5190 with Nossaman LLP to continue providing Los Angeles World Airports with Landside Access Modernization Program-related legal services for property acquisitions. The Sixth Amendment will extend the contract by one year to May 3, 2024.

RECOMMENDATIONS

Management RECOMMENDS that the Board of Airport Commissioners:

- ADOPT the Staff Report.
- DETERMINE that this action is exempt from the California Environmental Quality Act (CEQA) pursuant to Article II, Section 2.i of the Los Angeles City CEQA Guidelines.
- FIND that the work can be performed more economically or feasibly by an independent contractor than by City employees.
- FURTHER FIND that, pursuant to Charter Section 371(e)(2), competitive bidding for these professional services would not be practicable or advantageous.
- FURTHER FIND that, pursuant to Charter Section 371(e)(10), competitive bidding for this work would be undesirable, impractical, or impossible.

6. APPROVE the Sixth Amendment to Contract DA-5190 with Nossaman LLP to continue providing Los Angeles World Airports with Landside Access Modernization Program-related legal services for property acquisitions. The Sixth Amendment will extend the contract by one year to May 3, 2024.
7. AUTHORIZE the Chief Executive Officer, or designee, to execute the above-referenced amendment upon approval as to form by the City Attorney and approval by the Los Angeles City Council.

DISCUSSION

1. Purpose

Approval of the proposed Sixth Amendment to Contract DA-5190 (contract) will allow the law firm of Nossaman LLP (Firm) to continue providing the Los Angeles World Airports (LAWA) with Landside Access Modernization Program (LAMP)-related legal services for property acquisitions.

2. Prior Related Actions/History of Board Actions

- **May 4, 2017 – Resolution No. 26230 (DA-5190)**

The Board of Airport Commissioners (Board) authorized the Chief Executive Officer and the City Attorney's Office to enter into a three-year legal services agreement with the Firm. The initial contract amount was for \$1,000,000. The contract called for work to be paid on an hourly basis.

- **December 14, 2017 – Resolution No. 26392 (DA-5190A)**

The Board approved a First Amendment to add funds in the amount of \$4,520,000. The focus of the amendment was to continue assisting LAWA in the planning, procurement, and transactions of LAMP, as well as to continue assisting with property acquisition work for LAMP.

- **December 20, 2018 – Resolution No. 26668 (DA-5190B)**

The Board approved a Second Amendment to add funding in the amount of \$3,800,000. The focus continued to be on assisting LAWA in the planning, procurement, and transactions for LAMP, as well as to continue assisting with property acquisition work for LAMP.

- **March 5, 2020 – Resolution No. 26972 (DA-5190C)**

The Board approved a Third Amendment extending the contract by one year to May 3, 2021. The focus continued to be on providing LAWA with LAMP-related legal services for property acquisitions and contractual support during contract implementation.

- **April 22, 2021 – Resolution No. 27242 (DA-5190D)**

The Board approved a Fourth Amendment extending the contract by one year to May 3, 2022. The focus continued to be on providing LAWA with LAMP-related legal services for property acquisitions.

- **March 3, 2022 – Resolution No. 27444 (DA-5190E)**

The Board approved a Fifth Amendment extending the contract by one year to May 3, 2023. The emphasis continued to be on providing LAWA with LAMP-related legal services for property acquisitions.

3. Current Action/Rationale

Nossaman LLP is currently representing LAWA on two eminent domain matters in active litigation. The Firm also is assisting LAWA with pre-condemnation advice for a third property acquisition that may result in litigation. It is in LAWA's best interest to extend the contract in order to maintain continuous litigation support for these ongoing matters.

4. Selection Process

The Firm was retained in May of 2017 for LAMP-related legal services for property acquisitions, following a Request for Proposal issued by the City Attorney's Office.

5. Fiscal Impact

Costs incurred under this contract will be recovered through landing fees, terminal rates and charges, and non-aeronautical revenues; however, no additional funds are required at this time. All costs incurred, related to property acquisition and ongoing construction, are subject to capitalization policies.

6. Alternatives Considered

- ***Perform the Work In-House***

There is insufficient in-house City Attorney staff with this specialized expertise. Also, hiring additional in-house City Attorney staff for this work is impractical as it would not meet the immediate need for counsel with specialized expertise and experience on this matter. The City Attorney's Office will continue to provide legal services as well as closely manage the Firm's services. Therefore, it would be in the best interests of LAWA to enter into the Sixth Amendment to Contract DA-5190.

APPROPRIATIONS

No appropriation of funds is required for this action.

STANDARD PROVISIONS

1. Any activity (approval of bids, execution of contracts, allocation of funds, etc.) for which the underlying project has previously been evaluated for environmental significance and processed according to the requirements of the California Environmental Quality Act (CEQA) is exempt from further review pursuant to Article II, Section 2.i of the Los Angeles City CEQA Guidelines. The Landside Access Modernization Program Environmental Impact Report (EIR) was certified by the Board of Airport Commissioners for this project on March 2, 2017 (Resolution 26185).
2. The proposed document(s) is/are subject to approval as to form by the City Attorney.

3. Actions taken on this item by the Board of Airport Commissioners will become final pursuant to the provisions of Los Angeles City Charter Section 373.
4. Nossaman LLP will comply with the provisions of the Living Wage Ordinance.
5. This item is not subject to the provisions of the Small Business Enterprise Program.
6. Nossaman LLP will comply with the provisions of the Affirmative Action Program.
7. Nossaman LLP has been assigned Business Tax Registration No. 000113159-001-0.
8. Nossaman LLP will comply with the provisions of the Child Support Obligations Ordinance.
9. Nossaman LLP has approved insurance documents, in the terms and amounts required, on file with the Los Angeles World Airports.
10. Pursuant to Charter Section 1022, it has been determined that the work specified in this contract can be performed more feasibly or economically by an Independent Contractor than by City employees.
11. Nossaman LLP has submitted the Contractor Responsibility Program Questionnaire and Pledge of Compliance and will comply with the provisions of the Contractor Responsibility Program.
12. Nossaman LLP has been determined by Public Works, Office of Contract Compliance to be in full compliance with the provisions of the Equal Benefits Ordinance.
13. Nossaman LLP will comply with the provisions of the First Source Hiring Program for all non-trade LAX Airport jobs.
14. Nossaman LLP has submitted the Bidder Certification CEC Form 55 and will comply with its provision.
15. Nossaman LLP has submitted the Bidder Certification CEC Form 50 and will comply with its provision.
16. This action is not subject to the provisions of the Iran Contracting Act.



April 19, 2023

The Honorable City Council
of the City of Los Angeles
(via email)

Subject: Sixth Amendment to Contract DA-5190 with Nossaman LLP

Pursuant to Section 373 of the City Charter, enclosed for your approval is the Sixth Amendment to Contract DA-5190 with Nossaman LLP that was approved by the Board of Airport Commissioners at its April 11, 2023 meeting. There is no impact to the General Fund.

LAX

Van Nuys

City of Los Angeles

Karen Bass
Mayor

Board of Airport
Commissioners

Beatrice C. Hsu
President

Valeria C. Velasco
Vice President

Gabriel L. Eshaghian
Matthew M. Johnson
Nicholas P. Roxborough
Belinda M. Vega
Karim Webb

Justin Erbacci
Chief Executive Officer

RECOMMENDATIONS FOR CITY COUNCIL:

1. Adopt the determination by said Board that this action is exempt from the California Environmental Quality Act (CEQA) pursuant to Article II, Section 2.i of the Los Angeles City CEQA Guidelines; and
2. Approve the Sixth Amendment to Contract DA-5190 with Nossaman LLP to extend the term through May 3, 2024, covering Landside Access Modernization Program-related legal services for Los Angeles World Airports relating to property acquisitions; and
3. Concur with said Board's action on April 11, 2023, by Resolution 27706, authorizing the Chief Executive Officer, or designee, of Los Angeles World Airports to execute said Sixth Amendment to Contract DA-5190 with Nossaman LLP.

Very truly yours,

Grace Miguel, Commission Executive Assistant II
BOARD OF AIRPORT COMMISSIONERS

Enclosures

- cc: Trade, Travel and Tourism Committee
Councilmember Park, e-file
Councilmember McOsker, e-file
Councilmember Soto-Martinez, e-file
CAO (Airport Analyst), e-file
CLA (Airport Analyst), e-file
City Clerk's Office, e-file



RESOLUTION NO. 27706

WHEREAS, on recommendation of Management, there was presented for approval, Sixth Amendment to Contract DA-5190 with Nossaman LLP to extend the term through May 3, 2024, covering Landside Access Modernization Program-related legal services for Los Angeles World Airports relating to property acquisitions; and

WHEREAS, Nossaman LLP is currently representing Los Angeles World Airports (LAWA) on two (2) eminent domain matters in active litigation. The firm is also assisting LAWA with pre-condemnation advice for a third property acquisition that may result in litigation. It is in LAWA's best interest to extend the contract in order to maintain continuous litigation support for those ongoing matters; and

LAX

Van Nuys

City of Los Angeles

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Board of Airport
Commissioners

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Justin Erbacci
Chief Executive Officer

WHEREAS, there is insufficient in-house City Attorney staff with specialized expertise. Also, hiring additional in-house City Attorney staff for the work is impractical as it would not meet the immediate need for counsel with specialized expertise and experience on the matter. The City Attorney's Office will continue to provide legal services as well as closely manage the firm's services; and

WHEREAS, any activity (approval of bids, execution of contracts, allocation of funds, etc.) for which the underlying project has previously been evaluated for environmental significance and processed according to the requirements of the California Environmental Quality Act (CEQA) is exempt from further review pursuant to Article II, Section 2.i of the Los Angeles City CEQA Guidelines. The Landside Access Modernization Program Environmental Impact Report was certified by the Board of Airport Commissioners on March 2, 2017 (Resolution 26185); and

WHEREAS, Nossaman LLP will comply with the provisions of the Living Wage Ordinance, Affirmative Action Program, and Child Support Obligations Ordinance; and

WHEREAS, Nossaman LLP is assigned Business Tax Registration 000113159-001-0; and

WHEREAS, Nossaman LLP has approved insurance documents, in the terms and amounts required, on file with LAWA; and

WHEREAS, pursuant to Charter Section 1022, it has been determined that the work specified in the contract can be performed more feasibly or economically by an Independent Contractor than by City employees; and

WHEREAS, Nossaman LLP has submitted the Contractor Responsibility Program Questionnaire and Pledge of Compliance, and will comply with the provisions of said program; and

WHEREAS, Nossaman LLP has been determined by Public Works, Office of Contract Compliance to be in full compliance with the provisions of the Equal Benefits Ordinance; and

WHEREAS, Nossaman LLP will comply with the provisions of the First Source Hiring Program for all non-trade Los Angeles International Airport jobs; and

WHEREAS, Nossaman LLP has submitted the Bidder Certification CEC Form 55, and will comply with its provisions; and



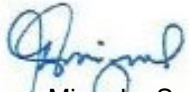
WHEREAS, Nossaman LLP has submitted the Bidder Certification CEC Form 50, and will comply with its provisions; and

WHEREAS, actions taken on this item by the Board of Airport Commissioners will become final pursuant to the provisions of Los Angeles City Charter Section 373;

NOW, THEREFORE, BE IT RESOLVED that the Board of Airport Commissioners adopted the Staff Report; determined that this action is exempt from the California Environmental Quality Act (CEQA) pursuant to Article II, Section 2.i of the Los Angeles City CEQA Guidelines; found that the work can be performed more economically or feasibly by an independent contractor than by City employees; further found that, pursuant to Charter Section 371(e)(2), competitive bidding for said professional services would not be practicable or advantageous; further found that, pursuant to Charter Section 371(e)(10), competitive bidding for the work would be undesirable, impractical, or impossible; approved the Sixth Amendment to Contract DA-5190 with Nossaman LLP to extend the term through May 3, 2024, covering Landside Access Modernization Program-related legal services for Los Angeles World Airports relating to property acquisitions; and authorized the Chief Executive Officer, or designee, to execute said Sixth Amendment to Contract DA-5190 with Nossaman LLP after approval as to form by the City Attorney and approval by the Los Angeles City Council.

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I hereby certify that this Resolution No. 27706 is true and correct, as adopted by the Board of Airport Commissioners at its Special Meeting held on Tuesday, April 11, 2023.



Grace Miguel – Secretary
BOARD OF AIRPORT COMMISSIONERS

**SIXTH AMENDMENT
TO PROFESSIONAL SERVICES CONTRACT NUMBER DA-5190
BETWEEN
THE CITY OF LOS ANGELES
AND
NOSSAMAN LLP**

THIS SIXTH AMENDMENT to Contract Number **DA-5190** is made and entered into by and between the City of Los Angeles, a municipal corporation, (hereinafter referred to as the "City") acting through the Office of the City Attorney (hereinafter referred to as "City Attorney") and its Board of Airport Commissioners (hereinafter "Board") and NOSSAMAN, LLP (hereinafter referred to as "Outside Counsel").

WITNESSETH

WHEREAS, the City and Outside Counsel entered into a contract wherein Outside Counsel agreed to assist the City Attorney with property acquisitions, pre-condemnation work, securing resolutions of necessity and initiating litigation, and securing timely prejudgment possession of parcels, public contracting, public transportation systems/facilities transactions associated with the new Landside Access Modernization Program and other related legal services, said Contract effective May 4, 2017, which hereinafter shall be referred to as the Contract; and

WHEREAS, the Contract provides for amendments; and

WHEREAS, the City and Outside Counsel are desirous of amending the Contract for the purpose of extending the term to May 3, 2024; and

WHEREAS, the amendment is necessary and proper to continue or complete certain activities authorized under the Contract;

NOW, THEREFORE, the City and Outside Counsel agree that the Contract be amended as follows:

AMENDMENT

1. Section II, paragraph A, Period of Performance, is amended to extend the contract by one year as follows:

This Agreement shall begin on May 4, 2017 and shall continue until May 3, 2024, unless terminated earlier under the provisions of this Agreement.

2. Except as herein amended, all other terms and conditions shall remain in full force and effect.

3. This amendment is executed in two (2) duplicate originals, each of which is deemed to be an original. This amendment consists of three (3) pages.

4. This agreement and any other document necessary for the consummation of the transaction contemplated by this agreement may be executed in counterparts, including counterparts that are manually executed and counterparts that are in the form of electronic records and are electronically executed. An electronic signature means a signature that is executed by symbol attached to or logically associated with a record and adopted by a party with the intent to sign such record, including facsimile or e-mail signatures. All executed counterparts shall constitute one agreement, and each counterpart shall be deemed an original. The parties hereby acknowledge and agree that electronic records and electronic signatures, as well as facsimile signatures, may be used in connection with the execution of this agreement and electronic signatures, facsimile signatures or signatures transmitted by electronic mail in so-called PDF format shall be legal and binding and shall have the same full force and effect as if a paper original of this agreement had been delivered that had been signed using a handwritten signature. All parties to this agreement (i) agree that an electronic signature, whether digital or encrypted, of a party to this agreement is intended to authenticate this writing and to have the same force and effect as a manual signature; (ii) intended to be bound by the signatures (whether original, faxed, or electronic) on any document sent or delivered by facsimile or electronic mail or other electronic means; (iii) are aware that the other party(ies) will rely on such signatures; and, (iv) hereby waive any defenses to the enforcement of the terms of this agreement based on the foregoing forms of signature. If this agreement has been executed by electronic signature, all parties executing this document are expressly consenting, under the United States Federal Electronic Signatures in Global and National Commerce Act of 2000 ("E-SIGN") and the California Uniform Electronic Transactions Act ("UETA") (California Civil Code §1633.1 et seq.), that a signature by fax, e-mail, or other electronic means shall constitute an Electronic Signature to an Electronic Record under both E-SIGN and UETA with respect to this specific transaction.

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IN WITNESS THEREOF, the parties hereto have executed this Agreement on the date indicated.

THE CITY OF LOS ANGELES,
DEPARTMENT OF AIRPORTS
OF THE CITY OF LOS ANGELES

By _____
Justin Erbacci
Chief Executive Officer
Department of Airports

By _____
Tatiana Starostina
Chief Financial Officer
Department of Airports

Date _____

Date _____

THE CITY OF LOS ANGELES,
HYDEE FELDSTEIN SOTO, City Attorney

By _____
Kathleen Kenealy
Chief Deputy

Date _____

NOSSAMAN LLP

By  _____
David Graeler, Partner

Date March 23, 2023 _____

APPROVED AS TO FORM
HYDEE FELDSTEIN SOTO, City Attorney

By  _____
Anne Haley
Assistant City Attorney

Date March 30, 2023 _____

City Business License Number: _____

Internal Revenue Service ID Number: _____

Board Resolution Number: _____

Contract Number: _____