



burke

BURKE, WILLIAMS & SORENSEN, LLP

Cost Proposal
Original

**Proposal to Provide Labor and Employment
Legal Services to the
San Mateo County Harbor District**

Timothy L. Davis, Partner
Burke, Williams & Sorensen, LLP
1503 Grant Road, Suite 200
Mountain View, California 94040

Phone: 650.327.2672 | Email: tdavis@bwslaw.com

Submitted: February 28, 2019

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

COST PROPOSAL FORMS

Pursuant to the Notice Inviting Proposals, the undersigned Proposer herewith submits a Proposal on the Proposal Form or Forms attached hereto and made a part hereof and binds itself on award by the San Mateo County Harbor District under this Proposal to execute a Contract in accordance with its Proposal, the Proposal Documents, and the award. The attached Notice Inviting Proposals and Addenda, if any, are made a part of this Proposal and all provisions thereof are accepted, and all representations and warranties required thereby are hereby affirmed.

THE PROPOSAL BELOW INCLUDES ANY AND ALL LABOR, MATERIALS, APPLICABLE TAXES, INSURANCE, SUBCONTRACTOR COSTS, TRAVEL EXPENSES, TELEPHONE COSTS, COPYING COSTS, PROFIT, ADMINISTRATIVE AND OVERHEAD FEES, AND ALL OTHER COSTS NECESSARY FOR THE PERFORMANCE OF ALL THE SERVICES CALLED FOR UNDER THE FOLLOWING CONTRACT. ANY PROPOSED REIMBURSABLE COSTS SHALL BE SEPERATELY IDENTIFIED (E.G. OVERNIGHT DELIVERY, UPCHARGE ON 3RD PARTY INVOICES).

Position	Unburdened Hourly Rate	All inclusive Hourly Rate*	Estimated Hours per Month**	Example of Duties
Special Counsel				
Alternate Special Counsel	Please see following page.			
(add positions as necessary)				

*Hourly Rate should include overhead costs as listed above. Time spent traveling to and from District meetings held within San Mateo County and any travel costs associated with such travel is not reimbursable.

**Estimated Hours should be based on comparable size and complexity of similar governmental entity.

The Cost Proposal Form must be signed on the next pages (page 2 or 3 of Attachment A). Proposals submitted in any other form will be considered non-responsive and may be rejected. Signatures herein bind Proposer to the entirety of its Proposal, including all documents submitted with these Cost Proposal Forms.

Position	Unburdened Hourly Rate	All inclusive Hourly Rate*	Estimated Hours per Month**	Example of Duties
Special Counsel	N/A			
Alternate Special Counsel	N/A			
Partners	N/A	\$315 - \$335	TBD	Provide labor and employment services
Senior Associates	N/A	\$285	TBD	Provide labor and employment services
Associates	N/A	\$260	TBD	Provide labor and employment services
Paralegals	N/A	\$150	TBD	Provide labor and employment services

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
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DOCUMENTS TO ACCOMPANY COST PROPOSAL:

Items 7 A-G of the Proposal Content must accompany the Cost Proposal for a Proposal to be deemed responsive.

NAME UNDER WHICH BUSINESS IS CONDUCTED

CONTACT INFORMATION OF PERSON AUTHORIZED TO EXECUTE CONTRACT

Name: Timothy L. Davis, Partner
Burke, Williams & Sorensen, LLP
Business Address: 1503 Grant Road, Suite 200

City/State/Zip: Mountain View, CA 94040

Telephone Number: 650.327.2672

Facsimile Number: 650.688.8333

E-Mail Address: tdavis@bwslaw.com

MANDATORY SIGNATURE(S)

SOLE OWNER, sign here: I sign as sole owner of the business named above.

PARTNERSHIP, one or more partners sign here: The undersigned certify that we are partners in the business named above and that we sign this Proposal with full authority to do so.



SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES

CORPORATION OR LLC, sign here*: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Entity Name:

By: _____ Title: _____

By: _____ Title: _____

Incorporated under the laws of the State

** If the Proposer is a corporation, this Cost Proposal Form must be executed by two corporate officers, consisting of: (1) the president, vice president or chair of the board; and (2) the secretary, assistant secretary, chief financial officer or assistant treasurer. In the alternative, this Cost Proposal Form may be executed by a single officer or a person other than an officer provided that evidence satisfactory to the District is provided demonstrating that such individual is authorized to bind the corporation or LLC (e.g. a copy of a certified resolution from the corporation's board or LLC's board or a copy of the corporation's bylaws or LLC's operating agreement.)*

IF JOINT VENTURE, officers of each participating firm sign here: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Joint Venture Name: _____

By: _____ Title: _____

By: _____ Title: _____



burke

BURKE, WILLIAMS & SORENSEN, LLP

Technical Proposal
Copy

**Proposal to Provide Labor and Employment
Legal Services to the
San Mateo County Harbor District**

Timothy L. Davis, Partner
Burke, Williams & Sorensen, LLP
1503 Grant Road, Suite 200
Mountain View, California 94040

Phone: 650.327.2672 | Email: tdavis@bwslaw.com

Submitted: February 28, 2019

February 28, 2019

02-28-19P01:43 RCVD

San Mateo County Harbor District
Attn: Deputy Secretary
504 Ave Alhambra, 2nd Floor
El Granada, California 94018

Re: Proposal to Provide Labor and Employment Legal Services (RFP #2019-02)

Greetings:

On behalf of Burke, Williams & Sorensen, LLP ("Burke"), I am pleased to submit this response to the Request for Proposals issued by the San Mateo County Harbor District ("District"). Burke is extremely interested in the possibility of providing labor and employment legal services to the District.

Burke was founded in 1927, and is a diverse, dynamic, and preeminent public law firm. For nearly 80 years, the representation of public agencies has been the cornerstone of Burke's legal practice. The firm currently serves the legal needs of over 200 local governmental entities, including special districts, cities, counties, joint powers authorities, and water and school districts. We take pride in our long-standing tradition of providing excellent legal services at reasonable rates and believe our team at Burke offers the depth, expertise, and commitment that the District seeks from its counsel. Ours is a rich tradition of providing high quality advice and services to public agencies. We are prepared to work closely with you in budgeting, performing, reporting on, and updating the legal services you need.

As described in the attached materials, we propose that Timothy L. Davis serve as lead attorney and point of contact. Tim will be assisted by a team selected to provide able legal representation tailored to the District's needs including Samantha W. Zutler, Meaghan A. Snyder and Sally T. Nguyen.

As an equity partner of Burke, I am authorized to negotiate and contractually bind the firm. There are no current conflicts of interest and we do not have any exceptions to the sample agreement attached to the District's RFP. Our proposal and proposed cost proposal are valid for 120 days of the date of this letter.

San Mateo County Harbor District
February 28, 2019
Page 2

Thank you for considering us. If you have any questions regarding this proposal, or if you would like additional information, please feel free to contact me at the number listed above. I look forward to hearing from you.

Very truly yours,

Burke, Williams & Sorensen, LLP



Timothy L. Davis
Partner and Chair
Labor and Employment Practice Group

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APPROACH TO SCOPE OF SERVICES

Non-Litigation Matters. Burke approaches all areas of representation with a goal of working with the District to accomplish its goals. Burke is well-known for the preventive advice it provides in California's complex employment environment. Burke's attorneys have significant experience assisting employers to manage the difficult employee issues with the goal of minimizing exposure and risk of litigation, while achieving the workplace goals the employer has set. Whether it is labor negotiations, a complicated leave administration, a high-risk termination, or a workplace investigation, our attorneys work cooperatively with our clients to develop an appropriate strategy that is mindful both of legal obligations as well as practical impacts on the workplace.

Litigation. When Burke attorneys are assigned a lawsuit to defend an entity's employees, they initially communicate with the clients about details of the incident and/or allegations; review the Complaint to evaluate the appropriate responsive pleading, and whether any affirmative defenses or procedural bars may apply; and investigate (or obtain materials from an investigator or other risk management contact) to obtain additional information and materials about the case. If possible, Burke files a motion to dismiss or demurrer (depending on the venue), to have the case or claims/parties dismissed at the earliest possible stage. Once the complaint is at issue, Burke attorneys typically proceed to conduct discovery to assist in a summary judgment motion and/or trial. We would adhere to any internal guidelines, such as obtaining advance approval for depositions, videotaping depositions, and investigator costs.

Burke attorneys are very successful in our motions for summary judgment, winning the vast majority of our cases on pleadings before the pre-trial and trial stages of a case. Except in rare cases, where the entity agrees that we have an insurmountable dispute of facts, we will file a motion for summary judgment. It is our philosophy to have the same attorney handling discovery and routine aspects of the case also prepare the summary judgment motion, rather than delegating the motion to a law and motion department attorney who has to learn the case before preparing the motion. This practice keeps our teams lean, and saves attorneys' fees by encouraging specialized knowledge on a case and avoiding duplication of work/billing.

Depending on the District's wishes, the position of the plaintiff, and the posture of the case, we may also negotiate a settlement in order to save costs of litigation. Burke has negotiated innumerable settlements at a huge savings to their clients, particularly after taking strong depositions, with a dispositive motion pending, or in the pre-trial preparation stages. Burke litigators are comfortable and experienced in the courtroom, and this often results in our opponents, who are less trial-ready, settling at a significant discount.

If the matter is headed for trial, we file motions in limine, prepare for trial by prepping our clients to testify, selecting exhibits, and all other necessary items. Even at the inception of the case it is important to conduct and respond to discovery with a view toward trial, in order to protect our clients and collect useful evidence on the issues and for impeachment.

Burke has attorneys experienced in handling a wide variety of public entity litigation issues in the areas of torts, civil rights, and employment, to name a few. This is especially important given that these areas often overlap in more complex cases such as in a police whistleblower retaliation case. Having defense experience in these interrelated areas, in addition to litigation expertise, allows Burke to tailor its legal defense services to better meet the particular needs of its municipal clients and promotes more effective case management and strategies. Burke's

experience in these areas enables it to draw upon prior work product to provide more efficient and successful solutions for its clients.

Communication

We are a service-first firm. While law is a profession, it is also a customer service business. We take that seriously. In our experience direct and frequent client contact and communication is the best way to ensure client satisfaction. Through regular contact (via meetings, phone calls, and emails) with the General Manager, Commissioners, and relevant staff members, we continually invite and encourage critical feedback on our service and performance. We will provide written reports quarterly (or as requested) on work undertaken and results achieved together with project costs to date. We are also happy to participate in any performance evaluation process that the District would like to undertake.

QUALIFICATIONS AND EXPERIENCE

Maritime Labor Law

Burke has represented the Santa Cruz Port District on labor and employment matters since 2010. Tim Davis has been the lead attorney representing the agency on a wide variety of labor and employment matters, including contract negotiations, employee discipline and leave issues and compliance with EEO matters. Burke has also represented Moss Landing Harbor District since 2015. Samantha Zutler has provided advice regarding general personnel matters and potential employment litigation.

Advice and Counsel

A primary focus of Burke's labor and employment practice is on providing advice and counsel to public agencies in all types of personnel issues, and Burke is well-known for the preventive advice it provides in California's complex employment environment. Burke's attorneys have significant experience assisting employers to manage the difficult employee issues with the goal of minimizing exposure and risk of litigation. Our attorneys understand the value of preventative advice, and work with our clients to establish a legally-compliant workplace that not only provides a defense in employment law disputes, but also provides for a positive and proactive workplace. We are familiar with and regularly advise public agencies on the administration of complicated leaves of absence (including FMLA/CFRA/PDL leaves), disability and reasonable accommodation under the FEHA and ADA, wage and hour under the FLSA and relevant California laws, pension and healthcare matters, effective performance evaluations, employee discipline, and other complicated personnel issues that regularly arise in the employment context.

The proposed team regularly provides advice and assistance for interactive process meetings, leave issues, wage and hour compliance, reorganizations, personnel policies, the Skelly process and employee discipline, performance management, benefits, employee relations, and countless other employment matters. We regularly collaborate with employers to identify and mitigate potential risks with proposed employment actions to provide the employer with the best possible chance of success if such actions are appealed or challenged in litigation.

Our team is very familiar with harassment, discrimination, and retaliation claims that arise under the FEHA and other workplace laws. We regularly serve as workplace investigators of

these claims. We also frequently advise Human Resources staff on conducting internal investigations, and assist in overseeing outside investigators. As discussed below, our team consists of highly sought-after trainers on the prevention of harassment, discrimination, and retaliation in the workplace. In addition, our experience includes handling all aspects of unique claims that public employers can face, including civil rights claims and First Amendment claims.

We regularly draft, audit, and update personnel rules, as well as advise clients on employment related documents, policies and procedures that reinforce an employer's expectations and guidelines to ensure it is in compliance with the various applicable state and federal laws, including among others:

- Fair Employment & Housing Act
- Title VII
- California wage and hour laws and regulations
- Fair Labor Standard Act
- Americans with Disabilities Act
- Age Discrimination in Employment Act
- Family and Medical Leave Act
- California Family Rights Act
- Constitutional and statutory privacy requirements
- False claims
- Retaliation
- Substance abuse and testing
- Occupational Safety and Health Act
- USERRA
- Whistleblower claims
- Conflicts of interest
- Grievance procedures
- Employee discipline and due process
- The Equal Pay Act
- Compensation and benefits
- Wrongful termination/discharge
- First Amendment retaliation

Investigations

Our proposed team members have diverse backgrounds and serve as advisors, labor negotiators, workplace investigators, trainers, and litigators. Our knowledge and experiences with each of these areas of representation enhances our abilities as workplace investigators. In addition to conducting workplace investigations, Burke attorneys have been called upon to defend their own reports as well as the reports of others, and they use this experience to craft the investigation report in a way that will withstand scrutiny in subsequent litigation. Our attorneys frequently oversee investigations conducted by outside investigators or internal staff. We also assist with the implementation of remedial measures and disciplinary action, and know the importance of a well-conducted investigation and well-written report.

Our approach to investigations is informed and enriched by our familiarity with common employment challenges faced by public agencies and our in-depth understanding of legal compliance issues. Our investigations have involved allegations of workplace harassment, discrimination and retaliation, threats of violence, inappropriate or unlawful hiring practices, bullying, whistleblower retaliation, general workplace misconduct and conflict of interest. We have conducted investigations in response to internal grievances and complaints, inquiries by state and federal agencies, and complaints of misconduct filed by members of the public. Our investigations have involved high-level employees or elected officials and sensitive personnel or political issues. We have also handled multi-party investigations and are able to manage the complications involved when there are cross-complaints made during the investigation. Burke

attorneys have extensive experience in reviewing complaints and documents, interviewing witnesses, and making credibility assessments.

Training

Members of our team excel at training. We enjoy creating customized employee and management training seminars for our clients using state-of-the-art audio-visual and media equipment and technology, as well as providing handout materials to participants. The quality of Burke's workplace trainings is due to a winning combination of legal and practical experience and the engaging nature of our attorneys. Good information is lost on employees if it is not presented in an understandable and interesting way. Burke also publishes educational materials, such as the widely circulated *Legal Trends*, which has been distributed for nearly 20 years at CALPELRA.

As practicing attorneys, our training team sees the unintended consequences of an under-educated workforce on an almost daily basis. Supervisors are an employer's first line of defense for most employment matters, but yet they are uninformed of their obligations. Training is the first step to avoiding future liability. In recognition of this, some of our team members have developed a supervisor series, "Human Resources Boot Camp for Supervisors." This highly customizable training can incorporate any number of labor and employment law topics to address the specific issues an employer is facing. We have presented this training series in a variety of formats, ranging from half-day training to all-day training to a series of trainings over the course of a few months.

We recognize that training is only effective when it is customized to the specific agency, and so our training team will work directly with staff to design a training that incorporates the Court's policies and practices and addresses the specific issues being faced by the Court. Our training team is qualified to train officials, supervisors, and general employees on most labor and employment law matters, as well as unique public agency issues. Our training topics include, but are not limited to the following:

- Human Resources Boot Camp for Supervisors
- Mandatory AB 1825 and 1661 Harassment Prevention
- Mandatory AB 1234 Ethics
- Advanced Harassment Prevention
- Everyday Ethics for Supervisors
- Social Media in the Public Sector Workplace
- Public Agency Use of Social Media
- Free Speech and the Internet
- Managing Leaves of Absence
- Disability and the Interactive Process
- Creating Effective Documentation
- Mandated Reporter for Child and Elder Abuse
- Preventing Lawsuits Resulting from Termination
- Workplace Violence Prevention
- Workplace Bullying and Hazing
- Dealing with Difficult Employees
- Complying with the California Public Records Act
- Working in the Public Sector Fishbowl
- Marijuana in the Workplace
- Supervising in a Unionized Workplace
- Effective Performance Evaluations
- Fitness For Duty Evaluations

- Effective Workplace Investigations
- Employment Law Basics
- Employment Litigation 101
- Complying with the Brown Act
- Complying with CalPERS Rules on the Use of Temporary Employees, Retirees, and Independent Contractors
- Diversity and Inclusion in the Workplace
- Transgender Workplace Issues
- Wage and Hour Basics
- Background Checks
- Hacking and Cybersecurity
- Navigating the CalPERS Public Agency Review Process
- Privacy and Privilege in Litigation

In recognition of our expertise, our attorneys are regularly invited to present at training conferences hosted by agencies such as the California Public Employers Labor Relations Association (CALPELRA), the League of California Cities, California Joint Powers Insurance Authority (CalJPIA), International Public Management Association for Human Resources (IPMA-HR), Public Agency Risk Managers Association (PARMA), California Special Districts Association (CSDA), Southern California Labor Relations Council, and the Los Angeles and Orange County Bar Associations. Members of the proposed team are frequent presenters at these conferences.

PROPOSED TEAM

Burke proposes Timothy L. Davis as lead attorney and point of contact. Tim will be assisted by partners Samantha W. Zutler and Meaghan A. Snyder and senior associate Sally T. Nguyen as needed. Resumes for Tim and his team are included as Attachment A.

Timothy L. Davis

Timothy Davis is an equity partner of Burke and serves as Chair of Burke's Labor and Employment Law Practice Group. He has been with Burke his entire legal career, starting at the firm as a summer clerk in 1994. Tim has negotiated numerous labor agreements between cities and their employee groups, including police, fire, general employees, and management groups. Additionally, his practice includes internal investigations of employment complaints involving discrimination and harassment, as well as grievances. He also trains Human Resources professionals and managers regarding proper investigation techniques. Tim's practice includes development of personnel rules and policies including discipline and grievance procedures, and the investigation of grievances. He advises management clients on labor and employment law compliance matters. He has also served as legal adviser during grievance proceedings. Tim's reported decisions include *Alhambra Police Officers Association v. City of Alhambra*, (2003) 113 Cal.App.4th, 413.

Tim has served as a lead negotiator in collective bargaining for the cities of San Diego, Roseville, Oakland (2009), Santa Cruz, Rohnert Park, San Rafael, National City, Burlingame, the Santa Cruz Port District, and he has advised numerous cities and public agencies throughout the state of California on collective bargaining issues.

Tim received his B.A. degree *cum laude* in Integral Studies from Saint Mary's College of California in 1992 and his J.D. degree from the University of the Pacific, McGeorge School of Law in 1995.

Relevant Experience

Agency	Services Provided
Santa Cruz Port District	Advice and counsel re personnel related matters; Labor negotiations
City of Roseville	Advice and counsel re personnel related matters; Labor negotiations; Lead trial lawyer on litigation matters.
City of Oakland	Advice and counsel re personnel related matters and MOU interpretation issues; Lead trial lawyer on litigation matters
City of San Diego	Advice and counsel re personnel related matter; Labor negotiations; Lead trial lawyer on litigation matters
City of Santa Cruz	Advice and counsel re personnel related matter; Labor negotiations; Lead trial lawyer on litigation matters
Numerous additional agencies throughout the state	Workplace investigations

Samantha W. Zutler

Samantha Zutler has 14 years of experience practicing labor and employment law. She advises cities, counties, and special districts, including the Moss Landing Harbor District, the cities of Carmel-by-the-Sea, Petaluma, and Oakland, San Bernardino County, and the Santa Clara Valley Water District. Samantha advises on all manner of labor and employment issues, including revising governing personnel documents, managing personnel disputes, the disciplinary and appeals process, and grievances. She advises on the entire disciplinary process, from drafting or revising and negotiating appropriate policies to defending the disciplinary appeal and any subsequent litigation. Samantha has also conducted numerous personnel investigations into allegations against miscellaneous employees, police officers, and firefighters. She has also advised clients on responding to results of investigations in high profile matters or involving conduct of executive employees.

Samantha also advises on labor issues by providing “behind the scenes” advice on collective bargaining negotiations, or representing management at the negotiating table.

Samantha is regularly called upon to perform training for clients, ranging from one-on-one remedial training to entire workforces, on issues such as discrimination and harassment. She has also provided training in AB 1234, the Brown Act, conflicts of interest, and general management practices. Samantha has particular expertise in personnel issues involving police and fire departments, as well as issues involving employees with long-term performance issues.

Samantha also has extensive litigation skills. She has litigated cases in State and federal courts, and has appeared before a variety of administrative bodies, ranging from private hearing officers to the Unemployment Insurance Appeals Board. She has litigated class actions (on the

plaintiff's side), collective actions under the FLSA (on the defense side), civil rights claims, writ actions, temporary restraining orders, zoning actions, code enforcement actions, and discrimination, harassment, and retaliation claims. Currently, Samantha is lead counsel in a discrimination action against the City of Petaluma. In that case, the City recently prevailed in a Court of Appeal published decision holding that personnel investigations performed by an outside attorney engaged by the City Attorney are subject to the attorney client privilege, and need not be disclosed.

Agency	Services Provided
Moss Landing Harbor District	Advice regarding general personnel matters and potential employment litigation
City of Petaluma	Defended in lawsuit regarding claims of discrimination, hostile work environment, and failure to prevent; advised regarding and participated in labor negotiations
Santa Clara Valley Water District	Defended in lawsuit regarding claims of discrimination and retaliation; advised regarding general personnel matters
Alameda County	Personnel Investigations
City of Richmond	Personnel Investigations
City of Rohnert Park	Advised regarding general personnel matters
City of Oakland	Represented the City in multiple evidentiary appeals of employee discipline
Town of Tiburon	Labor negotiations; general advice regarding personnel matters
City of South Lake Tahoe	Advised regarding general personnel matters

Meaghan A. Snyder

Meaghan A. Snyder is a partner in the firm's Labor and Employment and Public Law Practice Groups. Meaghan represents and counsels public and private entities in labor and employment matters and provides advisory, transactional, and litigation services to public agencies on a wide range of municipal law issues. Meaghan has three years of experience providing labor and employment legal services. She is currently serving a labor negotiator for the City of Pacifica.

Meaghan regularly counsels employers on various labor and employment issues, defends employers in litigation matters in actions involving state and federal law, represents public employers in state, federal, and local administrative proceedings, conducts internal investigations of employment complaints involving discrimination, harassment, and retaliation, and develops personnel rules and policies.

Meaghan received her B.A. degree from the University of Southern California and her J.D. degree from the University of California, Hastings College of Law.

Relevant Experience

Agency	Services Provided
City of St. Helena	Advice and counsel; Litigation
City of Santa Cruz	Advice and counsel
Town of Ross	Advice and counsel; Labor negotiations

Sally T. Nguyen

Sally Nguyen is a senior associate and a member of the firm’s Labor and Employment Law practice group. She has been practicing exclusively labor and employment law for over 10 years. Sally regularly provides advice and counseling to management, as well as training on various topics such as sexual harassment prevention, pregnancy and maternity legal rights and properly documenting an employee’s personnel file. For approximately 2 years, she hosted a monthly radio segment discussing trends in California and federal employment laws.

Sally also has extensive experience in all aspects of employment pre-litigation and litigation. Her experience includes client representations in both class actions and single plaintiff employment cases in state, federal and administrative proceedings before the California Division of Labor Standards Enforcement (DLSE), the California Department of Fair Employment and Housing (DFEH) and the Equal Employment Opportunity Commission (EEOC). She has successfully resolved numerous disputes involving wage and hour compliance, employment discrimination, harassment, retaliation, violations of family and medical leave laws, disability accommodations and personnel-related issues.

Her recent bargaining experience includes negotiating a side agreement on behalf of the Monterey One Water and assisting with negotiations of multiple MOUs in the City of Roseville.

Sally received her B.A. degree from the University of Berkeley in 2005 and her J.D. degree from the University of California, Hastings College of Law in 2009. While in law school, she clerked at a labor and employment law firm for two years and was a student client counselor for the Worker’s Rights Clinic.

Relevant Experience

Agency	Services Provided
Santa Cruz Port District	Advice and Counseling regarding personnel-related matters; Provided harassment prevention training to supervisory and non-supervisory employees
City of Roseville	Assisted with fire and police labor negotiations

Agency	Services Provided
City of Oakland	Defended employment discrimination action in Alameda County Superior Court; Advice and counseling regarding personnel and staffing issues
City of Calistoga	Advice and counseling regarding personnel-related matters
City of Santa Cruz	Advice and counseling regarding personnel-related matters
City of Pleasanton	Conducted a workplace investigation
Monterey One Water	Labor negotiations on behalf of management

REFERENCES

We are proud of our service record with our clients. We encourage you to contact the existing client references listed below about the merits of Burke, its personnel, and its services.

Client Name and Address	Contact Tel Email	Services Provided
Santa Cruz Port District 135 Fifth Avenue Santa Cruz, CA 95062	Marian Olin Port Director 831.475.6161 molin@santacruzharbor.org	Advice and counsel re personnel related matters; Labor negotiations
Moss Landing Harbor District 7881 Sandholdt Road Moss Landing, CA 95039	Michael Rodriguez 510.238.1406 mrodriguez@jarvisfay.com	Advice regarding general personnel matters and potential employment litigation
City of Roseville 311 Vernon Street Roseville, CA 95678	Stacey Peterson Human Resources Director 916.774.5374 speterson@roseville.ca.us	Advice and counsel re personnel related matters; Labor negotiations
City of Santa Cruz 809 Center Street Room 6 Santa Cruz, CA 95060	Lisa Murphy Human Resources Director 831.420.5040 lmurphy@cityofsantacruz.com	Advice and counsel re personnel related matters; Labor negotiations
City of Oakland 1 Frank Ogawa Plaza 6th Floor Oakland, CA 94612	Barbara Parker City Attorney 510.238.3601 bparker@oaklandcityattorney.org	Labor negotiations; Investigations

FIRM INFORMATION

Burke, Williams & Sorensen, LLP is a California limited liability partnership. Burke is comprised of 26 owners under the leadership of a Management Committee and Managing Partner. The firm's Managing Partner, John Welsh, has served continuously in that capacity since January 1, 1997. Firm management includes owners who practice substantially or entirely in the area of municipal law, and the firm has a longstanding commitment to the needs of its municipal clients. Details of our firm are listed below.

Firm Name	Burke, Williams & Sorensen, LLP
Founded	1927
Headquarters Office	Burke, Williams & Sorensen, LLP 444 South Flower Street, Suite 2400 Los Angeles, California 90071 Tel: 213.236.0600 Fax: 213.236.2700
Name, Address, Telephone Number, and Email Address of the Proposer's Point of Contact	Timothy L. Davis Burke, Williams & Sorensen, LLP 1503 Grant Road, Suite 200 Mountain View, California 94040-3270 Tel: 650.681.8317 Fax: 650.688.8333 Email: tdavis@bwslaw.com
Number of Attorneys	110
Number of Staff	80
Additional Firm Offices	
Inland Empire 1770 Iowa Avenue, Suite 240 Riverside, California 92507 Tel: 951.788.0100 Fax: 951.788.5785	San Francisco 101 Howard Street, Suite 400 San Francisco, California 94105 Tel: 415.655.8100 Fax: 415.655.8099
Oakland 1901 Harrison Street, Suite 900 Oakland, California 94612 Tel: 510.273.8780 Fax: 510.839.9104	Silicon Valley 1503 Grant Road, Suite 200 Mountain View, California 94040 Tel: 650.327.2672 Fax: 650.688.8333
Orange County 1851 East First Street, Suite 1550 Santa Ana, California 92705 Tel: 949.863.3363 Fax: 949.863.3350	San Rafael 181 Third Street, Suite 200 San Rafael, California 94901 Tel: 415.755.2600 Fax: 415.482.7542
Palm Desert 73-929 Larrea Street, Suite 4A Palm Desert, California 92260 Tel: 760.776.5600 Fax: 760.776.5602	Ventura County 2310 East Ponderosa Drive, Suite 25 Camarillo, California 93010 Tel: 805.987.3468 Fax: 805.482.9834

About Burke

For over 80 years, the representation of public agencies has been the cornerstone of Burke's legal practice. Burke provides public entities with a full range of legal, advisory, transactional, and litigation services organized into seven practice groups: Public Law, Labor and Employment Law, Construction Law, Litigation, Environmental, Land Use and Natural Resources, Real Estate and Business Law, and Education Law. The firm's 110 attorneys serve clients from nine offices throughout California. With regional offices in Los Angeles, the Inland Empire, Marin County, Oakland, Orange County, Palm Desert, San Francisco, Silicon Valley, and Ventura County, as well as modern modes of communication and travel, we can easily be where our clients need us to be, when they need us to be there.

The legal environment in which public entities are required to function is both diverse and complex. Recognizing this, our Public Law Practice Group contains many sub-groups and teams allowing our attorneys to specialize in particular areas of public law while still maintaining general public law expertise. These sub-groups include, but are not limited to, the following:

Public Sector Labor and Employment	Public Entity Administration and Municipal Law	Land Use and Environmental Law
<ul style="list-style-type: none"> • Grievances • Labor Negotiations • Disciplinary Hearings • Personnel Advice • Trial and Appellate Litigation • Meyers-Milias-Brown Act • Public Safety Officers Procedural Bill of Rights • Title VII • California FEHA • ADA • CalPERS (PERL, PEPRA, PEMHCA) 	<ul style="list-style-type: none"> • Open Meetings Laws (Brown Act) • Public Records Act • Conflicts of Interest • Election Law Issues – Initiative, Referendum and Recall • Public Finance and Taxation • Public Works and Contracts • Solid Waste Franchising • Trial and Appellate Litigation • Asset Foreclosure • Section 1983 Civil Rights Claims 	<ul style="list-style-type: none"> • Land Use Planning and Zoning • California Environmental Quality Act (CEQA) • Development Agreements • Growth Management • Historic Preservation • Annexation and Incorporation – LAFCO Proceedings • Redevelopment and Economic Development • Endangered Species • Sustainability and Green Building • Water Law and Public Trust

More than one-half of our work is for public entities and we currently serve the legal needs of over 200 governmental entities. We are frequent lecturers, speakers, and teachers to numerous associations and clients. Our public lawyers collectively have hundreds of years of experience as general and special counsel for special districts, cities, towns, counties, and other public agencies. The biographies of all of our lawyers, with descriptions of their expertise and experience, can be found on our website at www.bwslaw.com.

FINANCIAL STABILITY

Burke has operated in California for more than 90 consecutive years and currently has 110 attorneys, 9 offices, and an annual gross revenue in excess of \$50 million. Given the private and confidential information set forth in the firm's financial statements, we will provide them as needed in the future, if selected.

The firm has 3 pending lawsuits.

Jane Doe v. Burke, Williams & Sorensen, LLP, LASC Case No. BC553797 – In Year 2014, plaintiff Doe filed a meritless class action complaint against us alleging various causes of action regarding the contingency fee agreement. Thereafter, in response to adverse court rulings, the plaintiff filed three different amended complaints. The court ruled in favor of us dismissing the class action portion of the third amended complaint. The case regarding the individual plaintiff's action is stayed now because it is related to a separate legal action in which we were awarded substantial attorney's fees against the plaintiff. The plaintiff has appealed the award and the case is subject to a protective order. On August 30, 2018, the State Bar Court of California recommended that the attorney who brought these actions on behalf of the plaintiff be disbarred for fraudulent misconduct in unrelated matters.

City of Industry v. Burke, Williams & Sorensen, LLP, LASC Case No. KC 068777 – In June 2015, a newly elected and politically motivated majority of the city council terminated us as its city attorney after seventeen consecutive years of service and terminated the long-time city manager (the estranged brother of the new mayor). In October 2016, this same city council sued us for professional liability when we rejected the city's baseless demands. We oppose this meritless complaint and expect to prevail fully.

Kalendarian v. Burke, William & Sorensen, LLP, AlliedBarton Security Services, Citigroup Center, G. Gomez, et al., LASC Case No. CV02952. In Year 2019, a former Burke secretary who was terminated for performance filed a lawsuit against numerous entities and individuals alleging multiple causes of action including negligence, harassment, discrimination, retaliation, intentional infliction of emotional distress, etc. The defendants believe the complaint is meritless and plan to oppose it.

CONCLUSION

Burke has the experience, dedication, and resources to serve the District's needs ethically, efficiently, and cost-effectively. We will be happy to provide you with any additional information you require about our firm and welcome the opportunity to meet face-to-face to discuss Burke's capabilities and readiness to represent the San Mateo County Harbor District. We appreciate your consideration of our proposal.

ATTACHMENT A - RESUMES



Timothy L. Davis

Partner

Silicon Valley
1503 Grant Road, Suite 200
Mountain View, California 94040

tdavis@bwslaw.com
650.681.8317 D
650.327.2672 T

PRACTICE GROUPS

Labor and Employment
Litigation
Public

EDUCATION

J.D., University of the Pacific, McGeorge
School of Law, 1995
B.A., *cum laude*, Integral Studies, Saint
Mary's College of California, 1992

ADMISSIONS

State Bar of California
United States District Court for the Central
District of California

Timothy Davis is a partner in Burke, Williams & Sorensen's Silicon Valley office and is Chair of the firm's Labor and Employment Law practice group.

Tim has tried to verdict employment cases in both federal and state court, and has conducted over 70 employment arbitrations. Tim routinely defends employers in litigation matters in actions involving state and federal law, such as Title VII, the California Fair Employment and Housing Act, Americans with Disability Act, Age Discrimination and Employment Act, Family and Medical Leave Act, California Family Rights Act, California Pregnancy Disability Act, Public Safety Officers Procedural Bill of Rights, and wage and hour issues, including wage and hour class actions. He has represented employers in claims of wrongful termination, breach of fiduciary duty, breach of loyalty, unlawful interference with prospective economic advantage, unfair competition, and constitutional rights violations. His practice also includes the representation of employers before state, federal, and local administrative proceedings, including the Department of Labor, local civil service commissions, PERB, EEOC, and OSHA. Tim's reported decisions include *Alhambra Police Officers Association v. City of Alhambra*, (2003) 113 Cal.App.4th, 413.

Tim also represents both public and private employers as a lead negotiator during collective bargaining with their employee groups, including police, fire, general employees, and management groups. Additionally, his practice includes internal investigations of employment complaints involving discrimination and harassment, as well as the presentation of seminars on how to prevent discrimination and harassment and investigate allegations of discrimination and harassment. He also trains human resources professionals and managers regarding proper investigation techniques. His practice includes development of personnel rules and policies including discipline and grievance procedures, and the investigation of grievances. He advises management clients on labor and employment law compliance matters. He has also served as legal advisor during grievance proceedings.

Tim's commitment and experience in public law began in law school, where he co-authored the article, "Does a Public Law Attorney Owe a Duty to Third Parties?" which appeared in the Summer 1994 issue of the *Public Law Journal*.

RESULTS

- *Torrance et al. v. City of Alhambra*. Public Safety Officers Procedural Bill of Rights litigation. Prevailed at trial; employee writ and request for injunction denied; affirmed on appeal.
- *Flannagan v. City of Alhambra*. Police First Amendment litigation. Federal jury trial verdict for plaintiff limited to \$8,000 damages.

- *Alhambra Police Officers Association v. City of Alhambra*. Public Safety Officers Procedural Bill of Rights litigation. Prevailed at trial; affirmed on appeal.

Employment-Related Litigation

- *Tony Reeves v. City of Alhambra*. Race discrimination litigation. Prevailed on summary judgment.
- *Anthony Jones v. City of Alhambra*. Race discrimination litigation. Prevailed on summary judgment.
- *Earl Botke v. City of Alhambra*. Race discrimination litigation. Prevailed on summary judgment.
- *Alhambra Firefighters Association v. City of Alhambra*. Employment litigation. Prevailed on summary judgment.
- *Edith Lopez v. City of Alhambra*. Police discrimination litigation - race, gender, religion. Settled at mediation.
- *Isaac Amey v. City of South Gate, et al.* Race discrimination/ harassment litigation. Settled at mediation.
- *Sonia Clayton v. City of South Gate, et al.* Pregnancy and gender discrimination litigation. Settled after mediation.
- *Armando Castillo v. Ventura County Community College Dist.* Race and age discrimination litigation. Settled at mediation.
- *Ray Centeno v. Ventura County Community College District.* Race discrimination and harassment litigation. Settled at mediation.

Arbitrations Involving Public Employee Claims

- *Peter Nava v. City of Alhambra*. Wrongful termination arbitration. Prevailed at arbitration; employee writ denied; affirmed on appeal.
- *Daniel Humphreys v. City of Alhambra*. Wrongful termination arbitration. Prevailed at arbitration; employee writ denied.
- *Philip Sheriden v. City of Alhambra*. Wrongful termination. Prevailed at arbitration; employee writ denied.
- *Pfau v. City of Alhambra*. Employment arbitration. Prevailed at arbitration.
- *Jose Feliciano v. City of Glendale*. Wrongful demotion arbitration. Prevailed at arbitration.
- *Mike Briedert v. City of Santa Clarita*. Wrongful termination. Prevailed at arbitration.
- *R.P. Brar v. City of Banning*. Wrongful termination. Prevailed at arbitration; writ of mandate denied.
- *Cecelia Costlano v. City of Moorpark*. Wrongful suspension and wrongful termination. Prevailed at arbitration on both matters.
- *Celia Hernandez v. City of Moorpark*. Wrongful termination arbitration. Prevailed at arbitration.
- *Anthony Smith v. City of Chino Hills*. Wrongful termination arbitration. Prevailed at arbitration.
- *Michael Johnson v. Port Hueneme*. Wrongful termination arbitration. Prevailed at arbitration.
- *John Harbor v. City of Santa Paula*. Wrongful termination. Prevailed at arbitration.
- *Larry Blinn v. Port Hueneme*. Wrongful termination. Prevailed at arbitration.
- *Israel Reyes v. Port Hueneme*. Wrongful termination. Prevailed at arbitration.
- *Myrna Kassack v. City of Hemet*. Termination. Prevailed at arbitration; upheld on writ before in Superior Ct.

INSIGHTS

Presentations

"Health Insurance Opt-Outs After the Affordable Care Act and Flores v. City of San Gabriel Decision," County Counsels' Association of California Employment Law Conference, Santa Barbara, November 2016

"Essentials of Workplace Investigations," CALPELRA Annual Training Conference, Monterey Conference Center, November 2016

"Firefighters Procedural Bill of Rights and the Police Officer Bill of Rights: At the Intersection of Labor Relations and POBR/FPBRA," CALPELRA Annual Training Conference, Monterey Conference Center, October 2015

"Going with the Flow: Managing Multiple Bargaining Units to Obtain Optimal Settlements," CALPELRA Annual Training Conference, Monterey Conference Center, November 2014

"Preparing for Factfinding: Tools to Navigate the Impasse Process Under the MMBA," CALPELRA Annual Training Conference, Monterey Conference Center, November 20, 2013

"Preparing for Factfinding: Tools to Navigate the Impasse Process Under the MMBA," County Counsels Association of California Employment Law Fall Conference, November 7, 2013

"Negotiating Changes to Pension Benefits," San Diego Taxpayers Association, September 12, 2013

"Predict a Better Future: Dealing with Difficult Employees," 2013 Western Region IPMA Annual Training Conference, May 1, 2013

"Creating Effective Documentation," California Joint Powers Insurance Authority's Human Resources Academy, April 23, 2013



Samantha W. Zutler

Partner

San Francisco
101 Howard Street, Suite 400
San Francisco, California 94105

szutler@bwslaw.com
415.655.8113 D
415.655.8100 T

PRACTICE GROUPS

Public
Litigation
Labor and Employment

EDUCATION

J.D., University of San Francisco School of Law
B.A., Sociology, University of Redlands

ADMISSIONS

State Bar of California
Supreme Court of the United States
United States Court of Appeals for the Ninth Circuit
United States District Court for the Central District of California
United States District Court for the Eastern District of California
United States District Court for the Northern District of California
United States District Court for the Southern District of California

AFFILIATIONS

Bar Association of San Francisco
Alameda County Bar Association, Labor & Employment Law Section
Barristers Club
Queen's Bench Bar Association

RECOGNITIONS

Selected to Northern California Super Lawyers, Rising Stars, 2013-2015

Samantha Zutler is the City Attorney of Healdsburg, a lively community in Northern California. As City Attorney, Samantha advises the City on a wide range of general municipal law issues, including the Brown Act, conflicts of interest, and public records requests. She has also litigated writs challenging public records responses, constitutional challenges to land use decisions, and contractual issues. Samantha also advises regarding general land use matters, CEQA, and constitutional issues.

Samantha also maintains a specialty practice in labor and employment. She regularly defends claims of discrimination and harassment, wage and hour claims, and claims of wrongful discharge. She works with clients at all stages of the disciplinary process, from drafting and implementing new policies to defending employers in disciplinary appeals. Samantha has represented public and private sector clients in individual, collective, and class actions, and has extensive experience in litigating employment discrimination claims. Her clients include the City of Oakland, the City of Petaluma, the County of San Bernardino, and the City of Carmel.

Samantha also conducts and advises on personnel and internal affairs investigations. She has conducted multiple investigations into matters involving sworn and non-sworn employees, and worked with a team of attorney investigators to complete a confidential internal affairs investigation into the officer-involved shooting of Oscar Grant at the Fruitvale BART station.

Samantha is frequently called upon to conduct training for employees, managers and elected officials throughout California on a variety of topics, including ethics for public officials, Brown Act, prevention of sexual harassment, and best management practices. Her experience ranges from conducting individual, one-on-one remedial trainings to group trainings for over two hundred employees. Her audiences have included engineers, maintenance workers, police officers, firefighters, attorneys, mid-level and senior management employees, human resources personnel, Boards of Directors, City Councils, and the most difficult audience possible – lawyers.

INSIGHTS

Presentations

“Essentials of Workplace Investigations,” CALPELRA Annual Training Conference, Monterey Conference Center, November 2016

“Local Public Employee Discipline, Discharge, and Procedure: Avoiding Costly Mistakes,” State Bar of California Webinar, February 2015

“Going with the Flow: Managing Multiple Bargaining Units to Obtain Optimal Settlements,” CALPELRA Annual Training Conference, Monterey Conference Center, November 2014

"Disciplining Police Officers: From Drafting Policies to Defending the Appeal," client training, 2014

"Legal Update Webinar," 2013

"AB 646: A Way To The Truth, Or The Wild, Wild West?" CALPELRA Annual Training Conference, 2013

"Leaves: FMLA, ADA, PDL, CFRA," PELRAC Annual Conference, 2013

"Advising Employers in the Midst of Retaliation Claims," CALPELRA Annual Conference, 2012

"Nuts and Bolts of the Public Safety Officers Procedural Bill of Rights Act," Client Training, 2012

"Nuts and Bolts of the Firefighters Bill of Rights Act," Client Training, 2012

"Preventing Sexual Harassment (AB 1825 Compliance)," numerous employers throughout California, 2007 – 2014

"Reasonable Accommodation Training," Client Training, 2011

"Basic Anatomy of a Discipline Case," CALPELRA, 2010

"Advanced Anatomy of a Discipline Case," CALPELRA, 2010

"How to Win a FLSA Lawsuit by Police Officers," CALPELRA, 2009

"Anatomy of a Discipline Case," CALPELRA, 2009

"Civil Law & Litigation," County Counsels' Association of California, 2009

"Accommodations in the Workplace: Disabilities and Religious Beliefs," Santa Clara Valley Water District, 2009

"How to Respond to a DFEH or EEOC Complaint," CALPELRA, 2008

"Labor and Employment Legal Updates," Northern California Chapter of the International Public Management Association-Human Resources, 2008

"Three Surefire Ways to Get Sued," CALPELRA, 2007

"Accommodating Disabilities in the Workplace," Client Training, 2007

Publications

"Legal Trends," *Burke, Williams & Sorensen, LLP*, 2014-2016 Editions

"Court of Appeal Holds that Personnel Investigation Report is Subject to Disclosure," 2012

"MOU Language Precludes City from Unilaterally Changing Retiree Health Benefit," 2012

"Second Circuit Rules Undocumented Hours Count Toward FMLA Eligibility," 2012

"States No Longer Liable for Violations of Self-Care Provision of FMLA," 2012



Meaghan A. Snyder

Partner

Silicon Valley

1503 Grant Road, Suite 200
Mountain View, California 94040

msnyder@bwslaw.com

650.681.8309 D
650.327.2672 T

PRACTICE GROUPS

Labor and Employment
Public

EDUCATION

J.D., University of California, Hastings
College of the Law, 2011

B.A., Spanish and Political Science,
magna cum laude, University of Southern
California, 2008

ADMISSIONS

State Bar of California

United States Court of Appeals for the
Ninth Circuit

United States District Court for the
Northern District of California

United States District Court for the Eastern
District of California

RECOGNITIONS

Moot Court Team, Whittier Juvenile Law
Moot Court Competition, Second Place
Brief Award and Semi-Finalist

Meaghan A. Snyder is a member of the firm's Labor and Employment and Public Law Practice Groups. Meaghan represents and counsels public and private entities in labor and employment matters and provides advisory, transactional, and litigation services to public agencies on a wide range of municipal law issues.

Meaghan regularly counsels employers on various labor and employment issues, defends employers in litigation matters in actions involving state and federal law, represents employers in state, federal, and local administrative proceedings, conducts internal investigations of employment complaints involving discrimination, harassment, and retaliation, and develops personnel rules and policies.

Prior to joining Burke, Meaghan was a litigation associate at a firm in San Jose, where she focused on employment law, municipal law, and business litigation. Prior to that, Meaghan was a litigation associate with a boutique litigation firm in San Francisco where she practiced public entity defense, specifically, representing municipal clients in constitutional and civil rights matters as well as public entity tort and contract matters.

Meaghan's litigation practice encompasses all aspects of litigation, including trial, all phases of trial preparation, arguing law and motion matters, taking and defending depositions, preparing and responding to pleadings, drafting and responding to written discovery, and legal research. Meaghan has appeared and argued in both state and federal court. She has served as second-chair in two federal court jury trials and two state court jury trials. Meaghan has also prepared answering briefs in the Ninth Circuit Court of Appeals, which resulted in the Ninth Circuit affirming the District Court decisions in favor of her clients.

INSIGHTS

Publications

"Is Your Harassment Prevention Training Legally Compliant?" *The Burke Beat*, February 2018

"Legal Trends," *Burke, Williams & Sorensen, LLP*, Fall 2017



Sally Trung Nguyen

Senior Associate

Silicon Valley
1503 Grant Road, Suite 200
Mountain View, California 94040

snguyen@bwsllaw.com
650.681.8311 D
650.327.2672 T

PRACTICE GROUPS

Labor and Employment

EDUCATION

J.D., University of California, Hastings
College of the Law, 2009

B.A., University of California, Berkeley
2005

ADMISSIONS

State Bar of California

State Bar of New York

United States District Court for the
Northern District of California

United States District Court for the Central
District of California

United States District Court for the Eastern
District of California

AFFILIATIONS

Vietnamese American Bar Association of
Northern California

RECOGNITIONS

Selected to Northern California Super
Lawyers, Rising Stars 2015-2018

First Place Team, 2008 International
Academy of Dispute Resolution Mediation
Competition

Sally Trung Nguyen is a Senior Associate in the firm's Silicon Valley office and is a member of Burke's Labor and Employment Practice Group. She is experienced in handling a wide-range of labor and employment disputes, including wage and hour compliance (individual and collective actions), employment discrimination, harassment, retaliation, FMLA/CFRA, and disability accommodations.

Sally has devoted her legal career to helping others resolve their disputes and has a special affinity in representing clients in labor and employment law matters. She regularly provides advice and counseling to management pertaining to labor and employment law compliance. She also assists clients with investigations of harassment and discrimination charges and identifying potential employment-related issues that may arise. In addition, Sally regularly volunteers at several legal clinics and earned a mediator certification.

Prior to joining Burke, Sally worked at multiple law firms in the San Francisco Bay Area where she represented clients in individual and class action employment cases in state, federal, and administrative proceedings before the California Division of Labor Standards Enforcement (DLSE), the California Department of Fair Employment and Housing (DFEH), and the Equal Employment Opportunity Commission (EEOC).

INSIGHTS

Presentations

"How to Document an Employee File," Webinar, December 19, 2017

"Maternity and Pregnancy Legal Rights Program," San Jose, CA, September 10, 2016

Monthly Radio Segments on Various Worker's Rights Topics, Viet Tribune, San Jose, 2013-2014



COLE | HUBER_{LLP}

ATTORNEYS

RESPONSE TO REQUEST FOR PROPOSALS FOR LABOR AND EMPLOYMENT LEGAL SERVICES

ADVANCING YOUR AGENDA

Northern California:

2261 Lava Ridge Court
Roseville, CA 95661
Phone: 916.780.9009
Fax: 916.780.9050

Southern California:

3401 Centrelake Dr., Suite 670
Ontario, CA 91761
Phone: 909.230.4209
Fax: 909.937.2034

A. COVER LETTER

Derek P. Cole
dcole@colehuber.com

REPLY TO:
 ROSEVILLE ONTARIO

February 27, 2019

San Mateo County Harbor District
P.O. Box 1449
El Granada, CA 94108

Re: Response to Request for Proposal for General Counsel Services

Dear Members of the Board of Directors:

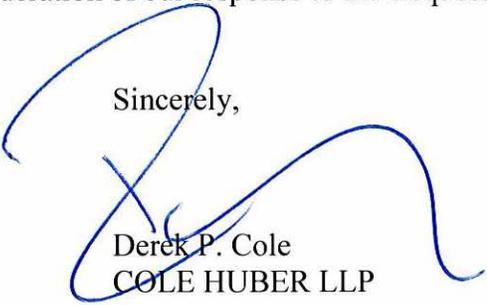
Cole Huber LLP is pleased to submit the enclosed Proposal in response to the San Mateo County Harbor District's Request for Proposals for Labor and Employment Legal Services. Our firm serves as city attorney to a number of cities and as general counsel to several special districts. We also provide litigation and special counsel services to numerous cities and counties throughout California. Our firm has distinguished itself as a provider of legal services to California local agencies. Labor and employment law is a key practice area in which we focus.

I am authorized to negotiate for and bind our firm to a contract with the District. To that end, I advise that our firm agrees to the form of agreement attached as Exhibit B to the Request for Proposals. I also confirm that the rates and terms of reimbursement proposed within are valid for a period of 120 days from the date of this submission. We are aware of no potential or actual conflicts of interest between our firm and the District.

Any questions regarding our response should be directed to my attention. You may reach me either by email (address listed above) or by phone; my direct-dial number is 916-787-7520.

We thank the District for its consideration of our response to the Request for Proposals and look forward to hearing from you.

Sincerely,



Derek P. Cole
COLE HUBER LLP

DPC/mt
Enclosure

B. APPROACH TO SCOPE OF SERVICES

In this section, Cole Huber describes how it approaches each subject identified in the Scope of Services (Attachment D) to the Request for Proposals. For the reader's convenience, we first restate each of the subjects as specified in the Scope of Work, then provide our response.

Administrative Duties

a) The Labor and Employment legal team will provide legal advice and represent the District in legal matters which include, but are not limited to: employment contract review; employee leaves of absence, unemployment benefits, retirement benefits, compliance with the following laws: FMLA/ CFRA, ADA, Title VII, ADEA, FLSA, PEPRA, applicable State Laws; wrongful termination, reasonable accommodations, retaliation, discrimination, harassment, and reductions in workforce; wage, hour and overtime standards; disciplinary actions; grievance processing and responses; collective bargaining and labor contract application and interpretation; employment-related meetings, hearings, litigation and binding arbitrations; conduct review and analysis in hiring and termination practices, workplace policies and procedures;

Our firm has advised our public agency clients on all aspects of employee relations, up to and including employee separation and discipline, "Skelly" hearings, and employee administrative hearings. We regularly draft and update personnel policies and procedures. Our attorneys also have extensive contract negotiating experience with employee unions (general and public safety). Our attorneys are able to provide full legal counsel at all stages of contract negotiations, from inception through the final stages of contract (MOU) drafting and acceptance. We have successfully resolved issues with all types of bargaining groups, both informally and through formal processes, such as fact-finding.

b) Be accessible to provide legal assistance to the District on an emergency basis;

Generally, our firm will respond to all calls or emails within 24 hours, and if further analysis is required for any particular matter, we will advise on the estimated timeframes for our responses. However, our team of experienced municipal attorneys is very capable of assessing the relative importance of each matter and we are always available respond to priority and urgent matters on an expedited basis.

c) Assist and cooperate with the District, its officers, agents and employees on all labor and employment legal matters pertaining to the District including enforcement of State and local laws and codes;

Providing timely, accurate, and effective legal counsel is Cole Huber LLP's primary role as Special Counsel. To fulfill that role, our attorneys maintain close communication with agency boards of directors and key management staff. Our attorneys strive to anticipate issues and challenges, and work to protect our clients and their representatives from adverse legal exposure. We understand that the Board of Directors makes policy, and our role as Special Counsel is to provide guidance and creative solutions regarding how to implement that policy.

d) Prepare annual audit letter;

Our firm provides annual audit letters for nearly all our public agency requirements. Each city attorney or general counsel assumes the responsibility to provide the proper information for all claims and pending litigation required to be disclosed for purposes of his or her agency's annual audit.

e) Make written or oral reports to the Board as necessary regarding status of any legal actions in which the District may be involved;

Cole Huber LLP attorneys regularly provide reports and legal opinions for our municipal clients. The reports or opinions can be issued formally or informally, depending on the nature, significance, and complexity of the issue, as well as the need for formal documentation of our legal reasoning and conclusions. We work with our clients to provide opinions in their desired formats and timings. We consider effective communication and responsiveness to be key attributes of the services we provide.

f) Provide updates regarding legal development that may impact the District; and

As part of our regular monitoring of developments in law, legislation, and regulations, our firm is diligent about making sure our clients are apprised of the developments and implement the necessary practices or take the required actions (e.g., adoption of ordinances). We consider this a key part of our service to our municipal clients.

g) Provide compliance training.

Our attorneys provide the required trainings regarding public agency ethics and sexual harassment trainings. Our attorneys have also provided trainings on other topics, such as Brown Act compliance and best practices in labor and employment matters.

Litigation Duties

h) Render legal services required in connection with claims against the District and conduct of litigation to which the District may be a party;

Our team of skilled litigation attorneys has handled all types of public-entity cases, whether arising under state law or as federal “section 1983” claims. We are well-versed in the applicable immunities provided under the Government Code and federal law, as well as the claims presentation requirements of the Government Claims Act. We also handle many other types of municipal litigation including that related to public agency contracts and statutory obligations. We have ample experience in all types of “writ of mandate” and “declaratory relief” proceedings concerning agency actions and obligations.

In addition to handling a wide range of municipal litigation matters, firm attorneys often act in a supervisory capacity in monitoring the activities of outside litigation counsel for their cities. Firm attorneys monitor the progress of cases and coordinate between counsel and key management staff and councils when necessary. On a number of occasions, firm attorneys have also been involved in tendering claims to their agencies’ municipal insurers and engaging in dispute resolution over challenged coverage decisions or reservations of rights.

i) Represent the District in all legal proceedings required in the enforcement of District labor and employment ordinances, practices and policies.

Our attorneys have distinguished themselves in employment litigation. We have handled all types of municipal employment litigation, including, defense of Department of Fair Employment and Housing claims involving the Family Medical Leave Act and California Family Rights Act, Civil Service Commission claims, proceedings before the State Personnel Board involving disputes of Local Agency Personnel Standards, Labor Disputes before the Public Employment Relations Board, Discrimination and Retaliation claims before the Equal Employment Opportunity Commission, and in employment Arbitration. Several of our attorneys are experienced in trial defending Public Agencies against allegations of police misconduct.

C. PROPOSER'S QUALIFICATIONS AND EXPERTISE

Firm Qualifications and Experience

Cole Huber LLP is a law firm founded on a commitment to excellence. From our Northern California (Roseville) and Southern California (Ontario) offices, our firm provides full-service advice and representation to public agencies throughout the state. The firm's tagline, "Advancing Your Agenda," is more than a tagline; it's what we do.

Cole Huber LLP currently serves as City Attorney to five cities and general counsel to a number of special districts. Our special district experience encompasses a broad range of agencies including airport districts, park and recreation districts, health care districts, emergency medical services agencies, and fire protection districts, among others.

In addition to our advisory practice, our firm has excelled as a provider of litigation services. We have a track record of obtaining successful results for public agency clients in court (bench and jury trials), before administrative agencies, during arbitration or mediation, and through pre-litigation settlement discussions.

Proposed Counsel Team

Lead Special Counsel

David G. Ritchie, Bar No. 283303, admitted 2012. Mr. Ritchie represents cities, counties and special districts in a broad range of labor and employment matters including collective bargaining with police, fire and emergency services employee associations and professional, technical, and miscellaneous employee groups. He acts as lead attorney representing public agency clients before the Public Employment Relations Board, in other employment-related administrative proceedings, and in arbitration of disputes.

Mr. Ritchie assists employers with employee investigations, employee discipline, and defending against employee grievances and complaints. He provides public agency clients with training on the Peace Officer's Procedural Bill of Rights, Firefighters Procedural Bill of Rights, negotiation and other agency obligations under the Myers-Milias-Brown Act, prevention of harassment and abusive conduct in the workplace, and governmental ethics obligations.

Mr. Ritchie also serves as the General Counsel for the Housing Authority of the County of Merced, General Counsel for the Del Puerto Health Care District, and Deputy City Attorney for the City of Oroville. Mr. Ritchie is a regular contributor to the *California Municipal Law Blog* and columnist for the *Daily Journal*.

Mr. Ritchie received his Master of Laws from Santa Clara University with the CALI-Award winning achievement for Excellence in Remedies and a specialization in Intellectual Property Law. He received his Juris Doctorate from the University of Manitoba Law School where he was the Articles Editor and Technical Editor for two years with the *Manitoba Law Journal*. He

received his Bachelor of Arts with Distinction from Bishop's University, Lennoxville, QC Canada.

Assistant Special Counsel

Elizabeth M. Fratarcangeli, Bar No. 309321, admitted 2016. During her tenure with Cole Huber LLP, Ms. Fratarcangeli has worked on a wide variety of matters, including public law procedural and legal issues, labor and employment matters, general civil litigation and land use litigation. Currently, Ms. Fratarcangeli serves as Assistant City Attorney for the City of Oakley and provides services to a wide range of the firm's municipal clients.

During law school, Ms. Fratarcangeli served as an extern for the Honorable Christopher Nuechterlein, and the Honorable Andrew Rodovich at the U.S. District Court, Northern District of Indiana. She was also the Associate Editor of the Valparaiso University Law Review, the Chief Justice of the school's Moot Court team, and a law clerk for a prestigious firm in downtown Chicago.

Ms. Fratarcangeli received her Bachelor of Arts degree in Psychology from Loyola Marymount University in 2011, where she was on the Dean's List. She then went on to receive her Juris Doctor in 2015 from Valparaiso University School of Law, graduating with honors.

Ms. Fratarcangeli has conducted numerous trainings on open-meeting laws and the Brown Act for her municipal clients. She is also actively involved in the League of California Cities events and trainings.

Chief Litigation Counsel

Sean De Burgh, Bar No. 264713, admitted 2009. Mr. De Burgh is a partner with Cole Huber LLP, servicing clients out of both the Roseville and Ontario offices. Sean specializes primarily in municipal law and public entity defense. He serves as outside litigation counsel for the California State University system and provides advice and litigation counsel for many of the firm's municipal clients including the City of Stockton, City of Ontario, Madera County, and San Joaquin County.

As a litigator, Mr. De Burgh has significant experience handling cases involving employment/labor (management side), premises liability, police defense, and general liability issues. Mr. De Burgh is a frequent presenter on a wide range of legal subjects to clients and industry associations across the state. He has regularly authored publications or given presentations to the California Special Districts Association, California Recreation and Parks District, the Public Agency Risk Managers Association, and others.

Upon graduating from Brigham Young University, Sean received his law degree from the University of the Pacific, McGeorge School of Law. At McGeorge, he was a finalist in regional Client Counseling competitions, and earned honors in Persuasive Legal Writing. He was also on the Dean's Honor Roll.

References

City of Antioch (Interim City Attorney client, 2015-2016 and 2017-present)

Ron Bernal, City Manager

200 H Street

Antioch, CA 94509-1285

(925) 779-7011

rbernal@ci.antioch.ca.us

City of Oakley (City Attorney client, 2011-present)

Bryan Montgomery, City Manager

3231 Main Street

Oakley, CA 94561

(925) 779-7011

montgomery@ci.oakley.ca.us

Colusa County (Litigation client, 2017-2018)

Wendy Tyler, County Administrative Officer

547 Market Street, Room 102

Colusa, CA 95932

(530) 458-0737

wtyler@countyofcolusa.org

D. SIZE, STRUCTURE, AND LOCATION OF FIRM

Cole Huber LLP has two offices, located in Roseville (Northern California) and Ontario (Southern California). The Firm's Northern California office has eight attorneys, one paralegal, two legal assistants and the Firm's Office Manager and Controller. The Firm's Southern California office has seven attorneys and two legal assistants. The firm employs 22 persons overall.

The firm's practice areas are municipal law, environmental law, litigation, and estate planning. We estimate that the 85% of the work our legal professionals perform is for local agency clients. The firm serves as city attorney for a number of California cities, general counsel for several California special districts, and litigation and special counsel for many California cities and counties.

E. FINANCIAL STABILITY

Cole Huber was founded in 2007. Initially, the firm was located only in Roseville and was composed of three attorneys, one paralegal, and one legal assistant. In the more than 12 years since our founding, the firm has expanded into Southern California and has grown to its current size.

Our firm received nearly \$6 million in revenue in 2018. It is willing to provide for review of its financial documentation separately, as part of contract negotiation, but can only agree to do so under conditions that preserve the propriety and confidential nature of its financial information.

Cole Huber LLP is not presently the party to any lawsuit or proceeding filed by any former client or party for malpractice or otherwise. Our firm has sporadically been subject to such litigation in previous years, but has always settled the cases on a nuisance value/cost of defense basis.

**F. ACKNOWLEDEMENT OF ADDENDA
(Attachment C)**

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

SAN MATEO COUNTY HARBOR DISTRICT

ACKNOWLEDGEMENT OF ADDENDA

The undersigned Proposer acknowledges receipt of the following addenda, if issued, to the RFP Documents. If none received, write "None Received."

Addendum No. 1, dated February 13, 2019

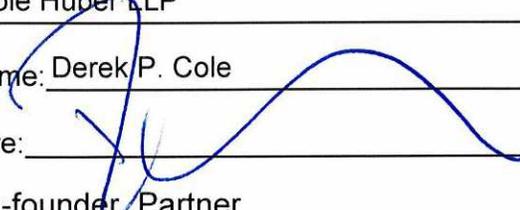
Addendum No. _____, dated _____

Addendum No. _____, dated _____

Date: February 27, 2019

Firm: Cole Huber LLP

Print Name: Derek P. Cole

Signature: 

Title: Co-founder, Partner

G. COST PROPOSAL

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

COST PROPOSAL FORMS

Pursuant to the Notice Inviting Proposals, the undersigned Proposer herewith submits a Proposal on the Proposal Form or Forms attached hereto and made a part hereof and binds itself on award by the San Mateo County Harbor District under this Proposal to execute a Contract in accordance with its Proposal, the Proposal Documents, and the award. The attached Notice Inviting Proposals and Addenda, if any, are made a part of this Proposal and all provisions thereof are accepted, and all representations and warranties required thereby are hereby affirmed.

THE PROPOSAL BELOW INCLUDES ANY AND ALL LABOR, MATERIALS, APPLICABLE TAXES, INSURANCE, SUBCONTRACTOR COSTS, TRAVEL EXPENSES, TELEPHONE COSTS, COPYING COSTS, PROFIT, ADMINISTRATIVE AND OVERHEAD FEES, AND ALL OTHER COSTS NECESSARY FOR THE PERFORMANCE OF ALL THE SERVICES CALLED FOR UNDER THE FOLLOWING CONTRACT. ANY PROPOSED REIMBURSABLE COSTS SHALL BE SEPERATELY IDENTIFIED (E.G. OVERNIGHT DELIVERY, UPCHARGE ON 3RD PARTY INVOICES).

Position	Unburdened Hourly Rate	All inclusive Hourly Rate*	Estimated Hours per Month**	Example of Duties
Special Counsel	\$260/hour	\$260/hour	25-50	As stated in proposal
Litigation Counsel	\$280/hour	\$280/hour	depends on case needs	As stated in proposal
Paralegals	\$160/hour	\$160/hour	5-10	As stated in proposal

*Hourly Rate should include overhead costs as listed above. Time spent traveling to and from District meetings held within San Mateo County and any travel costs associated with such travel is not reimbursable.

**Estimated Hours should be based on comparable size and complexity of similar governmental entity.

The Cost Proposal Form must be signed on the next pages (page 2 or 3 of Attachment A). Proposals submitted in any other form will be considered non-responsive and may be rejected. Signatures herein bind Proposer to the entirety of its Proposal, including all documents submitted with these Cost Proposal Forms.

TERMS OF REIMBURSEMENT

Special Counsel Services

The firm would require reimbursement for all postage, overnight delivery, or courier services; duplication at \$0.10 per page for all pages printed or copied; and large duplication costs outsourced to copy service. All reimbursements would be made on cost of goods/services basis; the firm would not add any markup to reimbursable items.

The firm would not require payment of travel expenditures for one round trip per month to the District offices (or a nearby location). If more than one round trip were required in any month, the firm would charge a flat fee of \$500 for each trip. (However, no hourly rate would be charged for travel time.)

Litigation Services

For litigation, in addition to recovery of the above expenses, the firm would request reimbursement for all expenses related to filing, service, depositions, transcripts, document production, discovery, retention of expert witnesses and other support professionals, jury fees, court fees, administrative records, preparation of exhibits, and other necessary and customary expenses. The firm would also request reimbursement of travel and lodging expenses when reasonably necessary in any litigation matters handled. All reimbursements would be made on cost of goods/services basis; the firm would not add any markup to reimbursable items.

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

DOCUMENTS TO ACCOMPANY COST PROPOSAL:

Items 7 A-G of the Proposal Content must accompany the Cost Proposal for a Proposal to be deemed responsive.

NAME UNDER WHICH BUSINESS IS CONDUCTED Cole Huber LLP

CONTACT INFORMATION OF PERSON AUTHORIZED TO EXECUTE CONTRACT

Name: Derek P. Cole

Business Address: 2261 Lava Ridge Court

City/State/Zip: Roseville, CA 95661

Telephone Number: (916) 780-9009

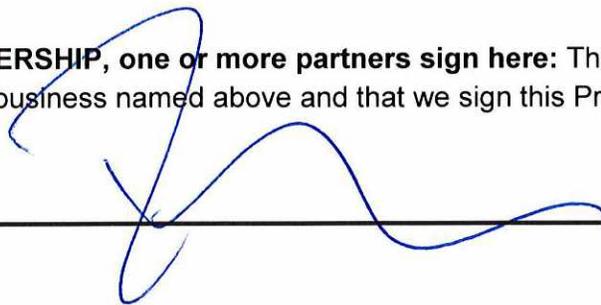
Facsimile Number: (916) 780-9050

E-Mail Address: dcole@colehuber.com

MANDATORY SIGNATURE(S)

SOLE OWNER, sign here: I sign as sole owner of the business named above.

PARTNERSHIP, one or more partners sign here: The undersigned certify that we are partners in the business named above and that we sign this Proposal with full authority to do so.



February 27, 2019

VIA COURIER

San Mateo County Harbor District
504 Avenue Alhambra, 2nd Floor
El Granada, CA 94018

Re: *Response to RFP #2019-02 for Labor and Employment Legal Services*

Dear Ladies and Gentlemen:

Thank you for providing Liebert Cassidy Whitmore (“LCW”) the opportunity to respond to the Request for Proposal (“RFP”) to provide labor and employment legal services for the San Mateo County Harbor District (“District”). We welcome the opportunity to provide our knowledge and expertise to the District.

Liebert Cassidy Whitmore has represented a variety of special districts, public entities, and non-profit organizations in all aspects of employment law and labor relations since 1980. Our firm takes a problem-solving, preventive law approach as legal counsel. We strive to assist our clients in avoiding liability through training, workshops, and legal advice as matters arise. We are also, however, experienced in all aspects of hearings, arbitration and litigation up through jury trials if required. We are known throughout the state for the breadth and depth of our expertise in representing special districts, cities, counties, schools and school districts, county offices of education, and community college districts.

We have offices in San Francisco, Sacramento, Fresno, Los Angeles, and San Diego and have 90 attorneys on staff. The attorneys with whom you will work are experts in and knowledgeable about public sector agencies and non-profit corporations. We regularly work with our clients to ensure that they have prompt, quality answers to their questions. We are a proactive firm and we believe in assisting our clients to avoid problems and disputes before they arise. Likewise, we strive to minimize the costs to our clients.

As a Partner in the firm, I, Morin Jacob, am authorized to bind the firm to this proposal. The Firm will honor our proposed Scope of Services and Cost Proposal for one hundred and twenty (120) calendar days. I can be the primary contact during the proposal evaluation period. Our closest office to the District is our San Francisco office which is located at 135 Main Street, 7th Floor, San Francisco, CA 94105. The phone number for this office is (415) 512-3000.

We have reviewed the District’s Proposed Sample Agreement (“PSA”) and agree to the terms provided. We have no exceptions to the District’s PSA. We also confirm that LCW does

San Mateo County Harbor District

Re: *Response to RFP #2019-02 for Labor and Employment Legal Services*

February 27, 2019

Page 2

not have any conflicts of interest that would limit our ability to provide our proposed services. We welcome the opportunity to provide labor and employment legal services to the District. If you desire additional information, please contact me at (415) 512-3036 or mjacob@lcwlegal.com.

Very truly yours,

LIEBERT CASSIDY WHITMORE

/s/ Morin I. Jacob

Morin I. Jacob
Partner

MIJ:kgh

Approach to Scope of Services

We understand that District seeks firms with legal advice and counsel, collective bargaining, labor negotiations, policy and procedure review and advice, emergency legal advice, annual audit letter preparation, compliance training, and litigation expertise as outlined in the Scope of Services. Although other firms may have a practice group subset of their overall practice, the above listed expertise *is* LCW's practice, not a portion of our overall business. Our attorneys respond to and advise on services similar to the District's requested Scope of Services on a daily basis.

In addition, all LCW attorneys are accessible in times of emergencies or outside of regular business hours, as needed by the District. The team assigned to work with the District will be well versed on all ongoing District needs and projects so in times of emergency any of our attorneys will be able to assist the District effectively and efficiently.

LCW's Employment Legal Services Approach

Our attorneys are creative problem solvers and trusted counsel. We design realistic solutions that not only comply with legal requirements, but also fit with our client's philosophy and goals, as well as its administrative resources. We help design solutions that will work for our clients long-term, and are not just a quick fix.

LCW attorneys practice exclusively in the State of California for public entities and non-profits, giving us the essential knowledge and relationships to serve the District effectively. Our firm is committed to professional project management so that all work is handled efficiently and proactively. We will work closely with the District to determine guidelines, budgeting, strategy, and timeline.

The District would have access to our entire bench of attorneys, statewide, but we have provided information for a proposed dedicated team. All members of the team practice in the area of labor and employment law specifically for public entities. All provide advice and counsel in all areas outlined within the Scope of Work. We expand upon this in the Qualification and Experience section.

We have enclosed resumes for our proposed attorneys. Our attorneys are happy to work with the District in whatever way the General Manager or Board of Commissioners prefers to ensure constant communication between the legal team and the District and to ensure a seamless transition. Morin Jacob can act as point of contact for all related legal matters for the District, or any other attorney listed can be contacted at any time and act on behalf of the LCW legal team.

A sampling of our firm's labor and employment law legal services is outlined below:

A. Advice and Counsel

A primary focus of our practice is to provide proactive advice to prevent our clients from becoming parties in an adversarial proceeding. We often accomplish this goal through advice and counsel, policy review and revision, and our renowned training programs.

Opinion and Audit Letters & Policy Review/Revisions

Attorneys in the firm, through their interaction with our public sector clients, are aware of the current issues confronting public agencies in California and are skilled at providing clear practical guidance on those issues quickly and effectively. As a result, our firm frequently provides public agencies with legal advice on a wide arrange of labor and employment law issues through formal opinion letters and policy reviews.

We provide review services to effectively meet and address the risks and challenges of this ever-changing legal landscape, drawing on our legal expertise from representing public employers in all aspects of labor and employment law. We use systematic auditing processes to ensure compliance with the law and best management practices and provide practical recommendations. Our expertise in this area is reflected in LCW's Model Personnel Policy Portal (LMP3), which is an online resource for agency's policy needs, and Liebert Library, which is our online collection of trusted reference materials.

Our attorneys have extensive experience helping public employer clients audit their policies and practices. We can provide:

- Personnel Policies / Employee Handbook Audits
- Wage and Hour / Fair Labor Standards Act Audits
- Labor Agreement / MOU and Collective Bargaining Audits
- Retirement and Benefits Audits
- Health Benefit Audits, including HIPAA and the Affordable Care Act
- Human Resources and Management Audits

In addition to the above services listed, we are happy to prepare the District's annual audit letter.

Compliance Training

A primary focus of our practice is to provide proactive advice to prevent our clients from becoming parties in an adversarial proceeding. We often accomplish this goal through advice and counsel, policy review and revision, our Employment Relations Consortiums, and our renowned training programs.

Employment Relations Consortium

Over 800 public agencies participate in our Employment Relations Consortiums (“ERC”), where as part of their membership we provide training to their employees semi-annually, and labor and employment law advice on a daily basis.

The District may be interested in our San Mateo County ERC. This group receives:

- 6 full days of group training to which an agency can send any number of employees
- Reference material for all workshop attendees
- A copy of our monthly newsletter, *Client Update*
- Unlimited, complimentary telephone consultation
- Ability to attend other consortium workshops across the state, space permitting, for no additional fee.

This ERC operates on a fiscal year basis, from, July 1, 2018 to June 30, 2019, and is half way through their calendar year with 3 days of training left. The 2018-19 annual membership cost for this group is \$5,260 (which includes a \$60 refreshment fee) per agency. This Consortium also has a \$14 per person lunch fee associated with full-day trainings, which occurs once in the 2018-2019 membership year. The San Mateo County ERC is in the middle of their training year and if the District were to join prior to the March 21st training, we would pro-rate your fee to \$2,630 (includes \$30 refreshment fee).

Individual and Customized Training

LCW also offers individual and customized training programs on various topics. We are the state leader in the delivery of relevant, hands-on, practical training. Our goal is to help our clients need us less by building the internal skills and knowledge of district managers and staff. Our trainings include practical examples, hypotheticals, interactive exercises, templates and other tools designed to strengthen the skills of participants. We regularly develop customized training for our clients, designed to address their specific needs and incorporating their unique policies, procedures, contracts and concerns.

B. Labor Negotiations

Our approach to negotiations will be guided by the philosophy, goals and objectives of our clients, the financial situation in which our client finds itself, as well as a number of other factors. In general however, our approach includes the following:

We work through the District General Manager and their designated staff, and work with and for the District Board of Commissioners. We provide professional advice to assist the District in determining its policy goals and objectives, which then become our goals and objectives; we see our job as applying our best efforts and skills to achieving them.

We believe in carefully organizing for negotiations, with goals and objectives kept well in mind. The negotiating process, we believe, consists of definable stages, from preparatory activities to the preliminary bargaining phases, “hard bargaining,” and finally to agreement or impasse procedure. Each stage of the process requires an organized approach in order to maximize the chances of attaining bargaining objectives.

Where we reasonably anticipate adversarial bargaining, concession bargaining, fact-finding/binding arbitration, unilateral implementation, or other particularly challenging bargaining issues, we work closely with our clients to ensure they are best prepared and positioned for a successful outcome when agreements cannot be reached. We stress that preparation for an impasse hearing process must occur throughout all stages of bargaining where fact-finding or binding interest arbitration is required.

We assist our clients in identifying and obtaining practical solutions to the financial difficulties public agencies are experiencing.

Our philosophy is not one of “union busting,” but rather one of using a professional approach that seeks to achieve and maintain professional relationships, notwithstanding the adversarial aspects of the process. We attempt to contribute positively to the long-standing labor relationship between our clients and their employee organizations; however, we are experienced with and prepared to respond to the hardline approach and tactics used by certain employee organizations.

We assist our clients in protecting and maximizing their management rights and the discretion to set standards of service and retain the prerogative to direct, assign, evaluate, hire, fire and reorganize.

We see the conclusion of negotiations as a framework for establishing a constructive employer-employee, organization-employee relations structure, which requires management training and ongoing involvement with agency management on our part.

C. Litigation

At the outset of the litigation, LCW provides a detailed case analysis and plan outlining the initial case strategy, and communicates regularly with our clients on the execution of the plan. We also create a detailed budget for each phase of the litigation and review and update this budget at regular intervals and discuss any necessary changes with the client.

LCW carefully tracks and manages legal costs to ensure that our clients receive the most effective and cost-efficient representation. The firm employs the latest time-management and accounting software to ensure our attorneys are tracking and recording actual time spent on legal matters. Partners of the firm and the firm’s Litigation Manager also review all billings on a monthly basis in order to ensure that the billings are appropriate, accurate and in line with the proposed budget.

Our firm is committed to professional litigation management so that all cases are handled efficiently and proactively. The firm has a strong litigation infrastructure. Our Litigation Manager, an attorney with extensive employment law experience, works closely with the litigation team on compliance with litigation guidelines, budgeting and defense strategy. Her services help ensure that matters are handled effectively and efficiently from inception through resolution or trial. Our clients are not billed for this service. In addition, at regular intervals throughout the matter, a team of our litigators from across the firm convene to share resources, insights, and strategies about each case. This is a value-added component provided by LCW and again, clients are not billed for this resource. We also have broad experience with experts, including jury consultants, and recommend their use at trial on a case-by-case basis. Our Litigation Support Specialist and paralegals manage e-discovery and provide specialized trial support at a much lower rate than outside technical consultants.

D. Newsletters and Alerts

All our clients receive a copy of our monthly newsletter *Client Update*. The newsletter advises our clients of recent developments in state and federal case law, statutory law and regulations that affect California's public agencies and special districts. When new cases of great significance occur, LCW will often supplement the monthly newsletter with an immediate ALERT to our clients containing a short synopsis of the case and its importance.

In addition to these publications, the team assigned to the District will identify changes in the law and issues of potential concern and will alert the General Manager and Board. One of the areas in which we are regularly applauded is our communication to our clients.

Qualifications and Experience

Firm Qualifications and Experience

We are proud of the depth of experience, varied personalities, and diversity of skills our firm offers our clients. The attorneys with whom you will work are experts in and knowledgeable about public sector agencies. We regularly work with our clients to ensure that they have prompt, quality answers to their questions. We are a proactive firm and we believe in assisting our clients to avoid problems and disputes before they arise. Likewise, we strive to minimize the costs to our clients.

Our attorneys practice in the area of labor, employment, and business and facilities law representing public agencies on a full range of legal issues, including but not limited to:

- **General Employee Relations and Disciplinary Actions:** HR Practices; Personnel Rules; Maintenance of Personnel Files; Employee Discipline; Skelly Hearings; Due Process Rights; Lubey Rights; and Weingarten Rights.

- **Federal and California Wage and Hour Laws:** The Fair Labor Standards Act (FLSA) and California's Labor Code and Wage Orders. Our role as a leading public sector FLSA firm began immediately following the United States Supreme Court decision in *Garcia v. San Antonio Metropolitan Transit Authority* in 1985, which applied the FLSA to public agencies. While we deal with specific FLSA questions and issues from our clients nearly every day, many public agencies benefit from our reference publication *The Fair Labor Standards Act: A Public Sector Compliance Guide* (we author two guides: one specific to California and a national version which is published by the National Public Employer Labor Relations Association), our training programs that provide their managers and supervisors with an understanding of the FLSA, and our FLSA audits that identify compliance issues and recommend practical solutions.
- **Federal and California Employment Discrimination, Harassment, Retaliation, and Civil Rights Laws:** Title VII of the Civil Rights Act of 1964; Age Discrimination in Employment Act (ADEA); Americans with Disabilities Act (ADA); Federal Civil Rights Acts (§ 1981 and § 1983 claims); and the California Fair Employment and Housing Act (FEHA).
- **Public Employee Retirement/Pension Laws:** Public Employees' Retirement System (PERS); California Public Employees' Pension Reform Act of 2013 (PEPRA); District Employees' Retirement Act ("1937 Act"); and addressing service and disability retirements and eligibility for benefits under these programs.
- **Health and Welfare Benefits:** All aspects of employee health, medical and welfare benefits, including the complex and evolving Affordable Care Act, HIPAA, compliance with the PEMHCA (a.k.a. CalPERS medical), health reimbursement accounts, health and welfare benefits for elected officials, vesting of retiree health benefits, and structuring and modifying benefits for retirees, current employees, and future employees in order to manage the cost of benefits.
- **Public Sector Labor Laws and Procedures:** The Meyers-Milias-Brown Act (MMBA) and labor relations procedures before the Public Employment Relations Board (PERB). We have worked closely with general counsel, District attorneys and District counsel, and have directly handled the representation for our clients in literally hundreds of legal proceedings before civil service and personnel boards, arbitrators, the Public Employment Relations Board (PERB), State and federal EEO and other administrative agencies and the courts. These proceedings have covered the full spectrum of employer-employee relations matters, such as civil service and arbitration appeals, recognition and unit representation matters, unfair labor practice charges and related negotiating issues, employment discrimination matters, whistleblower claims, pension and disability issues, Fair Labor Standards Act claims and workplace investigations.

- **Negotiations:** We have specialized experience in doing labor relations work on behalf of public agencies, including representing management in all forms of collective bargaining and impasse resolution processes, such as mediation, fact-finding and interest arbitration. Our attorneys are well-versed at handling multiple bargaining tables and are experienced in utilization of different bargaining techniques in order to successfully conclude negotiations.

Members of the firm have successfully negotiated hundreds of labor agreements for cities, counties, special districts and school and college districts. Members of the firm are experienced in collaborative/interest based bargaining techniques as well as the more traditional labor negotiations approach. We pride ourselves on successfully establishing our role as an effective advocate for the District while maintaining a professional relationship with employee organizations and their representatives.

In addition to conducting negotiations for public employers, we continually work with public agencies that employ staff personnel to do their own negotiations. This arrangement has involved all aspects of consultation and related services, including written initial bargaining proposals, reviewing counter-proposals, providing training and advice concerning negotiating strategies, and giving general advice when particular problems arise.

- **Leave of Absence Laws:** Family and Medical Care Leave Acts (FMLA); California Family Rights Act (CFRA); Pregnancy Disability Leave (PDL); Military Leaves of Absence (USERRA and California Military & Veterans Code); Workers' Compensation; and other California Statutory Leaves of Absence (Paid Sick Leave, Jury Duty, Witness Leave, Domestic Violence Leave, Victims of Crime Leave, and School Activities Leave).
- **Investigations / General Employee Relations and Disciplinary Actions:** HR Practices; Personnel Rules; Maintenance of Personnel Files; Employee Discipline; Skelly Hearings; Due Process Rights; Lubey Rights; and Weingarten Rights. Our attorneys regularly conduct workplace investigations and are available to assist with investigations that would be appropriately conducted in-house and do not require an impartial investigator. Where the nature of the allegations requires the services of an independent outside investigator, we supervise that process to ensure that the investigative process is conducted appropriately.
- **Conflict of Interest and Open Government Laws:** The Ralph M. Brown Act (California Government Code section 54952 et seq.), the California Public Records Act (Govt. Code section 6200 et seq.), California conflict of interest law (Govt. Code section 1090), the federal Americans with Disabilities Act, Political Reform Act, and other Statutory and Constitutional Ethics Laws.

- **Due Process:** As employers, our clients are also subject to the dictates of the State and Federal Constitutions, including procedural substantive due process, equal protection, first amendment and privacy rights, and the fourth amendment's protection against unreasonable searches, all of which are bases for employment related claims.
- **Unemployment Issues:** Members of the firm provide advice and counsel in regards to unemployment compensation. We provide advice on benefit and eligibility issues as well as the claims process. We have assisted agencies during the administrative appeals process and have represented them in unemployment compensation hearings.
- **Litigation:** LCW specializes in defending our clients in state and federal court litigation and have earned a reputation as a successful and efficient litigation firm. Our attorneys have expertise in all aspects of litigation and administrative hearings, arbitrations and civil litigation, including all phases of litigation in both federal and state courts: pleading, discovery, motion practice, alternative dispute resolution, settlement and trial. Our defense efforts are designed to meet each client's particular needs, goals, and budget.

The firm's attorneys have handled a number of cases that have culminated in jury trials resulting in defense verdicts. These cases included claims for violation of constitutional rights; violation of the Age Discrimination in Employment Act; violation of the disability provisions contained in the Fair Employment and Housing Act; reverse discrimination; sex discrimination; sexual harassment; national origin discrimination; age discrimination; intentional infliction of emotional distress and retaliation claims under both state and federal laws.

- **Public Safety:** Public Safety Officers Procedural Bill of Rights Act (POBRA); Firefighters Procedural Bill of Rights Act (FBOR); Disciplinary Appeals; Review of Use of Force; Policies and Procedures; and *Pitchess* Motions.

Please note that in addition to our experience and expertise listed above, we have provided references, as requested, below, which also notes the summary of work performed, the period over which the work was completed, and for whom the work was performed. We are happy to provide additional information, if the District so prefers.

Proposed Lead Counsel and Key Personnel

Our attorneys are all highly skilled, experienced, and effective. They are also creative, practical, and excel in effective communications, including written and oral presentations and listening skills. All attorneys proposed below are in good standing with the State Bar of California and have been admitted to practice in the State of California.

The attorneys we propose to work with the District practice specifically in the areas of labor and employment law for public entities and do not have Maritime Law expertise. We will

gladly contract with a Maritime Law expert or firm that is well versed with Maritime Law, if needed.

For the San Mateo County Harbor District, we recommend the following attorneys, all of whom practice in our San Francisco office. Their long-form resumes are also enclosed. We propose Morin Jacob, our San Francisco Office Managing Partner, act as Lead Counsel for the District.

We recognize that having the right fit between client and legal counsel is an important component of a successful relationship. One of the distinguishing characteristics of our firm is that we have a variety of personalities and styles from which our clients can choose to find the right person for their legal needs. We invite you to interview any of the proposed attorneys, either in person or via telephone, at no cost to the District.



Morin Jacob, Managing Partner, San Francisco Office

Morin is the Managing Partner of the firm's San Francisco office, and is a seasoned litigator who handles all facets of defense-side employment litigation, from pre-litigation through jury trial and appeal. Morin represents Liebert Cassidy Whitmore clients on all labor and employment law and regularly works with our special district clients. She has been practicing labor and employment law for over 20 years.

Morin is one of the firm's top litigators. Morin has first-chaired jury trials and successfully secured defense verdicts on behalf of her clients, even after appeal. Her jury trial experience includes defending against claims of retaliation for engaging in free speech, disability discrimination, sexual harassment, retaliation, and whistleblower allegations. Morin has also secured wins on summary judgment motions, motions to dismiss, motions for judgment on the pleadings, and demurrers. In addition to trials and arbitrations, she represents clients in administrative proceedings, including in arbitrations and before the DFEH, EEOC, DLSE, PERB, and EDD.

Morin handles high-profile litigation matters, defending lawsuits brought by heads of agencies such as County Administrative Officers, heads of departments, such as Finance Directors, and in-house attorneys such as Deputy District Attorneys and Deputy County Counsel. Morin has also represented agencies and high-profile individual defendants in litigation, such as elected Board and City Council members, Fire Chiefs, Sheriffs, County Counsel, Controllers,

	<p>and Police Chiefs. Morin even served as a lead attorney on litigation for the Office of former California Governor Arnold Schwarzenegger.</p> <p>She also devotes part of her practice to conducting workplace investigations. Morin has conducted investigations into allegations involving embezzlement of seven-figure dollar amounts, harassment, discrimination, retaliation, workplace violence, internal affairs investigations for police departments, and FBOR investigations for fire departments.</p> <p>Morin also has experience in labor relations and negotiations on behalf of public sector agencies. She represents local police and fire agencies in labor negotiations with employee unions, and also handles litigation in court and at PERB arising out of labor relations disputes.</p> <p>Morin has been interviewed and quoted by publications on employment law matters, including Newsweek. Morin has also served as a member of the League of California Cities Employee Relations Committee. Additionally, from 2000-2006 Morin served as a lecturer at the California State University, Stanislaus where she taught a pre-law course entitled "Women in American Law." Most recently, Morin was appointed to the Executive Committee for the California Lawyers Association Public Law Section for 2018-2019.</p> <p>References</p> <p>County of Sutter – Represented County of Sutter in employment law litigation brought by former CAO of the County and won a motion to dismiss, with prejudice, on all causes of action.</p> <p>County of Stanislaus – Represented the County of Stanislaus and District Attorney and secured complete summary judgment after two motions were brought by each defendant.</p> <p>City of Santa Clara – Represented the City of Santa Clara and secured complete summary judgment on behalf of the City after three motions were brought against each plaintiff.</p>
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Donna Williamson, Partner, San Francisco Office

Donna works extensively in all facets of employment and labor law on behalf of public agencies, including special districts. Her areas of expertise include labor relations, labor negotiations, contract administration, employment discrimination, harassment, employee discipline, and investigations.

As chief labor negotiator, Donna has successfully negotiated hundreds of labor contracts throughout the years. She is experienced in traditional as well as interest based bargaining, mediation and PERB proceedings. Donna has represented clients in matters involving union grievances, arbitrations, unfair labor practices, strikes, unilateral implementation and other labor issues.

References

Daly City – Chief Negotiator since 2005 for 6 Units.

City of Seaside – Chief Negotiator since 2002 for 5 Units.

Mendocino County Public Authority – Negotiated 1 General Unit.



Lisa Charbonneau, Associate, San Francisco Office

Lisa represents special districts, cities, and counties throughout the state in litigation, advice and counsel, and all other matters pertaining to labor and employment law, including investigations, public employee discipline, labor relations, negotiations, Fair Labor Standards Act (FLSA), and wage and hour compliance.

She has secured successful results, including dismissal or summary judgment, for clients in litigation matters ranging from FLSA collective actions to disability discrimination to First Amendment retaliation. She has also successfully represented clients before numerous administrative bodies and personnel commissions, including the California Labor Commission, the Department of Labor, the California Department of Fair Employment and Housing, and the Equal Employment Opportunity Commission. A significant part of Lisa's advice and counsel work involves counseling clients on FLSA issues, conducting FLSA audits for clients, reviewing employer compliance with wage and hour laws, and assisting with payroll

	<p>system upgrades and modifications to achieve compliance with wage and hour laws. Her practice also includes training on such subjects as discrimination and harassment, ethics, FLSA compliance, risk management, and supervisory skills.</p> <p>References</p> <p>City of San Luis Obispo – Represented the City of San Luis Obispo in a multi-plaintiff Fair Labor Standards Act case. Court approved settlement and case dismissed with prejudice.</p> <p>County of Stanislaus –Represented County of Stanislaus and District Attorney. Secured complete summary judgment for County and District Attorney in first amendment retaliation claim brought by former deputy district attorney.</p> <p>Marinwood Community Services District – Represented Marinwood Community Services District in a multi-plaintiff Fair Labor Standards Act case. Court approved settlement and case dismissed with prejudice.</p>
	<p>Erin Kunze, Associate, San Francisco Office</p> <p>Erin provides representation and legal counsel to Liebert Cassidy Whitmore clients on a variety of labor and employment law matters in both the public and private nonprofit sector. Erin regularly audits collective bargaining agreements and personnel rules to advise clients on current legal standards and best practices. She additionally represents clients in labor negotiations and in labor disputes, providing legal counsel through mediation, arbitration and before administrative agencies. Erin has been practicing labor and employment law for 9 years.</p> <p>Erin advises clients on issues pertaining to retirement and health care benefits. She advises clients on pension system member enrollment obligations, employer and employee contribution issues, the disability retirement process, retired annuitant issues, and issues pertaining to Public Employees' Medical Hospital Care Act (PEMHCA). She also advises clients on responsibilities under the Affordable Care Act. Erin provides advice and counsel on day-to-day operational issues, including reviewing and drafting vendor contracts and service agreements, facilities and lease agreements, and other business arrangements. Erin assists academic institutions and nonprofit clients</p>

	<p>in complying with foundation, donation, and exempt organization issues. She also regularly advises clients on issues specific to community college district foundations, including those with auxiliary organization status.</p> <p>Erin provides training to LCW clients in the areas of performance management, harassment and discrimination, and mandated reporting. She assists academic institutions with Title IX compliance and brings to her work valuable insight and expertise from her prior work with immigration and human rights organizations including Hastings College of Law's Center for Gender and Refugee Studies, the Political Asylum/Immigration Representation Project, and the International Criminal Tribunal for the Former Yugoslavia.</p> <p>References</p> <p>City of Ukiah – Negotiated 1 General Unit.</p> <p>Sacramento Metropolitan Fire District – Negotiated 3.5 Units.</p> <p>BART Police Department – Represented BART Police Department as first-chair in a final and binding arbitration proceeding.</p>
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References

Name of Organization:	City of Alameda Housing Authority
Contact Name & Title:	Vanessa Cooper, Executive Director
Email:	vcooper@alamedahsg.org
Phone:	(510) 747-4320
Dates of Service:	June 2013 - current
Description of Project:	Advice and Counsel, Termination Hearing, Investigation, Employee Discipline, Employee Handbook Review

Name of Organization:	San Mateo County
Contact Name & Title:	Nicole McKay, Employee Relations Manager
Email:	nmckay@co.sanmateo.ca.us
Phone:	(650) 363-4339
Dates of Service:	2012 – Present
Description of Project:	Labor relations and negotiations services.

Name of Organization:	County of Stanislaus
Contact Name & Title:	Jody Hayes, Chief Executive Officer

Email:	hayesj@stancounty.com
Phone:	(209) 525-5714
Dates of Service:	2006 - present
Description of Project:	Litigation, public safety, investigations, and advice and counsel on all types of employment and labor law issues

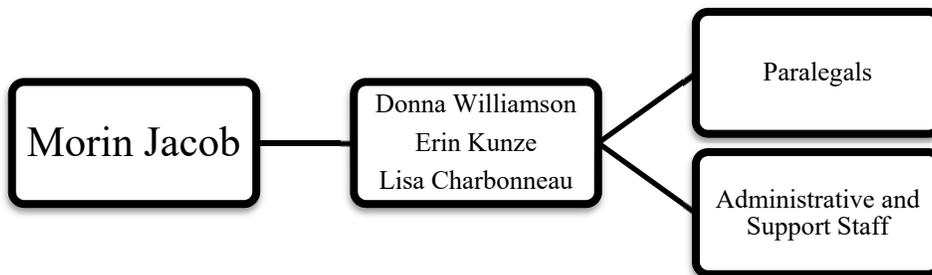
Name of Organization:	City of Martinez
Contact Name & Title:	Valerie Fisher, Human Resources Analyst
Email:	vfisher@cityofmartinez.org
Phone:	(925) 372-3522
Dates of Service:	2014 to the present
Description of Project:	Advice and Counsel on personnel rules, employee discipline, general employment law issues.

Name of Organization:	City of Newark
Contact Name & Title:	David Benoun, City Attorney
Email:	david.benoun@newark.org
Phone:	(510) 578-4427
Dates of Service:	2015 – Present
Description of Project:	Provide ongoing advice and counseling on labor and employment matters, investigations, arbitration proceedings, and attend City Council sessions as needed.

Size, Structure, and Locations of LCW

Liebert Cassidy Whitmore is a corporation established in 1980. Our areas of practice include labor, employment, education, and business and facilities law. We have five offices throughout the State, located in San Francisco, Sacramento, Fresno, Los Angeles, and San Diego. In addition to our 90 attorneys, LCW has nine managers who oversee its various departments including Information Technology, Accounting, Litigation Support, and Marketing & Training. Additionally, the firm has a Labor Relations Director and a Litigation Manager.

Our proposed project client management and legal team is as follows:



Financial Stability

LCW is in excellent financial standing and foresees no conditions that would impede the firm's ability to provide services. Enclosed is a letter attesting to the firm's sound financial standing.

We have no pending administrative proceedings, claims, lawsuits, settlements, or other exposures against the Firm.

Acknowledgement of Addenda

We are in receipt of Addendum #1 dated February 13, 2019. Please see Attachment C, *Acknowledgement of Addenda*, which is enclosed with our proposal.

Cost Proposal Forms

Our Cost Proposal Form is submitted under separate cover.

Conclusion

Thank you for the opportunity to submit our qualifications. We welcome the opportunity to assist the San Mateo County Harbor District with its labor and employment legal needs.

If we can provide additional information, or if you would like to interview with any of our attorneys, please contact Morin Jacob at (415) 512-3036 or mjacob@lcwlegal.com.

Enclosed:

Firm Resume

Attorney Resumes

Financial Stability Letter

Attachment C: Acknowledgement of Addenda

The firm bills in increments of one tenth of an hour. Invoices are payable upon receipt and due within 30 days. Our rates reflect the nature of our public sector work and take into consideration the inherent budgetary limitations of our public sector clients. Our firm evaluates our rates on an annual basis and occasionally makes modest rate increases. We understand the need to manage the cost of legal services and frequently work with clients to create budgets and cost strategies that suit them. We have a proven track record of fairly accurately estimating costs, given the many variables inherent in each matter.

Because our practice is statewide, we share briefs, motions, points and authorities, research memos and opinion letters so that we do not research nuances in the law and issues that other members of the firm have recently worked on.

Telephone consultation, court litigation and administrative proceedings, and attendance at Board meetings will be billed at the attorney's hourly rate.

We understand and agree to the stipulation that the District will not pay for travel time.

Unlike many firms, we do not bill for secretarial time or telephone charges. Facsimile transmissions are billed at the rate of \$0.25 per page for outgoing faxes only. Documents are sent electronically unless specifically requested otherwise, or when electronic transmission is not an option. Copying is charged at fifteen cents (\$0.15) per page. Additional prints, postage and special deliveries (i.e. Fed-Ex, UPS, DHL, messenger service), and other hired deliveries completed at the request of the client or necessary to comply with court or other deadlines will also be billed to the client. We do not upcharge the cost of facsimile transmissions, printing, postage, and special deliveries, but pass the direct cost on to the client.

Below are our proposed rates for the San Mateo County Harbor District:

Position	Unburdened Hourly Rate	All Inclusive Hourly Rate	Estimated Hours per Month	Example of Duties
Partner <ul style="list-style-type: none">▪ Morin Jacob▪ Donna Williamson	\$380	\$380	20	General employment legal counsel; labor negotiation services; litigation; other duties required by the District
Associate <ul style="list-style-type: none">▪ Lisa Charbonneau	\$290	\$290	20	General employment legal counsel; labor negotiation services; litigation; other duties required by the District

Associate ▪ Erin Kunze	\$270	\$270	20	General employment legal counsel; labor negotiation services; litigation; other duties required by the District
Paraprofessionals & Litigation Support	\$80-\$170	\$80-\$170	20	Assisting attorneys as needed with general employment legal counsel; labor negotiation services; litigation; other duties required by the District.
Facsimile Transmissions (outgoing)	\$0.25 per page	\$0.25 per page	N/A	N/A
Copying	\$0.15 per page	\$0.15 per page	N/A	N/A



Firm Resume

A PROFESSIONAL LAW CORPORATION

EMPLOYMENT LAW | LABOR RELATIONS | EDUCATION LAW | MANAGEMENT TRAINING

www.lcwlegal.com

With offices in Los Angeles, San Francisco, Fresno, San Diego and Sacramento, Liebert Cassidy Whitmore provides services for a majority of California's public agencies, including special districts. The Firm is a full service employment, and labor relations law firm providing consultation, representation, litigation, negotiation and investigation services to public agency management, as well as legal advice on a variety of business, construction, and facilities issues. In addition, the Firm produces a wide-range of dynamic management training workshops and seminars in employment and labor relations issues to special districts, cities, counties, courts, schools, and community college districts.

Negotiation Services

Members of Liebert Cassidy Whitmore have successfully negotiated thousands of labor agreements for special districts, cities, counties, and school and college districts. The agreements negotiated on behalf of public employers, depending upon the particular philosophy and circumstances of a given agency, have run the gamut from brief understandings limited to benefit items to comprehensive labor agreements that define substantially all terms of employment. These comprehensive MOU's, through management rights, waivers and "zipper" type clauses, provide protection to management's ability to manage the agency. Members of the firm are experienced in collaborative/interest based bargaining techniques as well as the more traditional labor negotiations approach.

In addition to conducting negotiations for public employers, we continually work with public agencies that employ staff personnel to do their own negotiations. This arrangement has involved all aspects of consultation and related services, including writing initial bargaining proposals, reviewing counter-proposals, providing training and advice concerning negotiating strategies, and giving general advice when particular problems arise.

Negotiating Impasses

Services provided by members of the firm have included direct participation, as well as general consultation in hundreds of mediation, fact-finding and arbitration proceedings.

Strikes

We have worked with many public sector clients in contingency planning for job actions and in assisting them in strike-related activities. A firm partner co-authored the "Management Strike Handbook" published by the International Personnel Management Association.

Contract Administration and Grievance Handling

The firm has extensive experience in the area of grievance administration, ranging from giving advice at the administrative levels of the grievance process through litigating arbitration cases.

Public Employment Relations Board Representation

Members of the firm have had many years of experience representing our clients in all phases of PERB proceedings, from consultation and responses to Unfair Labor Practice claims through PERB hearings and court appeals. A firm partner served as counsel to the PERB Board's first Chairperson as well as serving as a PERB Administrative Law Judge. Another firm partner served as a representative of the League of California Cities and the California Association of Counties in the legislative and administrative proceedings in connection with the PERB assuming jurisdiction over local agency employment relations.

Our Approach to Negotiations

- We work with and for the chief administrative official and his/her designated staff, and through him/her with the Governing Body. We provide professional advice to assist the agency in determining its policy goals and objectives, which then become our goals and objectives; we see our job as applying our best efforts and skills to achieving them.
- We believe in carefully organizing for negotiations, with goals and objectives kept well in mind. The negotiating process, we believe, consists of definable stages, from preparatory activities to the preliminary bargaining phases, "hard bargaining," and finally to agreement, impasse procedure, or work action. Each stage of the process requires an organized approach in order to maximize the chances of attaining bargaining objectives.
- Our philosophy is not one of "union busting," but rather one of using a professional approach that seeks to achieve and maintain professional relationships, notwithstanding the adversarial aspects of the process.
- We call to the attention of our clients that in return for agreeing to competitive benefit adjustments, it is reasonable for them to seek to contractually protect and maximize their management discretion to set standards of service and retain the prerogative to direct, assign, and stimulate employees to meet them.
- We see the conclusion of negotiations as the beginning for establishing a constructive employer-employee organization-employee relations structure, which requires management training and ongoing involvement with agency management on our part.

- While one member of the firm handles a particular negotiating unit, at least one other designated attorney will be kept advised so that at all times the client has access to an attorney who is familiar with the status of the situation in each bargaining unit.

Local Agency Employment Law Services

We have worked closely with city attorneys, county counsels and general counsels, and have directly handled the representation for our local agency clients in literally hundreds of legal proceedings before civil service and personnel boards, arbitrators, the Public Employment Relations Board (PERB), state and federal EEO and other administrative agencies and the courts. These proceedings have covered the full spectrum of employer-employee relations matters, including such matters as civil service appeals, recognition and unit representation matters, unfair labor practice charges and related negotiating issues, employment discrimination matters, pension and disability issues, wrongful termination and Fair Labor Standards Act claims.

Investigations Practice Group

The firm's Investigation Practice Group specializes in investigating allegations of discrimination, harassment and other misconduct. Our investigative practice primarily serves private sector employers and public sector agencies that are not already firm clients. However, we also represent current clients on a case-by-case basis depending upon the specific facts and allegations at issue.

We continue to publish articles and present workshops on the topic of investigations. Our workshops identify the key components of a successful investigation including how and when to begin an investigation, who should conduct the investigation, how to maintain confidentiality, how to organize and execute an effective investigation, and how to evaluate the facts and take corrective action once the investigation is completed.

Audit Services

By virtue of the public agency background of members of the firm, we have extensive experience in developing local agency Employer-Employee Relations Resolutions/Ordinances and personnel policies and procedures. A firm partner developed the League of California Cities Sample Employer-Employee Relations and Personnel Policies and Procedures Ordinances. The firm does extensive work in reviewing agency civil service/personnel policies and rules to assure continuing consistency with the ever-changing dictates of EEO and affirmative action, labor relations and other laws and administrative regulations.

Members of the firm conduct comprehensive audits regarding agency's compliance with the Fair Labor Standards Act (FLSA). Additionally, the firm publishes a comprehensive guide, "Fair Labor Standards Act: A Public Sector Compliance Guide," that serves as a reference to agencies across the country.

To learn more about the FLSA Audits, visit www.lcwlegal.com/flsa-audit where you can find detailed information about what an FLSA audit entails.

Contracts, Construction and Facilities

We represent and advise special districts on a broad spectrum of issues in business and facilities, both transactional and litigation. Our services include the following:

- Pre-bid issues, Bid Protest and Procedures, Subcontractor Substitution Issues
- Competitive Bidding and Contract Award Issues
- Project Delivery Methods, Architect Agreements, CM/PM Agreements
- Course of Construction Issues, Stop Payment Notices, Takeover Agreements
- Construction Litigation, Change Orders, Delay Claims
- Other Construction Issues, Labor Compliance Programs and Prevailing Wage
- Real Property and Eminent Domain, CEQA and Green Building Issues
- Non-Construction Contract Review, Purchasing Issues, Surplus Property Distribution

Public Safety Representation

On a daily basis, LCW provides advice, counsel and representation to fire safety and law enforcement management and their respective executives in a variety of issues that impact professional public safety administrators. A number of LCW attorneys have had the privilege of representing public safety professionals for more than 30 years. Having proudly earned the trust and respect of several generations of public safety professionals, LCW accommodates the emergency nature of public safety related employee relations by being readily accessible to assist in addressing issues of administrative leave, administrative/criminal investigations, and investigative methodology and strategic planning. With its immense public safety related experience, LCW brings both legal acumen and practical knowledge to its client interactions.

Disciplinary Investigations

Our attorneys are experts in both the Firefighters and Public Safety Officers Procedural Bill of Rights and are always available to provide timely advice to your investigators. We routinely review investigations in order to assess the strengths and weaknesses of investigations and any discipline which may result.

Our lawyers have obtained important appellate court victories including the following cases: *Upland Police Officers Association v. City of Upland* (2003) 111 Cal.App.4th 1294; *Gilbert v. Sunnyvale* (2005) 130 Cal.App.4th 1264; *Steinert v. Covina* (2006) 146 Cal.App.4th 458; *Benach v. County of Los Angeles* (2007) 149 Cal.4th 836; and *Los Angeles Deputy Sheriffs v. County of Los Angeles, Los Angeles County Sheriff's Department et al* (2008) 166 Cal.App.4th 1625.

We continue to publish articles and present workshops on the topic of internal affairs/disciplinary investigations. Our workshops identify the key components of a successful investigation including how and when to begin an investigation, who should conduct the investigation, how to maintain confidentiality, how to organize and execute an effective investigation, and how to evaluate the facts and take corrective action once the investigation is completed.

Disciplinary Hearings

Every disciplinary case is serious, but those which occur in the public safety context are not only serious but also complicated by the special protections afforded to public safety personnel by laws including the Firefighters and Public Safety Officers Procedural Bill of Rights Acts. Our lawyers have successfully handled hundreds of disciplinary cases over the years.

Retirement Practice

The firm provides advice and counsel to public agencies regarding the laws and regulations of public employee retirement plans, including PERS, the County 1937 Retirement Act, and local agency retirement laws, as well as on retiree health insurance issues. The firm defends public agencies that are sued regarding retirement issues, defends public agencies and their employees and retired employees in retirement in cases where PERS acts to reduce benefits, and represents public agencies in disability and industrial disability retirement appeals. The firm helps agencies defend against PERS and other retirement board audits and, where necessary, files administrative appeals to challenge any negative audit findings.

Members of the firm advise on all issues related to PERS, 1937 Act and STRS benefits. For example, we provide advice and counsel to clients regarding retirement formulas, the rules on reportable compensation, PERS and 37 Act contract amendments, disability retirement procedures and obligations, service credit, GASB issues, unfunded liabilities, retiree health benefits, vested rights and elected official benefits.

Retirement issues have major impacts on agency labor relations. The firm provides strategy and guidance during negotiations in regards to retirement benefits, including acting as chief negotiator. We review agency policies and collective bargaining agreements/memoranda of understanding to ensure that they comply with applicable law.

We represent agencies in retirement related administrative appeals and litigation, and have assisted agencies defend claims of underfunding as well as fiduciary obligations.

Litigation Services

Liebert Cassidy Whitmore attorneys strive to prevent employment or other disputes before they arise through education, training, audits, advice, planning, and cooperative employer-employee relations. When employment or other disputes do arise, our defense efforts are designed to meet each client's particular needs, goals, and budget.

We specialize in representing public agencies in the defense of legal actions and enjoy the reputation of a results-oriented, successful litigation firm. We are experts in all phases of litigation in both federal and state courts: pleading, discovery, motion practice, alternative dispute resolution, settlement and trial.

Our particular expertise is the defense of public agencies in actions brought by employees, former employees, applicants or other individuals alleging employment related claims such as violations of the California Fair Employment and Housing Act; Federal Civil Rights Acts (*e.g.*, section 1981 and 1983 claims); Americans with Disabilities Act; Age Discrimination in Employment Act; Fair Labor Standards Act; Meyers-Milias-Brown Act; Family and Medical Care Leave Acts; wrongful termination; and violation of state and/or federal constitutional rights such as due process, First Amendment and privacy rights.

The firm's attorneys have handled a number of cases that have culminated in jury trials resulting in defense verdicts. These cases included claims for violation of constitutional rights; violation of the Age Discrimination in Employment Act; violation of the disability provisions contained in the Fair Employment and Housing Act; reverse discrimination; sex discrimination; sexual harassment; national origin discrimination; age discrimination; intentional infliction of emotional distress and retaliation claims under both state and federal laws.

Our expertise also includes defending and prosecuting claims on behalf of public entities related to business, contract and property issues and construction projects and practices, including contract disputes, delay claims, assessment of liquidated damages, stop payment notice claims, subcontractor substitutions, boundary disputes, and many other construction and business related claims.

Consulting and Training Services

One of the firm's greatest sources of accomplishment comes from its record of success in counseling and advising its clients on the best ways to avoid becoming a party to adversary proceedings. We were "pioneers" in the training field by creating "consortiums" of agencies. The thirty-two Employment Relations Consortiums (ERCs) are comprised of over 500 special districts, cities, counties, schools, and community college districts as well as other public sector agencies.

As part of our ERC services, we provide ongoing training on current developments in labor relations and personnel law on subjects including negotiation strategies; performance evaluations; disciplinary actions; employment discrimination, including harassment and ADA issues; Family and Medical Care Leave Acts; violence in the workplace; effective supervision; grievance administration; law enforcement issues and special workshops for governing board members. Experience over the years confirms that not only have the member agencies found the consulting and training services helpful, but an invaluable opportunity for the exchange of ideas and information between agency management.

The firm provides individual training services to public agencies on a half-day or full-day basis. We customize these training programs to the precise needs of the client.

Members of the firm make presentations on employment relations law issues to a variety of professional organizations including:

Association of California Water Agencies
Association of Chief Business Officials
California Association of Joint Powers Authorities
California County Counsels Association
California Fire District Association
California Law Enforcement Association of Records Supervisors
California Municipal Finance Officers
California Peace Officers Standards and Training (POST) Academy
California Police Chiefs Association
California Public Employer Labor Relations Association
California Sanitation Risk Management Authority
California Special Districts Association
California State Bar Labor and Employment Law Section
California State Sheriffs Association
Fire Districts Association of California
International Personnel Management Association
League of California Cities
National Employment Law Institute
National Public Employer Labor Relations Association
Public Agency Risk Management Association
Public Risk Management Association
Professionals in Human Resources Association

6033 West Century Blvd.
5th Floor
Los Angeles, CA 90045
tel: 310.981.2000

135 Main Street
7th Floor
San Francisco, CA 94107
tel: 415.512.3000

5250 N. Palm Avenue
Suite 310
Fresno, CA 93704
tel: 559.256.7800

550 West "C" Street
Suite 620
San Diego, CA 92101
tel: 619.481.5900

400 Capitol Mall
Suite 1260
Sacramento, CA 95814
tel: 916.584.7000



Morin I. Jacob

Partner | San Francisco

mjacob@lcwlegal.com

Tel: 415.512.3000

EXPERIENCE

Morin Jacob is the Managing Partner of the firm's San Francisco office, and is a seasoned litigator who handles all facets of defense-side employment litigation, from pre-litigation through jury trial and appeal. Morin represents Liebert Cassidy Whitmore clients on all labor and employment law, primarily working with Public Safety Departments, and also representing Cities, Counties, and Special Districts.

Morin is one of the firm's top litigators. Morin has first-chaired jury trials and successfully secured defense verdicts on behalf of her clients, even after appeal. Her jury trial experience includes defending against claims of retaliation for engaging in free speech, disability discrimination, sexual harassment, retaliation, and whistleblower allegations. Morin has also secured wins on summary judgment motions, motions to dismiss, motions for judgment on the pleadings, and demurrers. In addition to trials and arbitrations, she represents clients in administrative proceedings, including in arbitrations and before the DFEH, EEOC, DLSE, PERB, and EDD.

Morin handles high-profile litigation matters, defending lawsuits brought by heads of agencies such as County Administrative Officers, heads of departments, such as Finance Directors, and in-house attorneys such as Deputy District Attorneys and Deputy County Counsel. Morin has also represented agencies and high-profile individual defendants in litigation, such as elected Board and City Council members, Fire Chiefs, Sheriffs, County Counsel, Controllers, and Police Chiefs. Morin even served as a lead attorney on litigation for the Office of former California Governor Arnold Schwarzenegger.

Morin also devotes part of her practice to conducting workplace investigations. Morin has conducted investigations into allegations involving embezzlement of seven-figure dollar amounts, harassment, discrimination, retaliation, workplace violence, internal affairs investigations for police departments, and FBOR investigations for fire departments.

Prior to becoming the Managing Partner of the San Francisco office, Morin served as the Chairperson of the firm's statewide Public Safety Practice Group which provides litigation and advice and counsel services to police and fire agencies throughout California. As a public safety lawyer, Morin represents agencies in binding arbitrations and other discipline appeal hearings. For example, she represents BART Police Department and handles some discipline cases involving peace officers, even having secured the termination of a peace officer who was involved in the Oscar Grant shooting. Morin also has extensive experience in advising on, and conducting, internal affairs investigations and other workplace investigations. She has conducted internal affairs investigations for police agencies, and

has investigated high-level employees and elected/appointed officials for allegations such as harassment, discrimination, embezzlement, and negligence in carrying out their duties. Morin has also testified as a witness in legal proceedings, defending her workplace investigations.

Morin also has experience in labor relations and negotiations on behalf of public sector agencies. She represents local police and fire agencies in labor negotiations with employee unions, and also handles litigation in court and at PERB arising out of labor relations disputes.

Morin is regularly selected to present at statewide public safety and public sector conferences, including but not limited to: California Police Chiefs', California Special Districts Association, CalPELRA, California County Counsels' Association, and the League of California Cities. Morin also conducts management training programs for LCW's clients on a variety of employment law issues, including POBR and FBOR, discipline and termination, counseling and performance evaluation, leave issues, wage and hour issues, and harassment prevention.

Morin also contributes time to activities designed to influence public policy on police, fire, and labor and employment issues. In 2014, Morin was selected through a competitive process to attend the Senior Executives in State and Local Government course offered by Harvard University's John F. Kennedy School of Government (Executive Education), where she studied cutting edge issues involving public safety, state and local government. She is sought out by police and fire agencies to consult about challenges facing said agencies, she has also authored amicus briefs, published numerous articles, has served as a contributing author to the firm's California Public Agency Labor Employment Blog since its inception, and has been interviewed and quoted by publications on employment law matters, including Newsweek. Morin has also served as a member of the League of California Cities Employee Relations Committee. Additionally, from 2000-2006 Morin served as a lecturer at the California State University, Stanislaus where she taught a pre-law course entitled "Women in American Law." Most recently, Morin was appointed to the Executive Committee for the California Lawyers Association Public Law Section for 2018-2019.

EDUCATION

Harvard University Kennedy School of Government, Senior Executives in State and Local Government

JD, University of San Francisco School of Law

BA, California State University, Stanislaus

LEGAL EXPERTISE

Employment Law

Litigation Services

Investigations

Public Safety

REPRESENTATIVE MATTERS

ADMINISTRATIVE HEARINGS

BART v. BART POA (2014) - Represented BART Police Department as first-chair in a final and binding arbitration proceeding that spanned seven months. Successfully upheld the termination of a police officer who had been terminated by the police chief after the police officer was shown to have exhibited excessive use of force that led to the death of a BART rider.

BART v. BART POA (2013) - Represented BART Police Department as first-chair in a final and binding arbitration proceeding. Successfully upheld the termination of a police officer who had been terminated by the police chief after it was discovered he had been drinking while on duty, had recreationally used drugs with a neighbor, and was subsequently accused of rape by the neighbor the same evening he used drugs with her.

AMICUS BRIEFS

Harris v. City of Santa Monica (2013) - Prepared an amicus brief on behalf of the League of California Cities and the CA State Association of Counties in support of the City of Santa Monica in *Harris v. City of Santa Monica* in which the California Supreme Court agreed with the City and our position that an employee claiming discrimination under the California Fair Employment and Housing Act (FEHA) has the burden to prove that discrimination on the basis of a protected characteristic was a substantial motivating factor for an adverse employment action as opposed to "a motivating factor." In addition, if the employer proves, by a preponderance of the evidence, that it would have made the same employment decision in the absence of any discrimination, the employee is not entitled to receive damages, but may be entitled to other relief, including reasonable attorneys' fees.

APPELLATE

Dennis Wallace v. County of Stanislaus (2016) - Represented the County in the appeal of the 2013 verdict in favor of the County after jury trial #2. The verdict and judgment entered in the County's favor in 2013 after jury trial #2 were successfully upheld on appeal.

LITIGATION

James Arkens v. County of Sutter et. al. (2016) - Represented County of Sutter in employment law litigation brought by former CAO of the County and won a motion to dismiss, with prejudice, on all causes of action pled by Arkens. Arkens alleged wrongful discharge, defamation, age discrimination, and retaliation. The court dismissed the complaint, with prejudice, for failure to allege facts sufficient to sustain any cause of action against the County or the individual defendants, who were elected officials.

Douglas Maner v. County of Stanislaus, Birgit Fladager (2016) - Represented the County of Stanislaus and District Attorney Birgit Fladager and secured complete summary judgment after two motions were brought by each defendant. The County and Fladager had conducted investigations against Plaintiff Maner after receiving complaints of misconduct from judges, law enforcement, victims' next of kin, and co-workers. In 2006, Fladager was elected district attorney, and Maner had supported the opposition candidate. In 2013, he resigned his employment, claiming his work conditions were so intolerable because he had not supported Fladager in the election in 2006, that he was forced to resign. Defendants claimed all of the employment actions taken against Maner were non-retaliatory and a result of his bad behavior in the workplace. The court entered summary judgment in favor of the County and Fladager, finding that Maner had failed to show that the actions taken against him were based on his support of an opposition candidate in an election.

Mark James et. al. v. City of Santa Clara (2016) - Represented the City of Santa Clara and secured complete summary judgment on behalf of the City after three motions were brought against each plaintiff. The City had instituted numerous cost-cutting measures to avoid a fiscal crisis, including layoffs. Plaintiffs, all over 40, were laid off and claimed the City's RIF Plan had a disparate impact on older workers, and that these 3 plaintiffs were subjected to disparate treatment because of their age. City's position was that the layoffs were part of an age-neutral decision, the City was immune from suit for any actions related to the layoffs, and that the three plaintiffs failed to show that City's legitimate, non-discriminatory reasons for the layoffs were a pretext.

SEIU v. County of Mendocino (2016) - Represented the County in a bench trial and secured a judgment on the claims before the court wherein SEIU alleged that the County had illegally contracted out for mental health services with private providers. The court found that the County was legally authorized to contract out with private providers for mental health services in an attempt to provide

such services to a vulnerable sector of the community, and denied SEIU's request for a writ of mandate and injunctive relief.

Theresa Gunter v. County of Stanislaus (2015) - Plaintiff claimed she was discriminated and retaliated against for exercising FMLA leave and on the basis of her disability. As a result of the strong defense waged by counsel for the County, the case settled for a confidential, nuisance value amount about two weeks before trial.

Dennis Wallace v. Stanislaus County, Jury Trial #2 (2013) - Represented the County in a 4-week long jury trial and obtained a unanimous defense verdict on both claims before the jury: failure to accommodate a disability and failure to engage in the interactive process. Deputy Wallace, who had filed 15 workers' compensation claims while on duty, had a list of physical restrictions that were established by his doctor, and as a result was re-assigned to "light duty" as a bailiff. Wallace refused the re-assignment, and after saying that he did not agree with doctor's restrictions, asked for a different assignment. When his request was denied, he sued the County.

Lydia Lopez v. County of Stanislaus, Sheriff's Department, and Bill Pooley (2010) - This was a five-week-long superior court jury trial. The case originally involved seventeen causes of action. After successfully defending most of the claims prior to trial, four causes of action went to the jury: sexual harassment, failure to engage in the interactive process (disability discrimination), failure to engage in the interactive process (disability discrimination) and retaliation. A majority of jurors found in favor of the County of Stanislaus on all causes of action. The first cause of action for sexual harassment was 9-3 in favor of the County and Pooley; the second cause of action for retaliation was 10-2 in favor of the County; the third cause of action for failure to provide reasonable accommodation was 10-2 in favor of the County; and the fourth cause of action for failure to engage in the interactive process was 11-1 in favor of the County.

AFFILIATIONS

California Lawyers Association (CLA) Public Law Section - Executive Committee, (2018-2019)

AWARDS

Top 75 Labor Employment Lawyers, *Daily Journal*, (2016)

PUBLICATIONS

Shelline Bennett, Morin I. Jacob, and Scott Tiedemann Quoted in Law360 Article on Gender Diversity in Legal Profession, Press Release, Apr 19, 2016

California Supreme Court Will Review Whether Firefighters Have Right to Review and Respond to Adverse Comments in Supervisor's Daily Log, Jun 10, 2015

Morin I. Jacob Quoted in a Newsweek Article on Ellen Pao Trial, Press Release, Mar 31, 2015

Morin I. Jacob, Richard Kreisler and Scott Tiedemann Quoted in a AMU's In Public Safety Article on Succession Planning., Press Release, Mar 10, 2015

California Supreme Court Will Review Whether Supervisor's "Daily Log" Constitutes Adverse Comment Under Public Safety Statute, Mar 25, 2014

PRESENTATIONS

Case Study for Managing Illnesses or Injuries, Bay Area ERC, Hayward, Apr 23, 2019

The Disability Interactive Process, Bay Area ERC, Hayward, Apr 23, 2019

Executive Briefing: What Police Chiefs Need to Know About Labor Relations and Personnel Issues, California Police Chiefs Association (CPCA) Becoming a Police Chief, Sacramento, Apr 9, 2019

Legal Update, County Counsel Association Employment Law Conference, Sacramento, Feb 28, 2019

FBOR, City of San Jose, San Jose, Feb 20, 2019

Preventing Workplace Harassment, Discrimination and Retaliation, Sonoma/Marin ERC, Rohnert Park, Feb 7, 2019

SB 1421 Training, Lake County Bar Association, Lakeport, Feb 1, 2019

Role of the Chief Class, California Police Chiefs Association (CPCA), Seaside, Jan 8, 2019

Preventing Workplace Harassment, Discrimination and Retaliation, Santa Clara County Fire Department, Los Gatos, Dec 12, 2018

Legal Update, League of California Cities Fire Chiefs Leadership Seminar, San Francisco, Dec 12, 2018

Preventing Workplace Harassment, Discrimination and Retaliation, Santa Clara County Fire Department, Los Gatos, Nov 28, 2018

What Executive Assistants to Police Chiefs Need to Know, California Police Chiefs' Association (CPCA) Executive Assistant's Class, Sacramento, Nov 8, 2018

SB 1421 Update, Sonoma County Police Chiefs, Santa Rosa, Nov 1, 2018

Put Your Investigation in the Best Light - Common Areas of Attack in Investigations, Association of Workplace Investigators (AWI) Annual Conference 2018, Burlingame, Oct 12, 2018

SB 1421 Update, Alameda County Police Chiefs, Alameda, Oct 11, 2018

Drugs & Alcohol in the Workplace, California Fire Chiefs Association (CFCA) Annual Conference, Sacramento, Sep 27, 2018

Legal Update, Solano County Law Enforcement Association (SCLEA), Lodi, Sep 26, 2018

POBR, City of Alameda Police Department, Alameda, Sep 25, 2018

FBOR, City of Alameda Fire Department, Alameda, Sep 20, 2018



Donna Williamson

Partner | San Francisco

dwilliamson@lcwlegal.com

Tel: 415.512.3000

EXPERIENCE

Donna Williamson has represented educational institutions and public agencies for over thirty years. Her areas of expertise include employment, student and board issues, labor relations, labor negotiations, contract administration, employment discrimination, harassment, employee discipline and investigations. Donna also provides training on all of these areas and speaks regularly at conferences on topics related to her practice.

As chief labor negotiator, Donna has successfully negotiated hundreds of labor contracts throughout the years. She is experienced in traditional as well as interest based bargaining, mediation, fact-finding, binding interest arbitration, PERB and NLRB proceedings. Donna has represented clients on matters involving union grievances, arbitrations, unfair labor practices, strikes, unilateral implementation and other labor issues.

With years of experience working for and representing independent and private schools and public schools and colleges. Donna has a deep understanding of the issues and needs our education clients. Donna has also served as in-house Labor Counsel for a large public high school district, as the assistant head of a boarding school and as a board member on independent school boards. Donna co-authors the firm's monthly newsletter, *Private Education Matters*.

EDUCATION

BA, Northeastern University

JD, Santa Clara University School of Law

LEGAL EXPERTISE

Labor Relations & Collective Bargaining

Public Safety

Private Education

Wage & Hour

Public Education

Employment Law



REPRESENTATIVE MATTERS

NEGOTIATIONS

San Lorenzo Valley Unified School District - Teachers and Classified Units.

Franklin-McKinley Unified School District - Teachers and Classified Units.

San Jose Evergreen Valley Unified School District - Faculty Unit.

Ecole Bilingue de Berkeley - Teacher Unit.

Escuela Bilingue Internacionale - Teachers and Non-teaching Units.

Chabot Los Positas Community College District - Classified Unit.

County of Contra Costa - General Units.

County of Mendocino - Police, Safety Management, and General Units.

County of Nevada - Police Units.

Mendocino County Public Authority - General Unit.

City of Daly City - Police, Fire, Safety Management and General Units.

State Bar Association of California - Attorney and Non-Attorney Units.

City of Seaside - Police, Fire, Safety Management and General Units.

City of Salinas - Police, Fire, Safety Management and General Units.

City of Marina - Police Unit.

City of Pacific Grove - Police Unit.

The Accelerated School - Negotiated their first contract with both the Teachers and Classified Units.

PUBLICATIONS

Negotiating Personnel Rules, Jun 14, 2018

Preparing for Factfinding, Jul 12, 2017

Pros and Cons of Coalition Bargaining, Nov 4, 2015

PRESENTATIONS

Annual Legal Update, California Association of Independent Schools (CAIS) Trustee/Head of School Conference, Westlake Village, Feb 2, 2019

Legal Update Including New Statutes, Gallagher's Independent School Business Officers Seminar, San Francisco, Nov 8, 2018

Investigations: 10 Steps to Protect Your School from Litigation, Gallagher's Independent School Business Officers Seminar, San Francisco, Nov 8, 2018

Legal Update, Lunch and Learn Cal-ISBOA & ATLIS: Supporting a Culture of Innovation & Digital Citizenship, San Francisco, Oct 29, 2018

Local and National Legal and Risk Management Trends to Follow or Avoid, National Association for Independent Schools and The Association of Boarding Schools (NAIS-TABS) 2018 Legal Symposium, Philadelphia, Oct 18, 2018

Professional Boundaries, The Nueva School, Hillsborough, Oct 2, 2018



Lisa S. Charbonneau

Associate | San Francisco

lcharbonneau@lcwlegal.com

Tel: 415.512.3044

EXPERIENCE

Lisa represents cities, counties, and special districts throughout the state in litigation, advice and counsel, and all other matters pertaining to labor and employment law, including investigations, public employee discipline, labor relations, negotiations, Fair Labor Standards Act (FLSA), wage and hour compliance, and the Public Safety Officers' and Firefighters' Procedural Bill of Rights Acts. She also works with the firm's school clients on wage and hour matters.

She has secured successful results, including dismissal or summary judgment, for clients in litigation matters ranging from FLSA collective actions to disability discrimination to First Amendment retaliation. She has also successfully represented clients before numerous administrative bodies and personnel commissions, including the California Labor Commission, the Department of Labor, the California Department of Fair Employment and Housing, and the Equal Employment Opportunity Commission. A significant part of Lisa's advice and counsel work involves counseling clients on FLSA issues, conducting FLSA audits for clients, reviewing employer compliance with wage and hour laws, and assisting with payroll system upgrades and modifications to achieve compliance with wage and hour laws. Her practice also includes training on such subjects as discrimination and harassment, ethics, FLSA compliance, risk management, and supervisory skills.

Lisa received her JD from U.C. Hastings College of the Law in 2006 and was admitted to the California State Bar in December of that year. While at Hastings, Lisa served as an Equal Justice America fellow and received a grant to work on community economic development issues for the City of Detroit. Lisa earned her Bachelor of Arts with Honors in Government from Wesleyan University in Middletown, Connecticut, and soon after that worked at a political magazine, *The American Prospect*, until she began to pursue her law degree.

Lisa was recognized as a "Rising Star" by Northern California *Super Lawyers* in 2012, 2013, 2014-2016, and in 2010 received a Community Partner Award for pro bono work with the Transgender Law Center in San Francisco, California. She is a member of the California State Bar's Litigation Section.

EDUCATION

JD, University of California, Hastings College of Law

BA, Wesleyan University

LEGAL EXPERTISE

Employment Law	Litigation Services
Investigations	Public Safety
Labor Relations & Collective Bargaining	Wage & Hour

REPRESENTATIVE MATTERS

LITIGATION

Valentine et al. v. Sacramento Metropolitan Fire District (2019) – U.S. District Court, Eastern District. Fair Labor Standards Act collective action involving more than five hundred firefighters. Court approved settlement and case dismissed with prejudice.

Spiller v. City of Petaluma (2018) – U.S. District Court, Northern District. Fair Labor Standards Act collective action involving police department employees. Court approved settlement and case dismissed with prejudice.

Baskin et al. v. City of San Luis Obispo (2018) – U.S. District Court, Central District. Multi-plaintiff Fair Labor Standards Act case. Court approved settlement and case dismissed with prejudice.

Hoffman v. County of Butte (2017) – U.S. District Court, Eastern District. Fair Labor Standards Act collective action brought by sheriff's department employees. Court approved settlement and case dismissed with prejudice.

Stewart v. County of Amador (2017) – U.S. District Court, Eastern District. Fair Labor Standards Act collective action. Court approved settlement and case dismissed with prejudice.

Alviso et al. v. City of San Rafael (2017) – U.S. District Court, Northern District. Fair Labor Standards Act collective action. Court approved settlement and case dismissed with prejudice.

Anderson et al. v. Marinwood Community Services District (2017) – U.S. District Court, Northern District. Multi-plaintiff Fair Labor Standards Act case. Court approved settlement and case dismissed with prejudice.

Drobish et al. v. City of Citrus Heights (2017) – U.S. District Court, Eastern District. Fair Labor Standards Act collective action. Court approved settlement and case dismissed with prejudice.

Maner v. County of Stanislaus, Birgit Fladager (2016) – U.S. District Court, Eastern District. Represented County and District Attorney. Secured complete summary judgment for County and District Attorney in first amendment retaliation claim brought by a former deputy district attorney.

James et. al. v. City of Santa Clara (2016) – Santa Clara County Superior Court. Represented City and secured complete summary judgment for City in age discrimination claim brought by three plaintiffs.

AFFILIATIONS

California State Bar Litigation Section



AWARDS

Selected for inclusion in Northern California *Super Lawyers Rising Stars* in the field of Employment Labor Law (2012-2017)

Community Partner Award Recipient for Pro Bono Work, Transgender Law Center, (2010)

PUBLICATIONS

Is Minimum Wage a Matter of Statewide Concern? The Second Appellate District Says Yes, Applying the State Minimum Wage to Charter Cities (and Counties)., Feb 26, 2019

Origins and Applications of the Home Rule Doctrine, Nov 6, 2018

Challenges Involved in Paying Non-Exempt Employees for Training and Travel Time: An Example, Sep 11, 2018

California Supreme Court Rules that State Law Requires a Different Regular Rate of Pay Calculation than the Fair Labor Standards Act, Mar 7, 2018

Influenza Season Strikes Again: What Employers Should Do to Minimize the Effects on Your Workforce, Feb 6, 2018

California Supreme Court Lets Stand New Case on Officers' Rights to Discovery Prior to Second Interrogation, Nov 7, 2017

Nine LCW Attorneys Selected to the List of 2017 Northern California Super Lawyers and Rising Stars, Press Release, Jul 10, 2017

The U.S. Supreme Court Lets Stand an Important FLSA Case on Cash Paid in Lieu of Health Benefits and Overtime Rates, May 15, 2017

Am I a Municipal Corporation? Maybe. Does it Matter? Yes!, Mar 21, 2017

Texas Judge Orders Nationwide Halt of the DOL's New Overtime Rule, Nov 23, 2016

21 States Sue the DOL to Stop Implementation of the New DOL Overtime Rule; Congress Weighs in Too, Oct 4, 2016

Public employers need to be vigilant about overtime rules, Sep 19, 2016

Flores v. City of San Gabriel: The Way Forward, Aug 19, 2016

Don't Blame the Payroll System!, Aug 2, 2016

The Ninth Circuit Holds that Cash Payments Made to Employees in Lieu of Health Benefits Must be Included in the Regular Rate for Overtime Purposes under the FLSA, Jun 7, 2016

Guidance on Transgender Rights in the Workplace – What to Expect, Apr 29, 2016

The DFEH Issues New Guidance on Transgender Rights in the Workplace, Apr 5, 2016



PRESENTATIONS

Preventing Workplace Harassment, Discrimination and Retaliation, City of Sunnyvale, Sunnyvale, Aug 22, 2019

Payroll Processing & Regular Rate of Pay Calculations, Citrus Heights Community Center, May 14, 2019

Preventing Harassment, Discrimination and Retaliation in the Academic Setting/Environment, West Valley Mission Community College District, Saratoga, May 3, 2019

FLSA Update, National Public Employer Labor Relations Association (NPELRA) Annual Training Conference, Scottsdale, Apr 8, 2019

Introduction to the Fair Labor Standards Act, Zone 7 Water Agency, Livermore, Mar 14, 2019

Ethics in Public Service & Preventing Workplace Harassment, Discrimination and Retaliation, Russian River Fire Protection District, Monte Rio, Mar 2, 2019

Preventing Workplace Harassment, Discrimination and Retaliation, City of Sunnyvale, Sunnyvale, Feb 20, 2019

Preventing Workplace Harassment, Discrimination and Retaliation, Midpeninsula Regional Open Space District, Los Altos, Feb 13, 2019

Understand The Regular Rate Of Pay With Five Payroll Examples, California Public Employer Labor Relations Association (CALPELRA) Annual Conference, Monterey, Dec 6, 2018

Ethics in Public Service, City of San Carlos, San Carlos, Nov 16, 2018

Preventing Workplace Harassment, Discrimination and Retaliation and Mandated Reporting, East Bay Regional Park District, Oakley, Oct 30, 2018

Preventing Workplace Harassment, Discrimination and Retaliation, East Bay Regional Park District, Oakland, Oct 16, 2018

The Art of Writing the Performance Evaluation, NorCal ERC, San Ramon, Oct 10, 2018

Moving Into the Future, NorCal ERC, San Ramon, Oct 10, 2018

Preventing Workplace Harassment, Discrimination and Retaliation and Ethics in Public Service, County of Humboldt, Eureka, Oct 8, 2018

FLSA Academy Day 2, Liebert Cassidy Whitmore Seminar, Piedmont, Oct 2, 2018

FLSA Academy Day 1, Liebert Cassidy Whitmore Seminar, Piedmont, Oct 1, 2018

Moving Into the Future, Sonoma/Marin ERC, Rohnert Park, Sep 26, 2018

A Guide to Implementing Public Employee Discipline, Sonoma/Marin ERC, Rohnert Park, Sep 26, 2018

Risk Management Skills for the Front Line Supervisor, Zone 7 Water Agency, Livermore, Sep 24, 2018

Ethics in Public Service, City of Sunnyvale, Sunnyvale, Sep 17, 2018

Preventing Workplace Harassment, Discrimination and Retaliation, City of Campbell, Campbell, Sep 5, 2018



Erin Kunze

Associate | San Francisco

ekunze@lcwlegal.com

Tel: 415.512.3095

EXPERIENCE

Erin provides representation and legal counsel to Liebert Cassidy Whitmore clients on a variety of labor and employment law matters in both the public and private nonprofit sector. Erin regularly audits collective bargaining agreements and personnel rules to advise clients on current legal standards and best practices. She additionally represents clients in labor negotiations and in labor disputes, providing legal counsel through mediation, arbitration and before administrative agencies.

Erin advises clients on issues pertaining to retirement and health care benefits. She advises clients on pension system member enrollment obligations, employer and employee contribution issues, the disability retirement process, retired annuitant issues, and issues pertaining to Public Employees' Medical Hospital Care Act (PEMHCA). She also advises clients on responsibilities under the Affordable Care Act.

Erin provides advice and counsel on day-to-day operational issues, including reviewing and drafting vendor contracts and service agreements, facilities and lease agreements, and other business arrangements. Erin assists academic institutions and nonprofit clients in complying with foundation, donation, and exempt organization issues. She also regularly advises clients on issues specific to community college district foundations, including those with auxiliary organization status.

Erin provides training to LCW clients in the areas of performance management, harassment and discrimination, and mandated reporting. She assists academic institutions with Title IX compliance and brings to her work valuable insight and expertise from her prior work with immigration and human rights organizations including Hastings College of Law's Center for Gender and Refugee Studies, the Political Asylum/Immigration Representation Project, and the International Criminal Tribunal for the Former Yugoslavia.

Prior to joining the firm, Erin developed diverse legal experience through her work with various nonprofit arts organizations including California Lawyers for the Arts, Volunteer Lawyers for the Arts of Massachusetts, and the New England Foundation for the Arts. With those agencies, Erin worked on issues relating to nonprofit governance and development. She remains passionate about the arts, nonprofit governance, and human rights issues, and enjoys working through legal issues relating to these subjects with LCW clients.

Erin was selected for inclusion in Northern California *Super Lawyers Rising Stars* in 2017 and 2018. She received her undergraduate degree from Boston University (magna cum laude) and her J.D. from Suffolk University Law School (cum laude).

EDUCATION

JD, Suffolk University Law School, Boston, Massachusetts

BA, Boston University

LEGAL EXPERTISE

Audit Services

Litigation Services

Business, Construction, and Facilities

Public Education

Employment Law

Retirement, Health & Disability

Investigations

Wage & Hour

Labor Relations & Collective Bargaining

REPRESENTATIVE MATTERS

ADMINISTRATIVE HEARINGS

BART v. BART POA (2013) - Represented BART Police Department as first-chair in a final and binding arbitration proceeding. Successfully upheld the termination of a police officer who had been terminated by the police chief after it was discovered he had been drinking while on duty, had recreationally used drugs with a neighbor, and was subsequently accused of rape by the neighbor the same evening he used drugs with her.

NEGOTIATIONS

Sacramento Metropolitan Fire District - Fire and Administrative Units.

Escuela Bilingue Internacional - Teacher and Non-teaching Units.

LITIGATION

SEIU v. County of Mendocino (2016) - Represented the County in a bench trial and secured a judgment on the claims before the court wherein SEIU alleged that the County had illegally contracted out for mental health services with private providers. The court found that the County was legally authorized to contract out with private providers for mental health services in an attempt to provide such services to a vulnerable sector of the community, and denied SEIU's request for a writ of mandate and injunctive relief.

Dennis Wallace v. Stanislaus County, Jury Trial #2 (2013) - Represented the County in a 4-week long jury trial and obtained a unanimous defense verdict on both claims before the jury: failure to accommodate a disability and failure to engage in the interactive process. Deputy Wallace, who had filed 15 workers' compensation claims while on duty, had a list of physical restrictions that were established by his doctor, and as a result was re-assigned to "light duty" as a bailiff. Wallace refused the re-assignment, and after saying that he did not agree with doctor's restrictions, asked for a different assignment. When his request was denied, he sued the County.



AWARDS

Selected for inclusion in Northern California *Super Lawyers Rising Stars* (2017, 2018)

PUBLICATIONS

Court Confirms Commute Time in Company Vehicle is Non-Compensatory, Dec 18, 2018

Top 10 Questions about Senate Bill 866 – New State Legislation Impacting How Public Employers Communicate with Employees and Manage Employee Organization / Union Membership Dues, Jun 27, 2018

Agency Policy Bars Lawsuit: Employee Must First Exhaust Internal Agency Process, Mar 20, 2018

ACA Reporting Relief – Written Statement to Covered Individuals Now Due March 2, 2018; Good Faith Penalty Relief Extended, Jan 4, 2018

Sexual Harassment Training Under Scrutiny: It's Not Just What You Say, But What You Do That Matters, Dec 19, 2017

Supreme Court Petition Submitted Regarding Application of U.S. Civil Rights Act to Sexual Orientation Discrimination, Oct 3, 2017

Legislation to Watch: California Rules on Government Ethics, Jul 11, 2017

Nine LCW Attorneys Selected to the List of 2017 Northern California Super Lawyers and Rising Stars, Press Release, Jul 10, 2017

Responding to Requests for Public Records on Behalf of an Auxiliary Foundation., Business & Facilities, May 18, 2017

Application of the U.S. Civil Rights Act to Sexual Orientation Discrimination, Apr 25, 2017

Court Affirms that PEPRA Does Not Limit County's Right to Repeal COLA Pickup, Jan 26, 2017

2017 is Here! Be Aware of These New Laws and Ordinances, Jan 14, 2017

Six Statutes for the New Year, Jan 10, 2017

Do You Have Seasonal Workers? What To Know About Health & Retirement Benefit Obligations, Sep 6, 2016

Courts Continue to Chip Away at Vested Rights, Aug 23, 2016

Pension Reform Follow Up, Feb 3, 2016

Is your Contractor Licensed? Protections Against Unlicensed Contractors Abound Under California Law, Business & Facilities, Jul 2, 2015



PRESENTATIONS

Preventing Workplace Harassment, Discrimination and Retaliation, Midpeninsula Regional Open Space District, Los Altos, Jun 6, 2019

Difficult Conversations, San Mateo County ERC, San Mateo, May 23, 2019

The Future is Now – Embracing Generational Diversity and Succession Planning, Bay Area ERC, Santa Clara, Mar 27, 2019

Nuts and Bolts: Navigating Common Legal Risks for the Front Line Supervisor, Bay Area ERC, Santa Clara, Mar 27, 2019

Harassment Prevention: Train the Trainer Refresher (San Francisco, CA), Mar 19, 2019

Train the Trainer Refresher: Harassment Prevention, Liebert Cassidy Whitmore, San Francisco, Mar 19, 2019

Harassment Prevention: Train the Trainer (San Francisco, CA), Mar 13, 2019

Train the Trainer: Harassment Prevention, Liebert Cassidy Whitmore, San Francisco, Mar 13, 2019

Preventing Workplace Harassment, Discrimination and Retaliation and Mandated Reporting, East Bay Regional Park District, Castro Valley, Mar 6, 2019

Preventing Workplace Harassment, Discrimination and Retaliation, Sewer Authority Mid-Coastside, Half Moon Bay, Feb 27, 2019

Preventing Workplace Harassment, Discrimination and Retaliation, Midpeninsula Regional Open Space District, Los Altos, Feb 14, 2019

Train the Trainer Refresher: Harassment Prevention, Liebert Cassidy Whitmore, San Francisco, Jan 28, 2019

Preventing Workplace Harassment, Discrimination and Retaliation, Las Gallinas Valley Sanitary District, San Rafael, Jan 15, 2019

Preventing Workplace Harassment, Discrimination and Retaliation and Mandated Reporting, East Bay Regional Park District, Oakland, Nov 14, 2018

Preventing Workplace Harassment, Discrimination and Retaliation and Mandated Reporting, East Bay Regional Park District, Castro Valley, Sep 12, 2018

Preventing Workplace Harassment, Discrimination and Retaliation, City of Ukiah, Ukiah, Aug 28, 2018



August 6, 2018

To Whom It May Concern:

Liebert Cassidy Whitmore, APC, is in excellent financial condition as of its most recent fiscal year-end with substantial cash reserves, working capital and net equity.

Sincerely,

Rich Weber
Sousa & Weber, LLP

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

SAN MATEO COUNTY HARBOR DISTRICT

ACKNOWLEDGEMENT OF ADDENDA

The undersigned Proposer acknowledges receipt of the following addenda, if issued, to the RFP Documents. If none received, write "None Received."

Addendum No. 1, dated 2/13/2019

Addendum No. _____, dated _____

Addendum No. _____, dated _____

Date: 2/27/19

Firm: Liebert Cassidy Whitmore

Print Name: Morin Jacob, Partner

Signature: /S/ Morin Jacob

Title: Partner

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

COST PROPOSAL FORMS

Pursuant to the Notice Inviting Proposals, the undersigned Proposer herewith submits a Proposal on the Proposal Form or Forms attached hereto and made a part hereof and binds itself on award by the San Mateo County Harbor District under this Proposal to execute a Contract in accordance with its Proposal, the Proposal Documents, and the award. The attached Notice Inviting Proposals and Addenda, if any, are made a part of this Proposal and all provisions thereof are accepted, and all representations and warranties required thereby are hereby affirmed.

THE PROPOSAL BELOW INCLUDES ANY AND ALL LABOR, MATERIALS, APPLICABLE TAXES, INSURANCE, SUBCONTRACTOR COSTS, TRAVEL EXPENSES, TELEPHONE COSTS, COPYING COSTS, PROFIT, ADMINISTRATIVE AND OVERHEAD FEES, AND ALL OTHER COSTS NECESSARY FOR THE PERFORMANCE OF ALL THE SERVICES CALLED FOR UNDER THE FOLLOWING CONTRACT. ANY PROPOSED REIMBURSABLE COSTS SHALL BE SEPERATELY IDENTIFIED (E.G. OVERNIGHT DELIVERY, UPCHARGE ON 3RD PARTY INVOICES).

Ogletree Deakins is pleased to offer San Mateo County Harbor District (the District) a 7.5% discount off our then-current standard "Unburdened Hourly Rate" by attorney or paraprofessional. In addition, and as part of the District's "All Inclusive Hourly Rate," we will absorb client billable costs totaling up to 2.5% of our standard "Unburdened" hourly rates that are billed within a calendar year. If the District exceeds the 2.5% threshold, only disbursements to third parties and direct costs incurred in serving the District needs (exclusive of overhead) are treated as reimbursable, such as court reporter fees, deposition transcripts, mileage and travel expenses, mediator fees, costs relating to e-discovery, expert fees and costs, and the like.

We review our rates annually to determine if a market adjustment is appropriate. Any rate increases are made at the beginning of a calendar year.

The completed San Mateo County Harbor District Cost Proposal Form is shown below:

Position	2019 Unburdened Hourly Rate	2019 All inclusive Hourly Rate¹	Estimated Hours per Month**	Example of Duties
Special Counsel <i>Karen Tynan, Relationship Manager, Of Counsel</i>	\$450	\$415	2-5	Frequent and regular review of outstanding human resources queries, review of claims, complaints, and questions regarding terminations and discipline. OSHA compliance, inspections, and litigation. Should lawsuits arise, management of litigation and mediation and trial. Attending any closed sessions or meetings as requested. Oversight of bills and reconciliation.
Alternate Special Counsel <i>Tony DeCristoforo, Shareholder</i>	\$490	\$455	<1	Occasional and infrequent strategic and/or pro-active advice as requested by Relationship Manager.
<i>Robert Rodriguez, Associate</i>	\$340	\$315	5-10	Responding to queries from Human Resources and management. Advice regarding complaints, leave, grievances, union contracts, and discipline. Should lawsuits arise, litigation work including pleadings, discovery, mediation, and trial.
<i>Jill Schubert, Associate</i>	\$355	\$330	5-10	Responding to queries from Human Resources and management. Advice regarding sexual harassment training, compliance, and terminations and discipline. Should lawsuits arise, litigation work including pleadings, discovery, mediation, and trial.

*Hourly Rate should include overhead costs as listed above. Time spent traveling to and from District meetings held within San Mateo County and any travel costs associated with such travel is not reimbursable.

**Estimated Hours should be based on comparable size and complexity of similar governmental entity.

¹ The San Mateo County Harbor District All inclusive Hourly Rate includes billable costs up to 2.5% of our total fees billed at our standard "unburdened" hourly rates by timekeeper, and by calendar year. For example, if the District incurs \$50,000 in total fees at standard "unburdened" hourly rates within a calendar year, Ogletree Deakins will absorb up to \$1,250 in total costs for that same year.

The Cost Proposal Form must be signed on the next pages (page 2 or 3 of Attachment A). Proposals submitted in any other form will be considered non-responsive and may be rejected. Signatures herein bind Proposer to the entirety of its Proposal, including all documents submitted with these Cost Proposal Forms.

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

DOCUMENTS TO ACCOMPANY COST PROPOSAL:

Items 7 A-G of the Proposal Content must accompany the Cost Proposal for a Proposal to be deemed responsive.

NAME UNDER WHICH BUSINESS IS CONDUCTED

CONTACT INFORMATION OF PERSON AUTHORIZED TO EXECUTE CONTRACT

Name: Anthony DeCristoforo

Business Address: 500 Capitol Mall
Suite 2500

City/State/Zip: Sacramento, CA 95814

Telephone Number: 916-840-3141 Facsimile Number: 916-840-3159

E-Mail Address: anthony.decristoforo@ogletree.com

MANDATORY SIGNATURE(S)

SOLE OWNER, sign here: I sign as sole owner of the business named above.

PARTNERSHIP, one or more partners sign here: The undersigned certify that we are partners in the business named above and that we sign this Proposal with full authority to do so.

SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES

CORPORATION OR LLC, sign here*: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Entity Name: Ogletree, Deakins, Nash, Smoak & Stewart, P.C.

By: _____ Title: _____

By: _____ Title: _____

Incorporated under the laws of the State of South Carolina

All Ogletree Deakins shareholders are authorized to execute legal service agreements with clients. As a matter of firm policy, we do not provide copies of corporate governance documents.

** If the Proposer is a corporation, this Cost Proposal Form must be executed by two corporate officers, consisting of: (1) the president, vice president or chair of the board; and (2) the secretary, assistant secretary, chief financial officer or assistant treasurer. In the alternative, this Cost Proposal Form may be executed by a single officer or a person other than an officer provided that evidence satisfactory to the District is provided demonstrating that such individual is authorized to bind the corporation or LLC (e.g. a copy of a certified resolution from the corporation's board or LLC's board or a copy of the corporation's bylaws or LLC's operating agreement.)*

IF JOINT VENTURE, officers of each participating firm sign here: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Joint Venture Name: _____

By: _____ Title: _____

By: _____ Title: _____



Response to Request for Proposal RFP #2019-02

Prepared for:

San Mateo County Harbor District

February 28, 2019

Prepared by:

Karen Tynan

karen.tynan@ogletree.com

916.840.3157

Anthony DeCristoforo

anthony.decristoforo@ogletree.com

916.840.3141

**OGLETREE, DEAKINS, NASH,
SMOAK & STEWART, P.C.**

Attorneys at Law

500 Capitol Mall
Suite 2500
Sacramento, CA 95814
Telephone: 916-840-3150
Facsimile: 916-840-3159
www.ogletree.com

Anthony J. DeCristoforo
916-840-3141
anthony.decristoforo@ogletree.com

February 28, 2019

San Mateo County Harbor District
P.O. Box 1449
El Granada, CA 94018
Attention: Deputy Secretary

RE: Ogletree Deakins' Response to San Mateo County Harbor District's Request for Proposal, RFP #2019-02

Ogletree, Deakins, Nash, Smoak & Stewart, P.C. (Ogletree Deakins) appreciates the opportunity to respond to San Mateo County Harbor District's (the District) Request for Proposal (RFP). An Am Law 100 firm and one of the largest labor and employment firms, Ogletree Deakins is consistently recognized for providing superior client service and value, and we are well-positioned to partner with the District to meet all of its labor and employment law needs.

- **Introduce the firm and summarize its qualifications.**

We have expertise in every substantive area of importance to our local governmental agency clients. We have worked with these public agencies on a wide variety of matters including handbook and policy reviews, leaves-of-absence issues, wage and hour advice, Occupational Safety and Health Act (OSHA) compliance, public accommodations accessibility, the full range of employment litigation defense, employee benefits matters, and affirmative action plans. We have also represented public agencies in the traditional labor arena. Because of this long history of serving public agencies, Ogletree Deakins is uniquely qualified to partner and collaborate with the District.

Ogletree Deakins was founded on the core values of premier client service, teamwork and collaboration, treating each other with respect, hard work, and open governance. These core values permeate our culture, business philosophy, and service model. Our commitment to premier client service—providing clients with the resources to solve today's business challenges—is embodied in the Client Pledge that every Ogletree Deakins attorney signs, in which we promise to:

- Understand your business and objectives
- Focus on and anticipate your needs
- Collaborate to develop creative business solutions
- Harness technology and innovation to better serve your interests
- Communicate in a timely and effective manner
- Provide quality representation with exceptional value



Ogletree Deakins considers diversity and inclusion integral to our culture and success as a firm. We continually strive to meet not only our own diversity goals but also the diversity and inclusion goals of our clients. We believe our philosophy and practice of inclusion—soliciting, valuing, and incorporating the myriad viewpoints of its lawyers—results in a firm that is more creative, stronger, and better able to address the evolving issues in a workplace.

Ogletree Deakins is innovative in the way the firm approaches professional development and diversity. The firm combines these two areas into one department dissolving the silo where diversity is often placed and ensuring it is an integral part of attorney advancement and engagement. For more information on our Professional Development and Inclusion (PDI) Department, please see our 2018 PDI Annual Report included as **Attachment A**.

- . **Name(s) of authorized principals with authority to negotiate and contractually bind the firm.**

Anthony DeCristoforo, managing shareholder in our Sacramento office, is authorized to negotiate and contractually bind the firm.

- . **A statement that binds the Proposer to the proposed Scope of Services and Cost Proposal for one hundred and twenty (120) calendar days.**

Ogletree Deakins confirms that the proposed Scope of Services and our Cost Proposal are valid for 120 calendar days.

- . **Confirm acceptance of or indicate exceptions to the Sample Agreement. See Subsection 11.B.**

Our exceptions to the Sample Agreement are included in **Attachment B**, which is a redlined version of the agreement.

- . **Indicate whether there are any conflicts of interest that would limit the Proposer's ability to provide the requested services. See Section 13.**

We are not aware of any real or potential conflict of interest in representing the District, nor do we see any indirect conflict (or “business-related” conflict) in providing legal services to the District. If such a conflict arises, we will address it with the District immediately.

Sincerely,

Anthony J. DeCristoforo

AJD:eem

B. Approach to Scope of Services

A demonstration of the Proposer's understanding of the proposed Scope of Services (Attachment D) is required as part of the Proposal. With respect to each task described in the Scope of Services, discuss your approach and methodology for performing the services. Describe how you would staff each task, the level of effort required for each task, and how your staff would coordinate with and respond to District staff.

Unlike many general practice firms, our labor and employment practice covers the full array of issues affecting the workplace. Moreover, due to our experience, size, and broad geographic reach, we can have attorneys ready to assist the District with its labor and employment legal matters on short notice when urgent issues arise. We regularly counsel clients on all areas of labor and employment law indicated in the RFP, including the following:

- Drafting/revising employee handbooks and supervisory and policy manuals;
- Developing/conducting compliance training;
- Drafting/revising leaves-of-absence policies and ensuring compliance with all applicable laws including the Family and Medical Leave Act (FMLA) and the California Family Rights Act;
- California compliance sexual harassment training for supervisors and employees as requested by the District;
- Attending employment-related meetings, hearings, litigation, and binding arbitrations;
- Attending Board Meetings or Closed Sessions as requested or needed;
- Evaluating recruitment and hiring processes and employee orientation programs;
- Advising on health and safety issues including compliance with OSHA and state workplace safety laws including reviews of safety training and audits, and in the event of citations, appeal of OSHA citations;
- Addressing employee complaints of harassment, discrimination, and retaliation, and ensuring compliance with Title VII, the Age Discrimination in Employment Act, and all state and local discrimination laws;
- Conducting or overseeing internal investigations;
- Assessing whether an employee has a disability and analyzing requests for accommodation to ensure compliance with the Americans with Disabilities Act and state disability laws;
- Designing and implementing employment policies and practices;
- Identifying employee conduct that constitutes protected activity and managing employees engaging in protected activity;
- Assisting in the performance management of historically poor performers, including advising on disciplinary measures and drafting separation agreements;
- Assisting with reductions-in-force and mass layoffs;
- Counseling clients on preventing and defending pay discrimination claims, including conducting privileged pay equity audits (of which we have handled more than 200 within the past 5 years) and drafting defensible policies and procedures;
- Ensuring that wage and hour practices, including overtime policies, are in compliance with all applicable state and federal laws, including the Fair Labor Standards Act (FLSA);
- Advising on best practices and legal compliance for pre- and post-employment screening and testing;
- Counseling clients on all termination and post-termination issues including termination pay and benefits issues;
- Helping clients comply with new privacy developments, craft compliant social media policies, and use best practices for protecting data;

- Assisting in the preparation of annual audit letters;
- Designing and administering employee benefits plans in compliance with all applicable laws including the California Public Employees' Pension Reform Act;
- Negotiating labor contract negotiations and advising on the application and interpretation of the contracts;
- Conducting manager and supervisor training;
- Drafting and reviewing employment contracts;
- Counseling on union organizing campaigns, union grievances, and protected concerted activity;
- Complying with the National Labor Relations Act; and
- Advising on bargaining units, subcontracting, subrogation, and other labor issues.

In addition to the above counseling and advice, we have extensive experience representing our clients, including public agencies and governmental entities, in all forms of labor and employment litigation, including single-plaintiff lawsuits and in complex and class litigation. Our attorneys can defend the District in all labor and employment-related legal proceedings in California.

Complete descriptions of our practice areas can be found in **Attachment C**.

Relationship Management and Staffing

Our client partnership commitment is ideally suited to meet the District's expectations for client-focused teamwork. We find that open and regular communication is key to establishing and maintaining a successful client relationship. We will work with the District on each matter to identify the relevant legal issues, establish client goals, and assemble a team that can accomplish those goals.

The relationship manager for all District matters will be Karen Tynan. Karen will be the primary point of contact and manage the District Core Team. She will be responsible for staffing all District matters with attorneys who have the most appropriate level of experience and rate for each task. Karen will also ensure that all legal professionals who perform work on District matters understand the structure of the District's business and legal needs. The District will not be charged for any time that Karen acts in this role. Instead, Karen will bill only for time spent working in connection with specific District matters. Anthony (Tony) DeCristoforo, the managing shareholder of the Sacramento office, will also provide high-level guidance on all District matters.

A strong core of attorneys will handle the vast majority of the work. Our goal is to provide a team large enough to ensure responsiveness while keeping the team small enough to master institutional knowledge of your business and develop a meaningful rapport with key District employees. Additional subject-matter experts will provide advice and counseling in their respective areas of expertise as needed and subject to the District's approval. Of course, we are willing to tailor our staffing approach in keeping with your preferences.

Engagement/Onboarding Meeting

At the start of the engagement, we will hold an onboarding meeting, at our expense, to introduce our team and gain further insights into your business and operations. The meeting will also help the Ogletree Deakins team learn the District's preferences for the handling of its legal matters, the frequency and type of communication that the District prefers, the nature and posture of current pending matters, and issues of importance to the District.

Regular Meetings and Client Feedback

In addition to the ongoing informal dialogue you will have with your relationship manager, Karen Tynan, and other Ogletree Deakins attorneys working on District matters, we also offer more formal periodic review mechanisms to ensure the District's ongoing satisfaction and to obtain feedback on our performance. We will hold regular meetings to review the status of all matters, upcoming decision points, and next steps, with a focus on both your business and legal needs. These meetings can be held in-person or remotely, quarterly or more—or less—frequently, at your preference.

Reporting

We regularly communicate with our clients regarding the status of pending matters. In the District's case, we would provide written or oral reports to the Board as necessary regarding the status of any legal actions in which our firm is representing the District. Further, the relationship attorney or one of the core team members will be responsible for alerting you to important legislation, regulatory changes, court rulings, and emerging risks by emailing in-house counsel with an update on the developments. We also provide clients with e-alert updates that are produced by our lawyers and made available through blogs, podcasts, newsletters, webinars, and seminars on emerging legal issues. Matters we cover routinely include proposed, pending, or newly enacted legislation; new case law, including U.S. Circuit Court splits, U.S. Supreme Court rulings, and orders granting certiorari; and legal trends, including shifts in focus from the plaintiffs' bar, and other emerging risks.

C. Proposer's Qualifications and Experience

- 1) All attorneys performing services for the District on behalf of the firm must be admitted to practice in the State of California and be members in good standing with the State Bar of California.**

We confirm that all Ogletree Deakins attorneys proposed to perform services for the District are admitted to practice in the State of California and are members in good standing with the State Bar of California.

- 2) The firm member with primary responsibility for the services provided to the District, must have at least five (5) years' experience providing labor and employment legal services for special districts, municipalities or other local public agencies.**

Karen Tynan has been practicing labor and employment law in California from 2001 to present. Throughout that time, she has advised both public and private clients including construction companies, media companies, wineries, transportation businesses, agriculture and food processors, and a variety of other businesses located in Northern California. When she was with Jordan, Aqui, and Tynan, she provided legal services to the Forestville Fire Protection District, the Sonoma County Waste Management Agency, and the Shiloh Cemetery District. In 2014 and 2015, she was the elected public member of the Healdsburg High School Governance Council providing a broad range of advice but also informally advising and assisting that council with carrying out their duties to advise the public high school on strategic plans and compliance with state requirements.

Karen's experience includes counseling and advising public and private employers on complex workplace issues including all of the California wage and hour requirements, California leaves, sexual harassment and discipline, as well as termination and severance agreements. In 2017, Karen Tynan defended a large Napa based construction company against a sexual harassment case and received a defense verdict.

3) Demonstrated legal expertise (including counseling and litigation) in personnel law and regulations including but not limited to labor issues, employment law, and occupational safety and health.

Our firm is routinely recognized for high-quality legal services and the dedication of our attorneys:

- Named “Law Firm of the Year” in the 2019 *U.S. News – Best Lawyers*® “Best Law Firms” publication for the eighth consecutive year. Only one law firm is named in each nationally ranked practice area. For 2019, we have been named “Law Firm of the Year” in Employment Law – Management. For 2019, Ogletree Deakins also earned “First-Tier” rankings in six practice areas: Employee Benefits (ERISA) Law; Employment Law – Management; Labor Law – Management; Litigation – Labor & Employment; Litigation – ERISA; and Construction Law.
- Earned a top firm ranking nationwide for Labor & Employment law in *Chambers USA 2018*. The guide notes that Ogletree Deakins is a “[f]ormidable labor and employment practice with numerous offices across the USA, providing advice on the whole range of relevant matters such as internal workplace investigations and formal representation regarding regulatory compliance.”
- Named a “Powerhouse” in Complex Employment Litigation and Everyday Employment Litigation for the seventh straight year in BTI’s *2019 Litigation Outlook: Changes, Trends and Opportunities for Law Firms* report.
- Named to the 2017 BTI Clientopia 24, which lists 24 law firms recognized by clients for superior client relationships. The BTI Clientopia 24 are firms with the most relationships where a client considers the law firm both its leading primary provider and the first firm it would recommend to other legal decision makers.
- Named to *Corporate Counsel* magazine’s 2017 survey “Who Represents America’s Biggest Companies” for the fifth year in a row. Notably, Ogletree Deakins received the most mentions nationwide for **any** firm, not just labor and employment law firms.
- In addition to firm honors, individual Ogletree Deakins attorneys received the following recognition:
 - 53 of our attorneys are Fellows in the College of Labor and Employment Lawyers.
 - 79 of our attorneys are ranked in *Chambers USA 2018*.
 - 225 of our attorneys are listed in *The Best Lawyers in America 2019*.
 - 27 of our attorneys are recommended in *The Legal 500 United States 2018*.
 - 167 attorneys were recognized as “Super Lawyers” and 86 were identified as “Rising Stars” in the 2017 edition of *Super Lawyers*.



4) Maritime labor law knowledge is desired.

Karen Tynan graduated with honors from the United States Merchant Marine Academy. She worked for Chevron Shipping Company for ten years—sailing as a ship’s officer on oil tankers and rising to the rank of Chief Officer with her Unlimited Master’s License as well as San Francisco Bay pilotage endorsement. Karen ultimately became the highest ranking woman in the Chevron fleet. Her maritime and petroleum

experience is unique among employment lawyers and would give Karen an insider's perspective when working with the District.

The following information should be included in the Proposal:

- 1) A brief description of the Proposer's qualifications for the Scope of Services and previous experience on similar or related work performed for local governmental agencies, including special districts, specifically port and harbor districts, if any. This description must include a summary of work performed, the period over which the work was completed, for whom it was performed, the location where it was performed, and the size of the Proposer's effort (i.e., cost and period of time).**

Ogletree Deakins has a long record of serving as counsel to local governmental agencies. Over the past five years, we have represented more than 300 public entities, including local governmental agencies, in approximately 840 matters. Our work on behalf of these clients includes general labor and employment law advice, immigration-related matters, the full range of employment-related litigation and pre-litigation issues (ADA, ADEA, FLSA, non-compete agreements, Title VII, and more), and employee benefits counseling. We have also represented these clients in the traditional labor arena and have provided labor advice and defended them in connection with collective bargaining, grievances, and unfair labor practice complaints. More information about our work for these clients is available upon request.

In addition, we have handled approximately 159 matters for over 30 clients in the maritime shipping and transportation industry. These matters range from general labor and employment law advice, immigration matters, discrimination-related advice and representation, and advice and representation in connection with collective bargaining, grievances, and unfair labor practice complaints.

We also regularly provide training to our public entity clients and our clients in the maritime shipping and transportation industry.

- 2) The names of the proposed lead Counsel and all key personnel who would be directly engaged in the performance of the Scope of Services. For each of these individuals, please submit:**
 - a) A description of their qualifications and background, and number of years of experience in performing labor and employment legal services;**
 - b) A list of references, including a brief description of the nature of the work performed by the individual for each reference; and**
 - c) A description of their experience with public agency clients and with special districts, specifically harbor and port district agencies, if any.**

**Karen Tynan – Of Counsel, Sacramento
Relationship Manager**



Karen specializes in defending California employers from workplace safety, sexual harassment, and wrongful termination claims. Her clients include construction companies, transportation companies, wineries, and media companies. From 2005 to 2008, while working at Jordan, Aqui, and Tynan, Karen advised and represented the Shiloh Cemetery District, Forestville Fire Protection District, and the Sonoma County Waste Management Agency. Recent notable successes include a 2017 defense verdict in a Napa County Superior court sexual harassment case for a large construction company as well as successful settlement of citations from the California Division of Occupational Safety and Health (Cal/OSHA) for a 90% reduction in fines for “willful and serious” citations. Karen was a candidate for the California Board of Pilot Commissioners in 2018 and will remain a candidate for any open public member position for 2019. Karen has defended companies in most venues across Northern California. She has 18 years of experience providing labor and employment legal services.

Karen's References:

Joe Gonsalves

JA Gonsalves & Son Construction

360 Watson Ln, American Canyon, CA 94503

(707) 258-6261 – Office

(707) 287-7208 – Joe Gonsalves's Cell Phone

- Client since 2006
- Services performed for JA Gonsalves and Son Construction have included general employment advice, contract disputes, civil litigation, trial work, mediations, and compliance advice.

Mark Meagher – CFO

Cybernet Entertainment and The Armory Club

1155 Mission St.

San Francisco, CA 94103

(415) 699-3686

- Client since 2010
- Services performed for Cybernet Entertainment and related company The Armory Club have included complex civil litigation, writs, appeals, termination and discipline advice, contract disputes, sexual harassment training and compliance, wage and hour compliance, EDD audits, and other general labor and employment advice.

Adam Grayson – Former CFO

Echo Alpha

14141 Covello St.

Van Nuys, CA 91405

(310) 936-7546

adam@adamgrayson.com

- Client since 2013
- Services performed for Echo Alpha and related companies has been broad ranging and included general employment advice, terminations and discipline advice, regulatory compliance, complex litigation, writs, appeals, and administrative law hearings.



Tony DeCristoforo – Office Managing Shareholder, Sacramento

Tony focuses on the representation of employers and supervisors in disputes in state and federal courts, as well as in administrative proceedings and arbitrations. He has extensive experience handling wage and hour class/collective actions and claims for discrimination, wrongful termination and sexual harassment. He also advises employers on a wide range of employment-related issues, including wage and hour law, employment agreements, employee handbooks, and statutory leave rights.

Tony's general litigation practice includes the representation of businesses and individuals in a variety of civil actions, including unfair competition, breach of contract, and business tort lawsuits. Tony has 25 years of experience providing labor and employment legal services.

Tony's Reference:

Bridgette C. Romoan, Esq.
Community Choice Financial, Inc.
6785 Bobcat Way, suite 200
Dublin, OH 43016
broman@ccfi.com

- Client since 2012
- Services performed for Community Choice Financial, Inc. has been broad ranging and included general employment advice and employment litigation.



Robert Rodriguez – Associate, Sacramento

Robert's practice focuses on the representation of employers in disputes in state and federal courts, as well as in administrative proceedings and arbitrations. Robert has experience with a wide variety of labor and employment law matters, including wage and hour class/collective actions and claims of discrimination, retaliation, harassment, and wrongful termination. He also routinely provides in-house legal advice regarding complex labor and employment issues.

Before joining Ogletree Deakins, Robert served as an attorney for the California Governor's Office of Emergency Services (Cal OES), handling in-house labor and employment matters. Cal OES' is a California Governor's cabinet-level agency responsible for overseeing and coordinating emergency preparedness, response, recovery, and homeland security activities within the state and employs approximately 1,100 employees. During Robert's tenure at Cal OES, he routinely advised the executive leadership on all aspects of labor and employment law, including labor relations, employee safety, human resources administration, and staff discipline. Robert conducted staff investigations and human resources training and represented Cal OES in adverse employment actions before the State Personnel Board. He has over 3 years of experience providing labor and employment legal services.

Robert's Reference:

Jennifer Plescia – Assistant Chief Counsel
California Governor's Office of Emergency Services (Cal OES)
3650 Schriever Avenue
Mather, CA 95655
(916) 845-8815
jennifer.plescia@caloes.ca.gov

- Services include advising on all aspects of labor and employment law, including labor relations, employee safety, human resources administration, and staff discipline, and claims of discrimination and harassment. Robert also represented Cal OES in adverse employment actions before the State Personnel Board and claims of discrimination and harassment before the Department of Fair Employment and Housing.



Jill Schubert – Associate, Sacramento

Jill's practice is focused on defending employers in state and federal courts, as well as in administrative proceedings and arbitrations against claims of discrimination, retaliation, harassment, wrongful termination, and defamation. She has significant experience representing public entities and non-profits, including public universities,

counties, cities, school districts, religious organizations, and healthcare systems throughout California. Jill has experience dealing with the many issues unique to public entity representation, including various governmental immunities, the Tort Claims Act, the Ralph M. Brown Act, and the Public Records Act. Jill has over 3 years of experience providing labor and employment legal services to public entities.

Jill's Reference:

Lincoln Snyder – Executive Director, Schools
Roman Catholic Diocese of Sacramento
(916) 733-0110
lsnyder@scd.org

- Services performed included representation of the Diocese in employment litigation matters, as well as general employment advice.

Additional Attorney Resources

In addition to the proposed team outlined above, all of Ogletree Deakins' lawyers are at the disposal of the District, and we are happy to work with you to perfect this staffing structure. Due to our California presence and expertise in California labor and employment law, we are available to help the District with any labor or employment-related legal issues it confronts quickly and efficiently. For instance, our Traditional Labor Law Practice Group includes nearly 200 lawyers who represent employers of all sizes in labor matters such as collective bargaining, union campaigns, and unfair labor proceedings before the National Labor Relations Board. Members of our Traditional Labor Law practice are located in all six of our California offices, including Marias Anastas in Los Angeles and Sean Kramer in San Francisco.

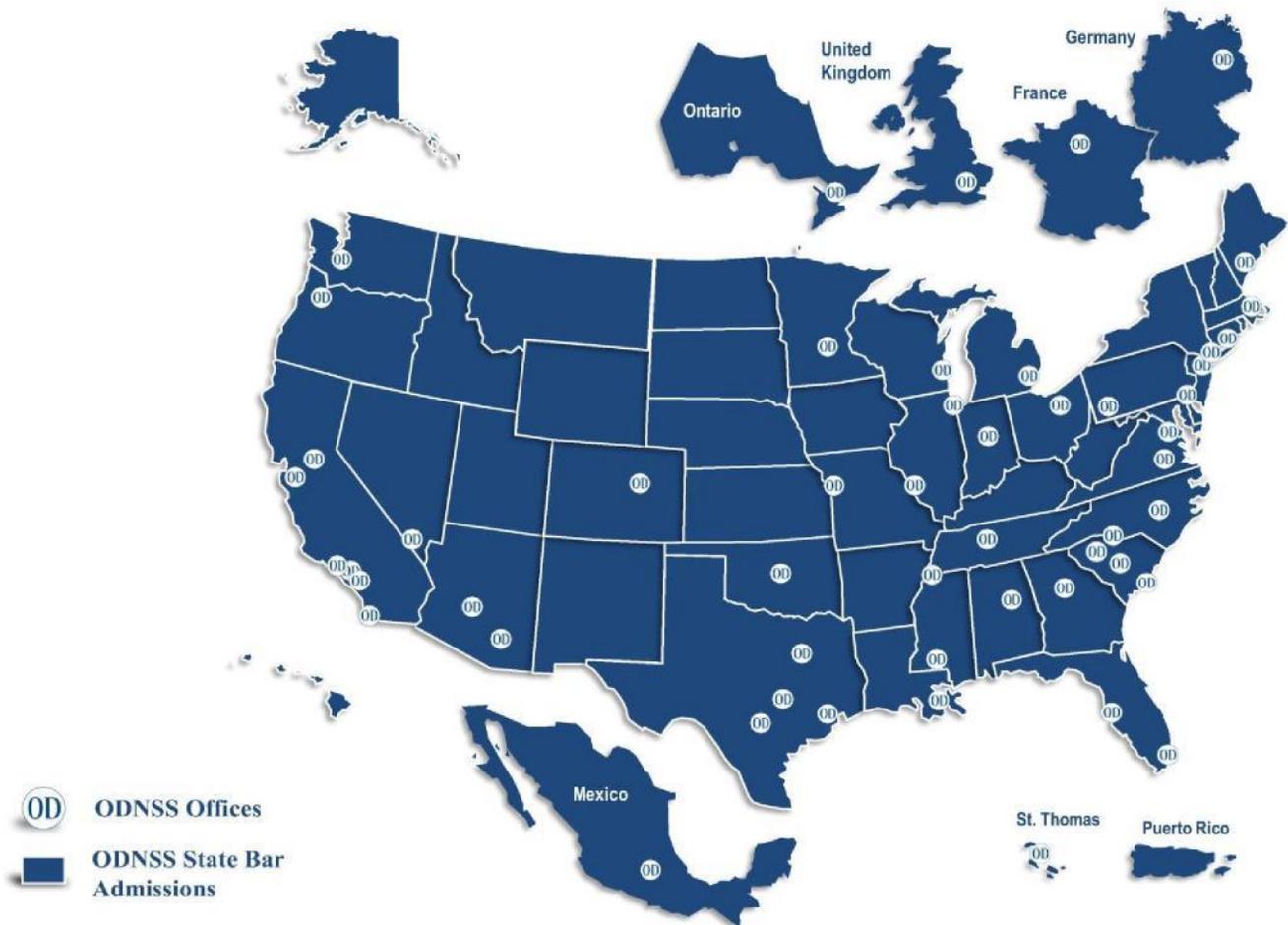
Complete attorney biographies for the proposed team are provided in **Attachment D**.

- 3) Provide contact information for three references for which the Proposer has provided similar services to those described in these solicitation documents within the past three years. For each client submitted as a reference, Proposer shall supply a brief description of the work performed if not already detailed under Section 7.C.2) above.**

All of the references listed above in response to Question No. 2 can be contacted.

- D. State the Size, Structure, and Location(s) of Firm**
Provide an organization chart that identifies the proposed client management and legal team. Also provide information concerning the Proposer's and Subcontractor's law firms size, structure, areas of practice, and locations.

We employ more than 850 attorneys in 53 offices, including 48 offices in the U.S. and the U.S. Virgin Islands, three offices in Europe (United Kingdom, Germany, and France), one office in Mexico, and one office in Canada. Our lawyers are admitted to practice in all 50 U.S. states, the U.S. Virgin Islands, Puerto Rico, the United Kingdom, France, Germany, Mexico, and Canada. We have two offices in the vicinity of the San Mateo Harbor—Sacramento and San Francisco.



The firm is a professional corporation with ownership belonging to member equity shareholders. The board of directors, the firm’s primary management group, is comprised of nine positions, including firm managing shareholder, two managing directors, and six board members. Each office is managed by a local managing shareholder.

An organizational chart identifying the proposed client management and legal team is included as **Attachment E**.

Our practice areas include:

- Affirmative Action and OFCCP Compliance
- Appellate
- Arbitration and Alternative Dispute Resolution
- Background Checks
- Class Action Defense
- Client Training
- Data Privacy
- Disability Access
- Diversity and Inclusion
- Drug Testing
- eDiscovery and Records Retention
- Employee Benefits and Executive Compensation
- Employment Law Compliance
- Employment Litigation
- ERISA Litigation
- Ethics Compliance, Internal Investigations, and Whistleblower Response
- Governmental Affairs

- Immigration
- International Law
- Leaves of Absence/Reasonable Accommodation
- Mergers and Acquisitions
- Wage and Hour
- Pay Equity
- RIF/WARN
- Traditional Labor Relations
- Unfair Competition and Trade Secrets

E. Financial Stability

Provide pertinent information to allow the District to reasonably formulate a determination about the financial stability and strength of the Proposer such as financial references, financial statements, or other relevant documentation. Describe any administrative proceedings, claims lawsuits, settlements, or other exposures pending against the Proposer.

Because Ogletree Deakins is not a public entity, it is firm policy to not release this type of financial information. However, included for your reference as **Attachment F** is the firm's Dun & Bradstreet financial statement.

Ogletree Deakins is an international law firm with more than 875 attorneys and 1,900 employees operating in offices throughout the U.S., and in the United Kingdom, Germany, Canada, and Mexico. As would be the case for any law firm of our size, we are not immune to occasional legal disputes. However, from conversations with our panel of insurers, it is clear that, as compared to peer firms, our risk-profile is very low and our claims history is benign. Our firm opens in excess of 20,000 new matters per calendar year, and the number of such matters that result in any type of claim against the firm is exceedingly small. Most often, such matters are filed by unrepresented individuals against whom our attorneys have successfully litigated on behalf of our clients. None of these matters are material; however, we are happy to provide additional details regarding any of these matters upon request.

F. Acknowledgement of Addenda (Attachment C), if applicable

Our signed Acknowledgement of Addenda form is included as **Attachment G**.

Attachment A
2018 PDI Annual Report



Ogletree
Deakins

ANNUAL REPORT

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EXECUTIVE SUMMARY

Welcome to the Annual Report of the Professional Development and Inclusion (PDI) department. In 2018, the PDI department continued to emphasize culture and quality, two key components of the firm's strategic plan and client pledge.

The firm solidified its place as a leader in both the diversity and professional development arenas. Having sponsored numerous national and local events, we favorably impacted the communities around us and saw our visibility in those communities increase. We also actively supported our shareholders by participating in multiple client meetings and discussions, all of them with positive results. Additionally, as Chief Diversity and Professional Development Officer, I participated in a number of local, regional, and national speaking engagements and podcasts representing the firm.

Our diversity and inclusion efforts included, but were not limited to, the rolling out of our new initiative, the Diversity Action Plan. Each of our attorneys was asked to commit to completing five to seven action items to further diversity and inclusion at Ogletree Deakins, in their local communities, and/or in the legal profession generally. The firm's six business resource groups—ODAlliance (supporting our LGBT attorneys), ODA3 (the Asian-American business resource group), ODAdeante (the Hispanic/Latino business resource group), ODFamily (supporting parents and families), ODWIN (our women's initiative), and ODBAR (the African-American business resource group)—held a strategic planning session at the Attorney Retreat to develop their plans for next year. In 2018 their efforts ranged from a new sponsorship program for non-equity women shareholders initiated by ODWIN, an associate mentorship program created by ODBAR, and new family-friendly policies (e.g., a "Milk Stork" program, a new ramp up policy, and a new backup childcare

resource) supported by ODFamily.

Ogletree also signed on to the American Bar Association's (ABA) new well-being pledge, committing to support our attorneys and staff in leading healthy professional lives. Furthermore, we also cultivated relationships with numerous organizations committed to improving diversity in the legal profession, including forming a new relationship with the ACC Foundation, which provided our diverse attorneys with opportunities to network with in-house counsel. We completed 31 diversity and inclusion surveys, responded to over 30 client requests for proposals requiring diversity metrics and/or initiatives, and won diversity and inclusion awards/recognition for our efforts, including earning Gold Standard Certification from the Women in Law Empowerment Forum (WILEF), ranking among the top 25 firms in all diversity categories on the Vault Associate Satisfaction Survey, and ranking as one of the Best Law Firms for Women by *Working Mother* Media.

Recognizing the increasing requests by our clients to advise them on diversity and inclusion best practices, we championed the creation of a new practice group, the Diversity and Inclusion Practice Group. This new group is chaired by Kimya S.P. Johnson (Senior Counsel, Philadelphia) and Shafeeqa W. Giarratani (Office Managing Shareholder, Austin). The group supports our clients in designing, implementing, and enhancing their own diversity and inclusion initiatives and provides a range of services, from advice and counsel to legal compliance work and engagement surveys.

Our professional development efforts in 2018 focused on the automation of ODPro (our labor and employment benchmarks); the completion of other practice-specific benchmarks for groups such as Workplace Safety and Health; and the development of a new resource, PD the

ODWay, a compendium of the professional development resources available to our attorneys. We also continued to drive use of the Success the OD Way (SODW) Learning Guide, which, when used in conjunction with ODPro and PD the ODWay, allows our attorneys to proactively take greater ownership of their careers.

Other key professional development initiatives included two pilot business development programs, TABS (Technology-Aided Business Success) for the newly elected class of shareholders and BAP (Business Accelerator Program) for top-performing non-equity women shareholders desiring to make equity shareholder. We continued to expand the availability of business development and professional skills training to all attorneys through a cost-effective subscription to Lawcountability and multiple new e-learning modules on key topics. Finally, the PDI department's senior leadership team provided individual coaching to address the specific professional development needs of associates, of counsel, and shareholders.

Overall, 2018 was a banner year for the PDI department. We ensured our attorneys had access to quality developmental opportunities across offices, helped to foster an inclusive culture reflecting the firm's core values of mutual respect and teamwork, supported the firm's diversity recruiting efforts, collaborated strategically with other administrative departments, and developed specific initiatives to support our diverse attorneys. We look forward to completing a needs assessment and working on a new three-year strategic plan in 2019.

Warm regards,

Michelle P. Wimes
Chief Diversity and Professional
Development Officer
michelle.wimes@ogletree.com

2018 DIVERSITY AND INCLUSION

PROFILE, PROGRAMS, AND INITIATIVES



DISC Members as of December 2018

Diversity and Inclusion Steering Committee

The Diversity and Inclusion Steering Committee (DISC) supports the work of the PDI department by acting as an advisory body, as reviewers, and as content developers, presenters, and panelists for internal trainings.

The DISC has created a network of diversity office ambassadors whose primary role is to work with office managing shareholders (OMSs) to support national diversity initiatives and to identify local development needs and resources. These ambassadors liaise with the DISC member that oversees their diversity region.

DISC members are the diversity and inclusion (D&I) liaisons for the offices that are within the region they oversee. Each member has the overall responsibility for identifying and being a resource for the Diversity and Inclusion Ambassadors (DIAs) in those offices.



DIAs as of December 2018

Diversity and Inclusion Ambassadors

The DIAs are the resident representatives of the PDI department at each Ogletree Deakins office.

The DIAs liaise with and receive guidance and support from the DISC liaison for their offices.

Throughout 2018, the DIAs continued to work with the OMSs to support local D&I initiatives and to implement national D&I initiatives locally.

The Year in Review

- In July 2018, Ogletree Deakins was named as one of the **Best Law Firms for Women** by *Working Mother*. For over a decade, *Working Mother* has recognized U.S. law firms that create and use best practices in retaining and promoting women lawyers.
- In July 2018, for the third time, Ogletree Deakins earned **Gold Standard Certification from the Women in Law Empowerment Forum (WILEF)** for leadership roles achieved by equity women partners.
- In June 2018, Ogletree Deakins was **ranked #12 on *The National Law Journal's* 2018 Women in Law Scorecard**, which ranks the nation's largest law firms according to their inclusion of women attorneys.
- In May 2018, Ogletree Deakins was **ranked #2**, in the 600+ Lawyers category, on **Law360's Best Law Firms for Female Attorneys** report. This ranking is based on U.S. attorney headcount in order to compare similarly sized firms. Any firm that had a below-average female representation at any level was excluded. The remaining firms were ranked by the percentage of female non-partners and female partners. There were 62 law firms—among four size categories—that outpaced their peers.
- In May 2018, Ogletree Deakins **moved up from #75 to #68** on *American Lawyer Media's* 2018 Diversity Scorecard ranking.
- In April 2018, Ogletree **ranked among the top 25 firms** in seven categories of the 2018 **Vault Associate Survey**, including all categories related to diversity:
 - Overall Diversity (15)
 - Diversity for Minorities (13)
 - Diversity for Individuals with Disabilities (16)
 - Diversity for Women (23)
 - Diversity for LGBTQ (24)
 - Transparency (16)
 - Business Outlook (18)



This survey polled over 17,000 associates at approximately 500 law firms to assess their perceptions in 20 categories, such as firm culture, transparency, and diversity.

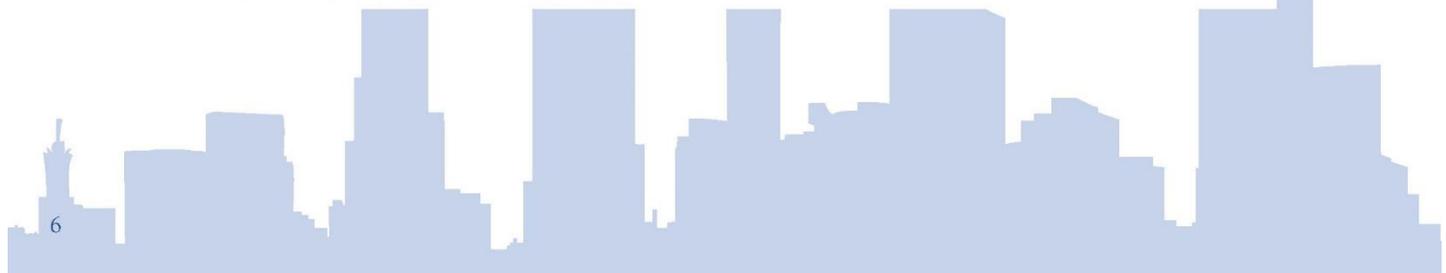
Diversity By the Numbers



82%

Percent of Ogletree Deakins attorneys promoted to shareholder in 2018 that were minorities or women

Ogletree Deakins vs National Industry Numbers



Sharing Best Practices

Members of the Professional Development and Inclusion (PDI) department gave presentations at local, regional, and national events. These opportunities allowed the PDI department to provide insights on diversity and inclusion topics and share the successful programs and initiatives at Ogletree Deakins. In addition, we spoke to over 45 organizations during the year, sharing diversity and inclusion best practices.

Event	Topic	Location
American Lawyer Media New York	Retaining Today's Fast-Moving Talent (Panelist)	New York City, NY
Charting Your Own Course Career Conference	Deconstructing Grit for the Associate of Color (Moderator)	Orlando, FL
Project Equality's 2018 Diversity and Inclusion Summit	Three of the Best: What Works and Why (Panelist)	Kansas City, MO
Pembroke Hill School	Small Steps We Can Take Towards Racial Unity (Panelist)	Kansas City, MO
American Public Square	East is East and West is West: Segregation in Kansas City (Panelist)	Overland Park, KS
Workplace Strategies	Diversity and Inclusion Initiatives and Where They Can Go Wrong (Panelist)	Phoenix, AZ
Kansas City Legal Recruiters Association	Disrupting Bias With Emotional Intelligence (Keynote Speaker)	Kansas City, MO
Black Female Attorneys Luncheon	Strategies to Mitigate Harm Caused by Microaggressions (Panelist)	Kansas City, MO
Cristo Rey Kansas City High School Diversity Training	Diversity: Embrace the Differences, Change the World (Training)	Kansas City, MO
Oklahoma City D&I Consortium - Quarterly Meeting	Pathway to Purpose: Gaining 360-Degree Support for Your Diversity and Inclusion Program (Keynote Speaker)	Oklahoma City, OK
OD Milwaukee: Managing a Workforce in 2019	Creating Inclusive Communities and Embracing Diversity in Divisive Times (Speaker)	Milwaukee, WI
University of Saint Mary	Diversity and Data Metrics (Keynote Speaker)	Leavenworth, KS
Kansas City Women's Collective	Career Development (Speaker)	Kansas City, MO
OD Kansas City: Managing a Workforce in 2019	Creating Inclusive Communities and Embracing Diversity in Divisive Times (Speaker)	Overland Park, KS
Working Mother Best Law Firms for Women	2018 Exchange Roundtables (Moderator)	Chicago, IL
Corporate Labor and Employment Counsel Exclusive	In-House Counsel's Role in Driving Success in Diversity and Inclusion (Moderator)	Palm Springs, CA
InSide Diversity XI	How the Art of Inclusion Can Unleash the Power of Diversity in the Legal Profession (Moderator)	Los Angeles, CA
Association of Law Firm Diversity Professionals Annual Conference	Supporting Diverse Attorneys (Panelist)	Chicago, IL
St. Monica Catholic Church Racial Justice Forum	Race, Religion, and the Catholic Church (Panelist)	Kansas City, MO
Professional Development Institute	The Convergence of Professional Development, Marketing, and Technology (Panelist)	Washington, D.C.
University of Missouri-Kansas City Commencement Ceremony	The Journey to Becoming Me (Commencement Address)	Kansas City, MO

Providing Diversity and Inclusion Expertise to Our Clients

In 2018, Ogletree Deakins created the Diversity and Inclusion Practice Group, chaired by Kimya S.P. Johnson (Senior Counsel, Philadelphia) and Shafeeqa W. Giarratani (Shareholder, Austin). This new group draws upon the vast resources present within one of the nation's largest labor and employment-focused law firms. It brings together experts in diversity and inclusion program implementation, affirmative action/OFCCP compliance, and pay equity to ensure clients are prepared to address the inherent challenges in building effective and legally compliant initiatives. The group also harnesses the expertise within Ogletree Deakins Learning Solutions™ to craft and deliver diversity-oriented training that meets clients' needs.



Kimya S.P. Johnson
(Senior Counsel, Philadelphia)



Shafeeqa W. Giarratani
(Shareholder, Austin)

Where did PDI go in 2018?

National Sponsorship Events	City
Charting Your Own Course Career Conference	Orlando, FL
National Bar Association's Commercial Law Section 31st Annual Corporate Counsel Conference	Dana Point, CA
Human Rights Campaign Los Angeles' Annual Gala Dinner and Auction	Los Angeles, CA
Hispanic National Bar Association's Ninth Annual Corporate Counsel Conference	San Francisco, CA
ACC Foundation's Good Lawyers to Great Lawyers Retreat	Orlando, FL
Out & Equal's 11 th Annual Executive Forum	San Francisco, CA
National Employment Law Council's 23 rd Annual Conference	New Orleans, LA
ACC's The Care and Feeding of In-House Counsel: Dinner Discussion Series	Detroit, MI
ACC Foundation's Global Women in Law & Leadership Symposium and Honors Dinner	New York, NY
South Asian Bar Association of North America's Annual Conference	New York, NY
National Association of Women Lawyers' Annual Meeting & Awards Luncheon	New York, NY
National Bar Association's 93 rd Annual Convention & Exhibits	New Orleans, LA
ABA Commission on Women in the Profession: Margaret Brent Awards Luncheon	Chicago, IL
LGBT Bar's Annual Lavender Law Conference and Career Fair	New York, NY
Hispanic National Bar Association's Annual Convention and Career Fair	Philadelphia, PA
Human Rights Campaign's National Dinner	Washington, D.C.
ACC's The Care and Feeding of In-House Counsel Dinner Discussion Series	Denver, CO
Minority Corporate Counsel Association's Diversity Gala	New York, NY
Corporate Counsel Women of Color's 14 th Annual Career Strategies Conference	New York, NY
Society for Human Resource Management's Diversity & Inclusion Conference & Exposition	Atlanta, GA
National Bar Association's Labor and Employment Section Annual Conference	Washington, D.C.
Working Mother's Best Law Firms for Women Gala Awards Luncheon and Career Accelerator Summit	Chicago, IL
National Association of Women Lawyers' Fourteenth General Counsel Institute	New York, NY
National Asian Pacific American Bar Association's Annual Convention	Chicago, IL

Regional Sponsorship Events	City
Heartland Diversity Legal Job Fair	Kansas City, MO
Black Archives of Mid-America	Kansas City, MO
Project Equality's Diversity and Inclusion Summit	Kansas City, MO
Becoming Martin	Kansas City, MO
Women's Foundation's We Work for Change Annual Event	Kansas City, MO
Jackson County Bar Association's Judge Kit Carson Roque, Jr., Scholarship Banquet	Kansas City, MO
Kansas City Friends of Alvin Ailey's Race, Place and Diversity Dinner and Symposium	Kansas City, MO
Urban League of Greater Kansas City's Difference Maker Awards Luncheon	Kansas City, MO

Across the Firm

Ogletree Deakins proudly participates in the Leadership Council on Legal Diversity's (LCLD) Fellows program. Every year, a diverse shareholder from the firm participates in this comprehensive legal-talent development program. In 2018, Jacqueline R. Barrett (Shareholder, Philadelphia) represented Ogletree Deakins in the 2018 Class of Fellows.



The firm's LCLD Fellows Alumni include Monique Gougisha Doucette (Shareholder, New Orleans); Elizabeth Ebanks, (Shareholder, Richmond); Daniel T. Sulton (Shareholder, Greenville); and Thornell Williams, Jr. (Shareholder, Jackson).

In 2018, many of our offices participated in various diversity and inclusion activities.

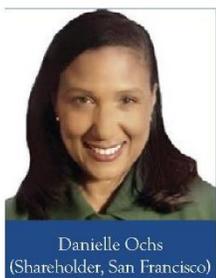
- Our Austin office sponsored the Austin Lawyer Chapter of the American Constitution Society's (ACS) Diverse Legal Voices of Austin Networking Event.
- For the third consecutive year, our Charlotte office sponsored the Women Lawyers of Charlotte's Fighting for Women With Fashion event, benefitting Safe Alliance, an organization that provides hope and healing to those impacted by domestic violence and sexual assault.
- In partnership with Indiana University Robert H. McKinney School of Law and Indiana University Maurer School of Law, our Indianapolis office created a diversity scholarship and mentoring program. Two scholars were chosen and paired with mentors from Ogletree Deakins for the school year. They will attend lunch and learns hosted by the firm, have access to resume coaching, and participate in a mock interview with our national recruiting team.

Pledge to Diversity and Inclusion Action Plan

- To demonstrate our commitment to diversity and inclusion, we asked each attorney to complete five to seven action items on the Pledge to Diversity and Inclusion Action Plan. In 2018, we rolled out part one, focused on enhancing our internal diversity and inclusion efforts and external marketing opportunities. The activities range from reading and learning to watching and attending.



Meet Our Business Resource Groups



Danielle Ochs
(Shareholder, San Francisco)

African-American Business Resource Group

The Ogletree Deakins Black Attorney Resource Group (ODBAR), chaired by Danielle Ochs (Shareholder, San Francisco), works to bring greater visibility to the group and support their mentorship and sponsorship.

Several of our ODBAR attorneys have been nationally recognized for their work in the legal field, including:

- Paul Lancaster Adams (Shareholder, Philadelphia), who was named to *Human Resource Executive's* 2018 list of the "Most Powerful Employment Attorneys";
- Shafeeqa W. Giarratani (Shareholder, Austin) and Danielle Ochs (Shareholder, San Francisco), who were recognized by *Savoy Magazine* among its 2018 Most Influential Black Lawyers.

The group also works to provide support and education for the entire firm. For example, for Black History Month, ODBAR created a three-part symposium on the following topics: History of Title VII; Inclusion Theory; and Generational Shifts, Globalism, and Tech in the Workplace. The series was presented live and recorded for on-demand viewing by attorneys and staff alike.

In addition to our attorneys, the webinars included conversations and presentations from outside experts such as Dr. Arin Reeves, President of Nextions; Carmen Copher, Senior Director & Counsel, Employee Relations at Tesla; Ashley James, Associate General Counsel, Labor & Employment at Facebook; Jorja Jackson, Senior Corporate Counsel at Salesforce; and Cassandra Knight, Chief Litigation Counsel at PayPal.



Many offices watched as a group. Here is the Milwaukee office viewing the third part of the series.

Hispanic/Latino Business Resource Group



Rodolfo R. Agraz
(Shareholder, Dallas)



Stephen J. Quezada
(Associate, Houston)

Rodolfo R. Agraz (Shareholder, Dallas) and Stephen J. Quezada (Associate, Houston), co-chairs of the firm's Hispanic/Latino business resource group, Ogletree Deakins Adelante (ODAdelante), worked to bring greater visibility to our Hispanic/Latino attorneys both within and outside the firm.

The PDI department sponsored the Hispanic National Bar Association's Annual Convention and Career Fair. In addition to providing an opportunity for networking and education, Ogletree Deakins' recruiting team was able to connect with and interview candidates for opportunities at the firm.

Family Business Resource Group



Kelly S. Hughes
(Shareholder, Charlotte)



Trina R. Le Riche
(Shareholder, Kansas City)

The firm's family business resource group, Ogletree Deakins Family (ODFamily), is co-chaired by Kelly S. Hughes (Shareholder, Charlotte) and Trina R. Le Riche (Shareholder, Kansas City). The group serves as a resource to support attorneys during times of transition and stress while allowing everyone to live authentic lives and bring their whole selves to work.

The firm now offers:

- 16 weeks of paid parental leave;
- gradual ramp-up upon return from paid parental leave, with a 20 percent reduction in the billable-hour requirement and no change in compensation for 16 weeks;
- the "Milk Stork" program, which supports nursing mothers by shipping pumped milk during business travel; and
- backup care services for childcare centers, in-home care, aging parent, or other adult dependent.

Asian-American Business Resource Group



Gregory Cheng
(Shareholder, San Francisco)



Caroline Tang
(Shareholder, Austin)



Richard Chen
(Shareholder, Orange County)

The firm's Asian-American business resource group, Ogletree Deakins Asian-American Attorneys (ODA3), is led by Gregory C. Cheng (Shareholder, San Francisco); Caroline Tang (Shareholder, Austin), and Richard Y. Chen (Shareholder, Orange County).

In addition to attending and participating in conferences held by the National Asian Pacific American Bar Association (NAPABA) and the South Asian Bar Association, Ogletree Deakins is a founding sponsor (member) of the National Filipino American Lawyers Association (NFALA) and is highly active in local and regional associations. Catherine Vu-Thu Tran (Counsel, Torrance) is a board member of the Vietnamese American Bar Association of Southern California. They represented Ogletree Deakins at the organization's reception to honor Nhan Vu's appointment to the Orange County (California) Superior Court.

M. Tae Phillips (Of Counsel, Birmingham) and Connie M. Ng (Associate, Washington, D.C.) were selected to the NAPABA Leadership Advancement Program. The yearlong program is designed to develop mid-career Asian Pacific American attorneys' leadership skills while providing an opportunity to foster genuine relationships with peers within the profession. Only 24 attorneys across the country were selected.



Lesbian, Gay, Bi-Sexual, and Transgender (LGBT) Business Resource Group



Natalie N. Turner
(Shareholder, Atlanta)



Adam T. Pankratz
(Shareholder, Seattle)

The firm's LGBT business resource group, Ogletree Deakins Alliance (ODAlliance), is led by Natalie N. Turner (Shareholder, Atlanta) and Adam T. Pankratz (Shareholder, Seattle). Under their leadership, the group works to find ways to support and leverage each other's business development efforts.

ODAlliance member and Executive Board Member Nonnie L. Shivers (Shareholder, Phoenix) was named a Top 100 Lawyer in Arizona for 2018 by *Arizona Business Magazine*.

In 2018, Ogletree Deakins sponsored the Human Rights Campaign's National Dinner. Our ODAlliance attorneys also went to the National LGBT Bar's Annual Lavender Law Conference and Career Fair. In between networking and attending CLE sessions, they jumped in and interviewed candidates at our career fair booth with our recruiting team.



(From left to right) Adam T. Pankratz (Shareholder, Seattle); Ana Bohonos (Attorney Recruiter); and Vanessa Russell (Director of Recruiting & Retention)

Women's Initiative

Chaired by Kerri S. Reisdorff (Shareholder, Kansas City), the firm's women's business resource group, ODWIN (Ogletree Deakins Women's Initiative), constantly seeks new avenues to focus its efforts more keenly on supporting women's business development and leadership opportunities within the firm. This relentless effort has led to Ogletree Deakins' progressive movement towards assisting our women attorneys in attaining the highest leadership levels in the firm.

In 2018, ODWIN continued its participation in the national Women's In-House Counsel Leadership Institute (WIHCL) programs, in both Detroit and Orange County, California. The invitation-only leadership workshops were exclusive to women in-house attorneys. Designated Ogletree Deakins women shareholders moderated panel discussion and small-group programming to expand their skills and improve their competencies. ODWIN invited Ritu Bhasin, owner of bhasin consulting, inc., to facilitate a workshop based on her new book *The Authenticity Principle*. Kansas City women attorneys invited local women clients and contacts to learn how to lead effectively while leveraging their differences.



Kerri Reisdorff
(Shareholder, Kansas City)



(From left to right) Kerri S. Reisdorff (Shareholder, Kansas City); Ritu Bhasin (President, bhasin consulting inc.); C. Matthew Keen (Firm Managing Shareholder, Raleigh); Michelle P. Wimes (Chief Diversity and Professional Development Officer, Ogletree Deakins); and Stacy M. Bunck (Office Managing Shareholder, Kansas City)



Professional Development Initiatives

At Ogletree Deakins, professional development (PD) is an ongoing process. It involves expanding existing skills and acquiring new ones through formal and informal means so that our attorneys are equipped to serve our clients with excellence and add value to their businesses.

Throughout 2018, we encouraged our attorneys—especially associates—to take responsibility for their own development, whether acquiring traditional legal skills (writing, advocacy, research, persuasiveness, etc.) or honing emerging skills such as project management, collaboration, and self-management.

In 2018, the PDI department made a concerted effort to match our learning objectives with increasingly adaptive learning technologies. We used virtual, face-to-face, and blended approaches in our professional development programs, and we used different learning modalities (visual, auditory, and kinesthetic). PDI team members led professional development programs, and we also worked with leading industry consultants to augment our programs. In addition, we offered group as well as individual coaching opportunities for associates, of counsel, and shareholders.

We are proud of the professional development opportunities we offer our attorneys, and we strive to help them acquire and cultivate the skills, knowledge, and attitudes needed to serve our clients and to thrive in the global legal market.

ODPro 2.0

Labor and Employment Benchmarks

It is indisputable that attracting and retaining associate talent is fundamental to the success and future of any law firm. It ensures a pipeline of extraordinary talent for client service, business development, leadership, etc. One of the essential ingredients of attracting and retaining talent is providing our associates with meaningful training and professional development opportunities. Further, the most successful training and professional development programs are more than ad hoc: they are systemic, personalized, and ingrained in the day-to-day fabric of our local offices.



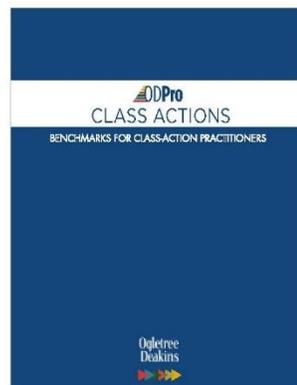
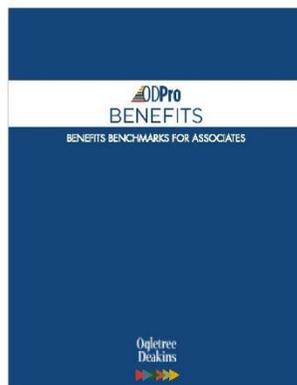
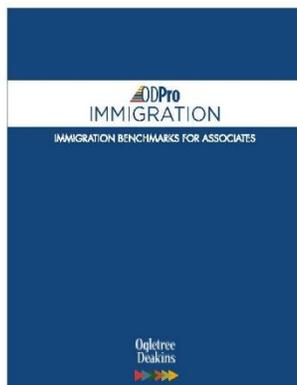
Tobias E. Schlueter
(Shareholder, Chicago)

Consequently, our firm is rolling out a refined, digitized version of our associate benchmarks: ODPro 2.0. It is an integrated and formal tool that serves as the backbone for sustained training and development. It is designed for intentional conversations with associates about the opportunities and skill sets they have and/or need for their level of experience. It is critical that associates take ownership of their careers and this process, including actively trying to obtain opportunities they need to meet a given benchmark.

Importantly, ODPro 2.0 requires intentional shareholder and office managing shareholder (OMS) leadership and engagement. The firm is aware that direct OMS involvement communicates the importance of the benchmarking process to our associates, and it also provides the OMS with insight into associate readiness, talent level, and growth opportunities.

As a member of the Professional Development Steering Committee, I fully support the utilization of ODPro 2.0 and know that it will continue to positively impact the value and quality we traditionally offer our clients.

The Professional Development and Inclusion (PDI) department continues to have available other practice area ODPro Benchmarks, including: ODPro Immigration, ODPro ERISA Litigation, ODPro Benefits, and ODPro Class Actions.



Firm-Wide Professional Development Programs and Initiatives

Substantive Legal Training and CLE

Ogletree Deakins maintains a subscription with West LegalEdcenter, a web-based continuing legal education (CLE) and professional development service from Thomson Reuters. This service offers consolidated, firm-wide access to CLE training to all our attorneys and paralegals.

In 2018, our attorneys expressed great satisfaction with the service and used it more than ever before. A total of 1,606 programs were accessed by our attorneys and paralegals, an increase of 5% over 2017.



Additionally, we renewed our firm-wide subscription with the American Bar Association (ABA), which allowed our attorneys to participate in the ABA's Free CLE Series and earn up to 18 hours of free CLE every year. Firm-Wide Professional Development Programs and Initiatives

"I travel quite a bit and earning CLE credit while I am driving on a long trip makes me feel like I am making the best use of my time. I download "interesting" programs on the WLE app to listen to on Bluetooth in my car."



Jeanne E. Floyd
(Shareholder, Richmond)

Decisions, Decisions

To help our attorneys make better decisions regarding the time they devote to professional development, in 2018 the PDI department published PD the ODWay, an electronic compendium of all the professional development opportunities.

The compendium not only lists all the professional development opportunities, but it also groups them in the following ways:

- By learning environment: is it in person, e-learning, or blended?
- By target audience: is the content targeted to associates, of counsel, shareholders, or all attorneys?
- By skills: what are the skills the attorney will hone by participating in a particular course/program? We've described each of these skills in detail so that our attorneys can select the courses that best meet their needs.



The PDI department has also published **PD Opportunities at Ogletree Deakins**, an abridged version of the compendium, which is available for external audiences.



Lauren C. Oldham (Associate, Oklahoma City) and Michael R. Buchanan (Shareholder, Dallas) converse at the welcome reception.



Michelle P. Wimes (Chief Diversity and Professional Development Officer) introduces Professor Bryan Garner.

The Winning Brief

This one-day program brought together 67 first- through fourth-year associates seeking to hone their legal writing skills under the guidance of internationally renowned lexicographer and teacher, Bryan Garner.

In consultation with the Professional Development Steering Committee, the PDI department established a three-year cycle of topics for this workshop:

- In 2018, The Winning Brief was offered.
- In 2019, Advanced Legal Writing and Editing will be offered.
- In 2020, The Garner Method for Better Legal Memos will be offered.

Since 2013, Ogletree Deakins has offered Garner's workshops to over 350 of our associates. This seminar was—and will continue to be—a key element of the firm's overall plan to strengthen associate's writing skills.

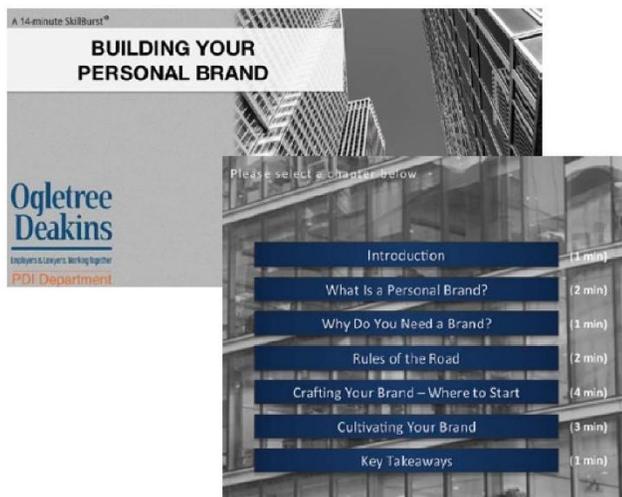
Professional Development in the Digital Era

At Ogletree Deakins, we recognize the legal market continues to evolve at a whirlwind pace and that clients expect true value and extreme responsiveness. In this environment, the PDI department has been exploring ways to have a positive impact across offices and countries, knowing that our attorneys have increasing demands on their time.

In 2018, we strategically and deliberately expanded the use of e-learning in concert with other learning modalities. Traditional classroom learning still has its place in training and professional development: it provides an environment wherein participants can build trust, network, and exchange ideas with one another on a personal level. But the ubiquitous use of smartphones, tablets, and laptops provides unprecedented opportunities for our attorneys to engage in training when and where it is convenient for them. With four generations of attorneys currently active in our firm, e-learning is an added—and welcomed—resource that appeals to our younger lawyers.

To expand the breadth and effectiveness of e-learning training opportunities, we partnered with LawFirmElearning, the leading developer of customized e-learning for the global legal industry. Besides working with LawFirmElearning to develop fully customizable content, we subscribed to QuickCustom™, a series of off-the-shelf e-learning modules (Skill-Bursts®) that can be easily tailored to the needs of our attorneys. The modules are “bite-size”, interactive, and mobile-enabled. Their content is expertly curated, and the topics are directly relevant to the needs of our attorneys.

Below is a sample of some of the topics we offered in 2018.



The full-scale rollout of the **Public Speaking Workshop (PSW)** was a great success, with workshops taking place in eight Ogletree Deakins offices. In this interactive setting, participants gave prepared speeches that were filmed. Then they reviewed their performances and received constructive feedback from their colleagues and the facilitator, Laura Rogora (Senior PD Manager).

Business Development Skills: Blended Learning



- In 2018, PDI piloted the **Business Accelerator Program (BAP)** for non-equity women shareholders. BAP was designed to support attorneys in increasing their books of business by leveraging their unique strengths and finding the right fit for their business development efforts. The program, led by Jill Dessalines, provided an initial assessment, a group launch, monthly group sessions, and an in-person wrap-up session at the 2019 Attorney Retreat.

- In 2018, the PDI department opened up the **Client Development Program (CDP)** to 60 associates. The CDP presents the foundational client development skills and habits that associates should acquire to strategically formulate and execute their business development plans. The program included three live webcasts with consultant Brianna Leung.



(From left to right) Laura Rogora (Senior PD Manager); Brianna Leung (Principal Consultant, GrowthPlay); and Emilie Keeton (Senior PD Coordinator) after the Client Development Plus Program for of counsel

- Fifteen top-performing of counsel were invited to participate in the 2018 **Client Development Plus (CDP+) Program**, which offered them real-time business development support and also enabled them to peer-coach one another. The program format included three web-based sessions, two small-group coaching sessions, and an in-person meeting at the Attorney Retreat, which was also presented by Ms. Leung.



- The PDI department continues to offer **Lawcountability**, a weekly 10-minute webinar series (also available on demand) that presents tasks and sets reminders to engage in business development. Six attorneys also had access to coaching with Ari Kaplan, principal of Ari Kaplan and Associates and creator of Lawcountability.



- The PDI department also piloted **Technology-Aided Business Success (TABS)**, a program for new non-equity shareholders seeking to enhance their ability to maximize business development opportunities and grow their books of business using technology. The program offered an initial assessment, a group launch at the Annual Shareholders Meeting, 15-minute weekly group sessions, 30-minute monthly group calls, and an in-person wrap-up session at the Attorney Retreat.



(From left to right) Michelle P. Wimes (Chief Diversity and PD Officer, Ogletree Deakins); Ari Kaplan (Principal, Ari Kaplan Advisors), who coached Ogletree Deakins' new 2018 shareholders; Jill Dessalines (Principal, Strategic Advice for Successful Lawyers, and coach for a group of 11 women non-equity shareholders); and Laura Rogora (Senior Manager, Professional Development) after the business development coaching sessions.

PROFESSIONAL DEVELOPMENT & INCLUSION PUBLICATIONS

Learn more about what we do in the professional development and diversity and inclusion arenas.

#49: The Future of Diversity Programs in Law Firms

January 16, 2018

#49: The Future of Diversity Programs in Law Firms

On this episode, I am joined by Michelle Wimes, who is the Chief Diversity and Professional Development Officer at Ogletree Deakins. Ogletree Deakins has designed and implemented programs and initiatives to really paint a picture of what it takes to be a successful attorney within their company.

Michelle is here to give a fresh perspective on racial and gender equality in legal firms, and she shares how her company's initiatives are benefiting women and minorities in law.

Things you will learn in this episode:

- How diversity, inclusion and personal development came together at Ogletree Deakins to form the programs and initiatives
- Even though these measures are relatively new, why they have already seen great success with them
- How they were able to set up benchmarks and the budget for programs to assist in the success of their employees' personal development
- The traits and behaviors which may be unspoken cultural norms, that could lead to greater success for attorneys

Links:

[Click here to learn more about Michelle Wimes](#)

[Click here to learn more about the National Association of Legal Placement](#)

[Click here to learn more about the Professional Development Consortium](#)

[Right-click to download this episode.](#)

PODCAST: What's the Need-to-Know on Employee Affinity Groups?

30 NOV

MICHELLE P. WIMES

Employee Affinity Groups—also known as Business Resource Groups—are groups of employees with common interests, concerns, or characteristics. Join Michelle Wimes, Ogletree Deakins' Chief Diversity and Professional Development Officer, as she discusses the purposes they serve, best practices for starting them, risks to watch out for, and more.

[LEARN MORE](#)

The Meaning Behind Pride Month

15 JUN

Pride—it's a simple word that, for some, denotes arrogance, hubris, narcissism, or a foolishly and irrationally distorted sense of one's personal value, importance, or achievement. However, there is a much more insightful, thoughtful, and powerful meaning behind the word that has been the impetus for worldwide commemoration.

[LEARN MORE](#)

Trends in Paid Parental Leave Come to the Legal Industry: A Call to Action for Law Firms?

23 JAN

MICHELLE P. WIMES

As Chief Diversity and Professional Development Officer at Ogletree Deakins, I have seen that law firms specifically, and the legal industry, generally, face external pressures from clients, outside counsel, and diversity groups to maintain diversity initiatives. Recently, some of that pressure has been coming from sources internal to law firms—namely, their own attorneys. As more companies offer their employees attractive leave benefits, law firms are following suit by offering their attorneys robust parental leave benefits. Here are some cutting-edge questions for companies promoting a work-life balance to consider in terms of their parental leave allowances, and trends in the promotion and advancement of women in law, including the Mansfield Rule and how it can positively impact the legal profession.

[LEARN MORE](#)

The PDI Connection
Volume 2, Number 2
May 2018

Annual Shareholders Meeting

ODWIN Women's Retreat

Professional Development for Associates

Authentic Leadership: ODWIN's Women's Leadership Event

2018 Ogletree Deakins Attorney Retreat

ATTORNEY Ogletree Deakins 2018 RETREAT
October 5, 2018

What a fantastic 2018 Attorney Retreat!

Deakins' and Rebecca Ewing (the CEO's Manager) led a session titled "Letting Out of Your Own Way", in which they discussed external intelligence and how it relates to an employee's success at the workplace.

Members of the firm's Business Resource Group (BRG) leadership team (read below) to plan client dinners and meetings during national conferences and events from Will Weber, Client Services. They also will be a co-ordinator of the BRG's digital BRG management station that will help manage and grow our BRG activities and interests. We will be able to founder and head of productivity of the platform. The group focused the needs by reviewing the platform provided by the Professional Development Office.

Michelle P. Wimes
Chief Diversity and Professional Development Officer,
Laura Rogers
Senior Manager, Professional Development

The PDI Connection
Volume 2, Number 2
August 2018

Authentic Leadership: ODWIN's Women's Leadership Event

2018 Ogletree Deakins Attorney Retreat

ATTORNEY Ogletree Deakins 2018 RETREAT
October 5, 2018

What a fantastic 2018 Attorney Retreat!

Deakins' and Rebecca Ewing (the CEO's Manager) led a session titled "Letting Out of Your Own Way", in which they discussed external intelligence and how it relates to an employee's success at the workplace.

Members of the firm's Business Resource Group (BRG) leadership team (read below) to plan client dinners and meetings during national conferences and events from Will Weber, Client Services. They also will be a co-ordinator of the BRG's digital BRG management station that will help manage and grow our BRG activities and interests. We will be able to founder and head of productivity of the platform. The group focused the needs by reviewing the platform provided by the Professional Development Office.

Michelle P. Wimes
Chief Diversity and Professional Development Officer,
Laura Rogers
Senior Manager, Professional Development

The PDI Connection
Volume 2, Number 2
November 2018

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Ogletree Deakins



Attachment B

Redlined Version of the Sample Agreement

AGREEMENT

LABOR AND EMPLOYMENT LEGAL SERVICES

THIS AGREEMENT is made as of this [Date TBD] 2019, by and between the **San Mateo County Harbor District** ("District") and [Contractor Name], ("Contractor").

WHEREAS, the District desires to obtain professional services in connection with Labor and Employment Legal Services (Project) and has issued an RFP dated January 22, 2019 a copy of which is attached and incorporated as Exhibit A; and

WHEREAS, Contractor desires to perform such services and has represented that it is experienced and qualified to perform such services. It has submitted a written proposal, dated [_____], a copy of which is attached and incorporated as Exhibit B; and

WHEREAS, the District's Board of Harbor Commissioners, at its meeting on [Date TBD] , 2019, authorized the General Manager to enter into this Agreement.

NOW, THEREFORE, THE PARTIES AGREE AS FOLLOWS:

1. RENDITION OF SERVICES

The Contractor agrees to provide professional services to the District in accordance with the terms and conditions of this Agreement. In the performance of its work, the Contractor represents that it (1) has and will exercise the degree of professional care, skill, efficiency, and judgment of contractors with special expertise in providing such services; (2) carries all applicable licenses, certificates, and registrations in current and good standing that may be required to perform the work; and (3) will retain all such licenses, certificates, and registrations in active status throughout the duration of this engagement.

2. SCOPE OF SERVICES

Contractor will provide District the scope of services set forth in Exhibit A in accordance with the terms and conditions of this Agreement. In the event of any inconsistency between the terms of this Agreement and the terms of Exhibit A, this agreement shall prevail.

3. SCHEDULE

Contractor will commence work upon District's direction and unless the Agreement is terminated sooner pursuant to Section 20 will complete all work requested by the District.

4. KEY PERSONNEL

It is understood and agreed by the parties that at all times during the term of this Agreement that [TBD] shall serve as the primary staff person of the Contractor to undertake, render and oversee all of the services under this Agreement. Upon written notice by the Contractor and approval by the District, which will not be unreasonably withheld, the Contractor may substitute this person with another person, who shall possess similar qualifications and experience for this position.

5. COMPENSATION

[TBD]

6. NOTICES

All communications relating to the day-to-day activities of the Project shall be exchanged between the District's [TBD] and the Contractor's [TBD].

All other notices and communications regarding interpretation of the terms of this Agreement and changes thereto shall be given to the other party in writing and may be given by personal delivery to a representative of the parties or by mailing the same, postage prepaid, addressed as follows:

If to the District: San Mateo County Harbor District
504 Ave. Alhambra, 2nd Floor
P.O. Box 1449
El Granada, CA 94018
Attention: [TBD]

If to the Contractor: [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

The address to which mailings may be made may be changed from time to time by notice mailed as described above. Any notice given by mail shall be deemed given on the day after that on which it is deposited in the United States Postal Service as provided above.

7. OWNERSHIP OF WORK

All reports, designs, drawings, plans, photographic images, video and sound recording, specifications, analyses, charts, tables, schedules and all other materials prepared, or in the process of being prepared, for the services to be performed by the Contractor shall be and are the property of the District. The District shall be entitled access to and copies of these materials during the progress of the work. Any such materials remaining in the hands of the Contractor or in the hands of any subcontractor upon completion or termination of the work shall be immediately delivered to the District. If any materials are lost, damaged or destroyed before final delivery to the District, the Contractor shall replace them at its own expense, and the Contractor assumes all risks of loss, damage or destruction of or to such materials. The Contractor may retain a copy of all materials produced under this Agreement for its use in its general business activities.

Any and all rights, title, and interest (including, without limitation, patent rights, copyright and any other intellectual-property or proprietary right) to materials prepared under this Agreement are hereby assigned to the District. The Contractor agrees to execute any additional documents which may be necessary to evidence such assignment.

The Contractor represents and warrants that all materials prepared under this Agreement are original or developed from materials in the public domain (or both) and that all materials prepared under and services provided under this Agreement do not infringe or violate any

copyright, trademark, patent, trade secret, or other intellectual-property or proprietary right of any third party.

8. CONFIDENTIALITY

Any District materials to which the Contractor has access or materials prepared by the Contractor during the course of this Agreement ("confidential information") shall be held in confidence by the Contractor, who shall exercise all reasonable precautions to prevent the disclosure of confidential information to anyone except the officers, employees, and agents of the Contractor as necessary to accomplish the rendition of services set forth in Section 2 of this Agreement.

The Contractor, its employees, subcontractors, and agents shall not release any reports, information or other materials prepared in connection with this Agreement, whether deemed confidential or not, to any third party without the approval of the District.

9. SUBCONTRACTORS

The Contractor shall not subcontract any services to be performed by it under this Agreement without the prior written approval of the District, except for service firms engaged in drawing, reproduction, typing, and printing. Any subcontractors must be engaged under written contract with the Contractor with provisions allowing the Contractor to comply with all requirements of this Agreement, including without limitation the "Ownership of Work" provisions in Section 7. The Contractor shall be solely responsible for reimbursing any subcontractors, and the District shall have no obligation to them.

10. CHANGES

The District may, at any time, by written order, make changes within the scope of work and services described in this Agreement. If such changes cause an increase in the budgeted cost of or the time required for performance of the agreed upon work, an equitable adjustment as mutually agreed shall be made in the limit on compensation as set forth in Section 5 or in the time of required performance as set forth in Section 3, or both. In the event that the Contractor encounters any unanticipated conditions or contingencies that may affect the scope of work or services, schedule, or the amount of compensation specified herein, the Contractor shall so advise the District immediately upon notice of such condition or contingency. The written notice shall explain the circumstances giving rise to the unforeseen condition or contingency and shall set forth the proposed adjustment in schedule or compensation. This notice shall be given to the District prior to the time that the Contractor performs work or services related to any proposed adjustment. The pertinent changes shall be expressed in a written supplement to this Agreement prior to implementation of such changes.

11. RESPONSIBILITY; INDEMNIFICATION

The Contractor shall indemnify, keep and save harmless the District and its Commissioners, officers, agents and employees against any and all suits, claims or actions arising out of any of the following:

- A. Any injury to persons or property that may occur, or that may be alleged to have occurred, arising from the performance of this Agreement by the Contractor caused by a negligent act or omission or willful misconduct of the Contractor or its employees, subcontractors or agents; or

- B. Any allegation that materials or services provided by the Contractor under this Agreement infringe or violate any copyright, trademark, patent, trade secret, or any other intellectual-property or proprietary right of any third party.

The Contractor further agrees to defend any and all such actions, suits or claims, with counsel acceptable to the District in its sole discretion and pay all charges of attorneys and all other costs and expenses of defenses as they are incurred. If any judgment is rendered, or settlement reached, against the District, or any of the other individuals enumerated above in any such action, the Contractor shall, at its expense, satisfy and discharge the same. This indemnification shall survive termination or expiration of the Agreement.

12. INSURANCE

A. Types of Insurance

The Contractor shall not commence work until proper evidence of insurance coverage of the types and amounts specified in this section has been provided to the District. The Contractor shall not violate or permit to be violated any conditions or provisions of said policies of insurance, and at all times shall satisfy the requirements of the insurer for the purpose of maintaining said insurance in effect.

If any claim is made by any third person against the Contractor on account of any incident connected to the Agreement, the Contractor shall promptly report the fact in writing to the District, giving full details of the claim.

Any person, firm, or corporation that the Contractor authorizes to work upon the District's property, including any subcontractor, shall be deemed to be the Contractor's agent and shall be subject to all applicable terms of this Agreement. Prior to the Contractor's start of the work or entry onto the District's property, the Contractor agrees to require its subcontractors to procure and maintain, at the Contractor's (or its subcontractor(s)') sole cost and expense (and to prove to the District's reasonable satisfaction that it remains in effect throughout the performance of the work under this Agreement), the kinds of insurance described below. Such insurance must remain in effect throughout the term of this Agreement and will be at the sole cost and expense of the Contractor (or its subcontractor(s)).

1) **Commercial General Liability Insurance**

The Contractor shall, at its own expense, procure and maintain Commercial General Liability insurance providing bodily injury and property damage coverage with a combined limit of at least One Million Dollars (\$1,000,000) each occurrence and a general aggregate limit of at least Two Million Dollars (\$2,000,000). This insurance shall include, but not be limited to, premises and operations, contractual liability covering the indemnity provisions contained in this Agreement, personal injury, products and completed operations, and broad form property damage, and include a Cross Liability endorsement.

Said Policy shall protect the Contractor and the District in the same manner as though a separate policy had been issued to each, but nothing in said policy shall operate to increase the insurance company's liability as set forth in its policy beyond the amount or amounts shown or to which the

B. General Insurance Requirements

1) Acceptable Insurance

All policies will be issued by insurers acceptable to the District. This insurance shall be issued by an insurance company or companies authorized to do business in the State of California with minimum "Best's" rating of B+ and with minimum policyholder surplus of Twenty-Five Million Dollars (\$25,000,000) or a company acceptable to the District in its sole discretion. All policies shall be issued in a form satisfactory to the General Manager of the District and shall be issued specifically as primary insurance. Workers' Compensation coverage requirements may be met with the California State Compensation Fund.

2) Procure and Maintain Insurance

The Contractor must, at its own cost and expense, procure and maintain at all times during the performance of this Agreement, all of the required policies specified above. The failure to procure or maintain the required insurance policies and/or an adequately funded self-insurance program acceptable to the District will constitute a material breach of the Agreement.

3) Terms of Policies

All insurance specified above shall remain in force until all work to be performed is satisfactorily completed. If the insurance is provided on a claims-made basis, it must remain in force for the entire term of the Agreement and a minimum of three (3) years thereafter.

4) Self-Insurance

Upon evidence of financial capacity satisfactory to the District and Contractor's agreement to waive subrogation against the District respecting any and all claims that may arise, the Contractor's obligations hereunder may be satisfied in whole or in part by adequately funded self-insurance.

5) Deductibles and Retentions

The Contractor shall be responsible for payment of any deductible or retention on the Contractor's policies without right of contribution from the District. Deductible and retention provisions shall not contain any restrictions as to how or by whom the deductible or retention is paid. Any deductible or retention provision limiting payment to the Named Insured is unacceptable.

In the event that the policy of the Contractor or any subcontractor contains a deductible or self-insured retention, and in the event that the District seeks coverage under such policy as an additional insured, the Contractor shall satisfy such deductible or self-insured retention to the extent of loss covered by such policy for a lawsuit arising from any alleged act or omission of the Contractor, subcontractor, or any of their officers, directors, employees, agents, or suppliers, even if the Contractor or subcontractor is not a named defendant in the lawsuit.

C. Evidence of Insurance and Endorsements

Prior to commencing work or entering onto the District's property, the Contractor shall file a Certificate of Insurance with the District evidencing the foregoing coverage's, including the following endorsements:

1) The insurance company(ies) issuing such policy(ies) will provide at least

thirty (30) days^{XXXXXXXXXXXXXXXXXXXXXXXXXXXX} notice to the District of cancellation or non-renewal.
XXXXXXXXXXXXXXXXXXXXXXXXXXXX

2) That the policy(ies) is primary insurance and the insurance company(ies) providing such policy(ies) shall be liable thereunder for the full amount of any loss or claim that the Contractor is liable for under this section, up to and including the total limit of liability, without right of contribution from any other insurance maintained or which may be maintained by the District.
3) Such insurance shall include as additional insureds the District, and its

XXXXXXXXXXXXXXXXXXXX
respective Commissioners, officers, employees, and agents while acting in such capacity, and their successors or assignees, as they now or as they may hereafter be constituted, singly, jointly, or severally.

4) The policy must also contain either a Cross Liability endorsement or Severability of Interests Clause and stipulate that inclusion of the District as an additional insured will not in any way affect the District's rights as

XXXXXXXX
respects to any claim, demand, suit or judgment made, brought, or recovered against the Contractor. Said policy shall protect the Contractor and the District in the same manner as though a separate policy had been issued to each, but nothing in said policy shall operate to increase the insurance company's liability as set forth in its policy beyond the amount or amounts shown or to which the insurance company would have been liable if only one interest had been named as an insured.

D. Consequence of Lapse

Should any required insurance not be procured or lapse during the term of this Agreement, requests for payment originating after such lapse will not be processed until the District receives satisfactory evidence of reinstated coverage as required by the Agreement. If insurance is not reinstated, the District, may, at its sole option, terminate this Agreement effective on the date of such lapse of insurance.

13. MANNER OF PAYMENT

Contractor will submit detailed monthly invoices at the end of each month describing the work performed and the associated deliverable. Invoices will also include total expenditures to date and the remaining balance on the budgeted or not-to-exceed amount. Invoices will be prepared in a format acceptable to District. The District shall endeavor to pay approved invoices within thirty (30) days of their receipt.

14. CONTRACTOR'S STATUS

Neither the Contractor nor any party contracting with the Contractor shall be deemed to be an agent or employee of the District. The Contractor is and shall be an independent Contractor, and the legal relationship of any person performing services for the Contractor shall be one solely between that person and the Contractor.

15. ASSIGNMENT

Contractor shall not assign any of its rights nor transfer any of its obligations under this Agreement without the prior written consent of District.

16. DISTRICT WARRANTIES

The District makes no warranties, representations or agreements, either express or implied, beyond such as are explicitly stated in this Agreement.

17. DISTRICT REPRESENTATIVE

Except when approval or other action is required to be given or taken by the Board of Harbor Commissioners of the District, the General Manager of the District, or such person or persons as he/she shall designate in writing from time to time, shall represent and act for the District.

18. DISPUTE RESOLUTION

The District and Contractor agree to attempt in good faith to resolve all disputes informally. If agreed to by both parties, alternate methods of dispute resolution, such as mediation, may be utilized. Unless otherwise directed by the District, the Contractor shall continue performance under this Agreement while matters in dispute are being resolved.

19. MAINTENANCE, AUDIT, AND INSPECTION OF RECORDS

All Contractor and subcontractor costs incurred in the performance of this Agreement will be subject to audit. The Contractor and its subcontractors shall permit the District or its authorized representatives to inspect, audit and verify statements, invoices or bills submitted by the Contractor pursuant to this Agreement. The Contractor shall also provide such assistance as may be required in the course of such audit. The Contractor shall retain these records and make them available for inspection hereunder for a period of four (4) years after expiration or termination of the Agreement.

If, as a result of the audit, it is determined by the District's auditor or staff that reimbursement of any costs including profit or fee under this Agreement was in excess of that represented and relied upon during price negotiations or represented as a basis for payment, the Contractor agrees to reimburse the District for those costs within sixty (60) days of written notification by the District.

20. TERMINATION

The District shall have the right to terminate this Agreement at any time for cause or for convenience by giving written notice to the Contractor. Upon receipt of such notice, the Contractor shall not commit itself to any further expenditure of time or resources.

If the Agreement is terminated for any reason other than a breach or default by the Contractor, the District shall pay to the Contractor in accordance with the provisions of Sections 5 and 13 all sums actually due and owing from the District for all services performed and all expenses incurred up to the day written notice of termination is given, plus any costs reasonably and necessary incurred by the Contractor to effect such termination. If the Agreement is terminated for breach or default, the District shall remit final payment to the Contractor in an amount to cover only those services performed and expenses incurred in full accordance with the terms and conditions of this Agreement up to the effective date of termination.

The District shall not in any manner be liable for the Contractor's actual or projected lost profits had the Contractor completed the services required by this Agreement.

21. NONDISCRIMINATION

In connection with the performance of this Agreement, the Contractor shall not discriminate against any employee or applicant for employment because of race, color, religion, citizenship, political activity or affiliation, national origin, ancestry, physical or mental disability, marital status, age, medical condition (as defined under California law), veteran status, sexual orientation, gender identity, gender expression, sex or gender (which includes pregnancy, childbirth, breastfeeding, or related medical conditions), taking or requesting statutorily protected leave, or any other characteristics protected under federal, state, or local laws. The Contractor shall take affirmative actions to ensure that applicants are employed, and that employees are treated during their employment, without regard to their race, religion, color, sex, disability, national origin, or any other characteristic protected under state, federal, or local laws. Such actions shall include, but not be limited to, the following: employment, upgrading, demotion or transfer, recruitment or recruitment advertising, layoff or termination, rates of pay or other forms of compensation; and selection for training, including apprenticeship. The Contractor further agrees to insert a similar provision in all subcontracts, except subcontracts for standard commercial supplies or raw materials.

22. CONFLICT OF INTEREST

The Contractor warrants and represents that it presently has no interest and agrees that it will not acquire any interest that would present a conflict of interest under California Government Code §§ 1090 et seq. or §§ 87100 et seq. during the performance of services under this Agreement. The Contractor further covenants that it will not knowingly employ any person having such an interest in the performance of this Agreement. Violation of this provision may result in this Agreement being deemed void and unenforceable.

23. PUBLICITY

The Contractor, its employees, subcontractors, and agents shall not refer to the District, or use any logos, images, or photographs of the District for any commercial purpose, including, but not limited to, advertising, promotion, or public relations, without the District's prior written consent. Such written consent shall not be required for the inclusion of the District's name on a customer list.

24. ATTORNEY'S FEES

If any legal proceeding should be instituted by either of the parties to enforce the terms of this Agreement or to determine the rights of the parties under this Agreement, the prevailing party in said proceeding shall recover, in addition to all court costs, reasonable legal fees.

25. WAIVER

Any waiver of any breach or covenant of this Agreement must be in a writing executed by a duly authorized representative of the party waiving the breach. A waiver by any of the parties of a breach or covenant of this Agreement shall not be construed to be a waiver of any succeeding breach or any other covenant unless specifically and explicitly stated in such waiver.

26. SEVERABILITY

If any provision of this Agreement shall be deemed invalid or unenforceable, that provision shall be reformed and/or construed consistently with applicable law as nearly as possible to reflect the original intentions of this Agreement, and in any event, the remaining provisions of this Agreement shall remain in full force and effect.

27. NO THIRD PARTY BENEFICIARIES

This Agreement is not for the benefit of any person or entity other than the parties.

28. APPLICABLE LAW

This Agreement, its interpretation and all work performed under it shall be governed by the laws of the State of California.

29. BINDING ON SUCCESSORS

All of the terms, provisions and conditions of this Agreement shall be binding upon and inure to the benefit of the parties and their respective successors, assigns and legal representatives.

30. ENTIRE AGREEMENT; MODIFICATION

This Agreement, including any attachments, constitutes the entire Agreement between the parties with respect to the subject matter hereof and may not be amended except by a written amendment executed by authorized representatives of both parties. In the event of a conflict between the terms and conditions of this Agreement and the attachments, the terms of this Agreement will prevail.

IN WITNESS WHEREOF the parties have executed this Agreement by their duly authorized officers as of the day and year first above written.

SAN MATEO COUNTY HARBOR DISTRICT

By: _____ Date: _____

Title:

***[COMPANY NAME OF CONTRACTOR]**

By: _____ Date: _____

Title: _____

By: _____ Date: _____

Title: _____

**This Agreement must be executed by two corporate officers, consisting of: (1) the president, vice president or chair of the board; and (2) the secretary, assistant secretary, chief financial officer or assistant treasurer. In the alternative, this Agreement may be executed by a single officer or a person other than an officer provided that evidence satisfactory to the District is provided demonstrating that such individual is authorized to bind the corporation (e.g. a copy of a certified resolution from the corporation's board or a copy of the corporation's bylaws).*

ATTACHMENT A

SCOPE OF SERVICES

ADMINISTRATIVE DUTIES

- a) The Labor and Employment legal team will provide legal advice and represent the District in legal matters which include, but are not limited to: employment contract review; employee leaves of absence, unemployment benefits, retirement benefits, compliance with the following laws: FMLA/ CFRA, ADA, Title VII, ADEA, FLSA, PEPRA, applicable State Laws; wrongful termination, reasonable accommodations, retaliation, discrimination, harassment, and reductions in workforce; wage, hour and overtime standards; disciplinary actions; grievance processing and responses; collective bargaining and labor contract application and interpretation; employment-related meetings, hearings, litigation and binding arbitrations; conduct review and analysis in hiring and termination practices, workplace policies and procedures;
- b) Be accessible to provide legal assistance to the District on an emergency basis;
- c) Assist and cooperate with the District, its officers, agents and employees on all labor and employment legal matters pertaining to the District including enforcement of State and local laws and codes;
- d) Prepare annual audit letter;
- e) Make written or oral reports to the Board as necessary regarding status of any legal actions in which the District may be involved;
- f) Provide updates regarding legal development that may impact the District; and
- g) Provide compliance training.

LITIGATION DUTIES

- h) Render legal services required in connection with claims against the District and conduct of litigation to which the District may be a party;
- i) Represent the District in all legal proceedings required in the enforcement of District labor and employment ordinances, practices and policies.

Attachment C

Practice Area Descriptions

PRACTICE AREA OVERVIEWS

AFFIRMATIVE ACTION AND OFCCP COMPLIANCE

The experienced attorneys in Ogletree Deakins' Affirmative Action and OFCCP Compliance Practice Group counsel and defend federal contractors and subcontractors throughout the United States on jurisdictional, compliance, and enforcement issues involving the Office of Federal Contract Compliance Programs (OFCCP). Our attorneys who practice in this area all have extensive OFCCP-related legal experience (4-30 years). Our data analytics consultants, analysts, and project managers average 10+ years of experience in preparing affirmative action programs (AAPs) and assisting with data analytics for OFCCP audits. We currently advise more than 300 federal contractor clients on their affirmative action and OFCCP compliance needs and are involved in more than 100 OFCCP audits nationwide every year.

Many of our Affirmative Action and OFCCP Compliance Practice Group attorneys are certified in Legal Lean Sigma™ principles. Implementing these Legal Lean Sigma™ principles, we have developed workflow processes and facilitative software tools for the AAP preparation process to ensure service delivery efficiency. Our attorneys and analytics team routinely attend trainings on best practices and new developments and/or requirements. Knowledge management is critical in this often-changing regulatory environment and we are proud that our collaborative culture and topical internal databases can assist our attorneys, staff, and clients with whom we work in the affirmative action compliance area.

Our legal advice on affirmative action and related matters is protected from discovery by the attorney-client privilege, as are the voluntary and proactive disparity analyses we have developed and which we prepare for our clients as part of the AAP preparation process for personnel activity (hiring, promotions, terminations) and compensation.

We are involved with OFCCP offices throughout the United States on a daily basis and have developed professional working relationships with many OFCCP managers and staff members, as well as Department of Labor solicitors. Our extensive involvement in affirmative action compliance issues and the addition of former OFCCP managers and compliance officers to our team provide a unique “insider’s” view of OFCCP internal initiatives and methodologies for evaluating hiring and pay practices, many of which we can replicate and enhance through our proprietary software tools.

We understand the different approaches and styles of various OFCCP offices and employees, knowledge that often proves advantageous for our clients. Our credibility and knowledge of affirmative action regulations and processes have resulted in our excellent reputation with OFCCP, which is also valuable for our clients.

Because we regularly work with OFCCP offices throughout the United States, we are aware of current trends within specific OFCCP regions and district offices. Our attorneys regularly publish and present to clients and employer groups on OFCCP developments. We publish an [AA/OFCCP blog](#) that offers legal news, insights, and practical tips. We also offer periodic live webcasts and podcasts, and tweet at [OFCCPNews@twitter.com](#). Our proprietary Affirmative Action Compliance Guide, which we provide to all of our AAP clients at least annually, is regularly updated to reflect recent OFCCP and federal contractor developments.

Some of the services we routinely provide are:

- **Preparation of AAPs:** Before preparing AAPs, we consult with our clients to ensure the strategic optimization of both the AAP and EEO-1 organization. When we receive data to prepare AAPs, we review it and flag any missing or incorrect data so that problems can be identified and resolved quickly. At a later stage of the preparation process, we seek client approval on issues such as the development of AAP job groups and compensation pay analysis groups. We generally prepare, in-house and for a fixed fee, three annual AAPs (Minorities/Females, Individuals with Disabilities, and Protected Veterans) for each AAP location. These AAPs are “turnkey” at completion and include the required narratives and data metrics. We also prepare proactive, voluntary, and privileged disparity analyses for hiring, promotions, terminations, and compensation and can prepare quarterly or semiannual analyses. The AAPs are usually delivered electronically, accompanied by a privileged cover letter listing our observations and recommendations as well as our compliance guide outlining the numerous obligations of federal contractors.
- **Defense of OFCCP Compliance Reviews:** We provide assistance with responses to OFCCP compliance reviews, including desk audit submissions and requests from OFCCP for additional information. If OFCCP insists on conducting an on-site review, we can be and often are actively involved in this process. Our experience and knowledge of OFCCP’s requirements can reduce the time OFCCP spends on-site and avoid or minimize allegations of systemic discrimination. We frequently assist our clients in challenging and resolving such allegations of unlawful bias.
- **EEO-1 and VETS 4212 Reports:** We can advise on, prepare, and submit our clients’ annual EEO-1 and VETS 4212 reports.
- **Pay Equity Analyses:** As the momentum of legislation, regulation, and corporate initiatives focused on identifying and correcting pay disparities continues to grow, our attorneys are ready to assist with pay equity issues. We regularly counsel clients on proactive measures and best practices for preventing and defending pay discrimination claims; conduct voluntary, proactive, and privileged pay equity audits with experienced labor economists and statisticians; evaluate and draft defensible compensation policies and procedures; and advise on state-specific laws related to pay equity.
- **Diversity and Inclusion:** We advise our clients on diversity and inclusion program development, including planning, strategy, design, implementation, and initiative enhancement.
- **Compliance Advice and Assistance:** We routinely consult and train clients to ensure their awareness of the affirmative action regulatory requirements and OFCCP’s often-changing focus. We can develop and execute in-house compliance assessments to train human resources personnel and hiring managers and investigate potential problem areas prior to an OFCCP compliance review. We also counsel clients on jurisdictional issues, data management and analysis, recruiting and hiring practices, testing, state law compliance issues, and OFCCP audit readiness and risk assessment.

APPELLATE

Appellate rulings can affect an employer’s bottom line and their industries as a whole. Ogletree Deakins’ appellate practice has made a global impact in several industries. For example, our appellate victory regarding the interpretation of the federal Mine Safety and Health Act (MSHA) was a boon to the entire mining industry. In addition, our recent successes in persuading federal appeals courts to reverse or remand controversial National Labor Relations Board (NLRB) rulings regarding notice posting and protected concerted activity have helped both union and non-union employers. Our attorneys, through their appellate work, have also contributed to seminal rulings establishing employer-friendly notice standards under the Family and Medical Leave Act (FMLA) and the use of the federal enclave defense.

Experienced Appellate Attorneys

Ogletree Deakins' attorneys have appeared before the Supreme Court of the U.S., as well as every federal appeals court and numerous state appellate and supreme courts. Many of our attorneys have served as judicial clerks with state and federal appeals court judges. For clients ranging from small businesses to national retail chains and industry trade associations, our attorneys routinely provide appellate services that include:

- Researching and drafting appellate briefs;
- Advising trial counsel of legal considerations for appeals;
- Conducting oral argument;
- Filing interlocutory appeals;
- Filing petitions for mandamus; and
- Filing petitions for or opposing certiorari.

Amicus Curiae / “Friend of the Court”

In addition to representing clients in litigation at the appellate level, Ogletree Deakins attorneys play a role in appellate advocacy and frequently file amicus curiae briefs with the Supreme Court of the U.S. and other tribunals on landmark labor, employment, and benefits cases. We file such briefs on behalf of businesses, trade associations, and other similar organizations.

ARBITRATION AND ALTERNATIVE DISPUTE RESOLUTION

Employment arbitration and other alternative dispute resolution (ADR) techniques can help employers and employees achieve quicker and more efficient resolutions to employment disputes. Using ADR, especially arbitration, can reduce the burden and expense of litigation while maintaining fairness to all parties.

Ogletree Deakins' Arbitration/ADR Practice Group assists employers throughout the country and across industries to create, roll out, and enforce employment arbitration agreements and other ADR programs. We advise employers on potential costs and benefits and on effective ways to structure solutions according to each employer's goals, industry, workforce, and location.

Coast-to-Coast Coverage

Members of the Arbitration/ADR Practice Group are located in our offices around the country in all major jurisdictions. Through our national arbitration practice, Ogletree Deakins' substantial resources are available to employers of all sizes, from those with a single location to those with widespread, multistate operations. Our attorneys have significant experience addressing unique issues under state and local laws that can affect arbitration, including California's Private Attorneys General Act (PAGA).

Custom Arbitration Programs

Ogletree Deakins attorneys work with employers to develop arbitration/ADR programs best suited to their needs. Multijurisdictional employers, or those with varied workforces, may find that arbitration is more effective for some types of claims and portions of their employee populations than others. If your circumstances might benefit from a customized approach, our attorneys will work with you to tailor your current policy or develop a new one focused on your specific needs and goals. Our attorneys can also advise you knowledgeably regarding class action waivers, forum selection clauses, choice of law provisions, delegation clauses, and other key terms.

Experience

Ogletree Deakins attorneys have handled all aspects of ADR issues. In particular, Ogletree Deakins has taken a lead role in defending the enforceability of class action waivers in arbitration agreements in several widely influential decisions. Our attorneys also have experience working with the leading providers of ADR services, including JAMS, the American Arbitration Association, and others.

Alerts and Updates

We are committed to providing all of the resources and information that employers need to stay aware of developments that affect their workplaces and businesses. In addition to multiday national seminars and local programs, we alert employers to breaking news through our articles, webinars, and electronic and print newsletters. Employment laws, including those related to ADR, are constantly evolving, and we keep employers up-to-date on changes that can impact them.

BACKGROUND CHECKS

Background checks are a trending topic for employers because of the tidal wave of class action lawsuits alleging technical violations of the federal Fair Credit Reporting Act, as well as the proliferation of state and local background check laws (including those arising from the Ban the Box movement). Add to this the increasing number of Title VII discrimination claims being advanced by the EEOC, and employers have tough legal and compliance burdens—including keeping up with ever-changing, often inconsistent laws and requirements. Because one mistake can lead to significant penalties for every background check an employer conducts, the stakes are high.

Our Background Checks Practice Group is a team of skilled, experienced lawyers who regularly assist (many daily) on federal, state, and local background check issues. We provide practical, innovative, preventive advice and training on each aspect of the background check process and represent employers in single-plaintiff and class litigation. Our work frequently includes:

- Design and implementation of a lawful, best-practices background check process (including review and implementation of policies, forms, letters, and other documents);
- Assistance in understanding and applying federal, state, and local restrictions and requirements on employer consideration and use of background check information;
- Assistance reviewing and negotiating contracts with background check providers (also known as consumer reporting agencies or CRAs);
- Customized explanations of laws in employer-specific jurisdictions (including interactions and conflicts between the laws of different jurisdictions); and
- Defense of single-plaintiff and class action lawsuits (ranging in size from a few to a few hundred thousand class members).

CLASS ACTION DEFENSE

Our class action lawyers have decades of experience handling federal and state law class and collective actions, such as those arising under Title VII, the Age Discrimination in Employment Act, the Employee Retirement Income Security Act, and the Fair Labor Standards Act. Our experience includes a broad range of cases, from large, nationwide classes to smaller, more modest actions. In the past five years, we have handled approximately 1,750 class and collective actions in federal and state courts throughout the country.

Because our Class Action Practice Group is located in offices around the country, we can promptly marshal the resources needed to handle fact investigations, declarations, discovery, and court hearings in nationwide or company-wide actions, as well as in local cases. In short, our coverage is vast and we



have local experience with judges, juries, and plaintiffs' counsel in a multitude of jurisdictions. In addition, we have the experience and resources to manage e-discovery in an efficient and effective manner.

Often, class and collective actions are high-profile or sensitive matters that have significant financial consequences and bet-the-company implications. Many of our lawyers have served as in-house counsel and therefore understand the demands and pressures associated with these cases, as well as the focus that high-level leaders within the client organization will give to these matters.

We do not take a one-size-fits-all approach to class or collective actions. Complex litigation requires creativity and outside-the-box thinking on every front and no two cases can or should be litigated in the same way. We view each case as a business problem that our clients have and need to resolve and we tailor the approach to each engagement to fit our clients' business interests, the needs of the particular case, the forum and the judges, opposing counsel, and any other relevant factors.

We seek and value our clients' input at every step of the case. We understand that clients count on, and expect, timely and accurate communication throughout the course of a matter and we offer a number of innovative solutions to ensure that these expectations are met or exceeded.

DATA PRIVACY

As laws continually adapt to technical advancements and changes in the transmission and storage of data, Ogletree Deakins' Data Privacy Practice Group advises clients on compliance with new developments and establishing best practices for protecting the privacy of the data that their businesses collect and retain. We regularly counsel businesses around the world with respect to:

- Complying with U.S. and multinational privacy and data security requirements;
- Developing, implementing, maintaining, and staffing effective privacy and data security programs;
- Assessing risks and identifying gaps in clients' compliance, prevention, detection, and response programs in a privileged manner;
- Conducting data security and privacy investigations;
- Designing and providing privacy and data protection training programs;
- Developing and implementing effective strategic plans for minimizing the risks of collecting and transmitting protected personal information;
- Responding to claims of unauthorized access to protected information;
- Litigating claims involving alleged violations of data security and privacy laws;
- Representing clients facing data security breaches;
- Ensuring HIPAA compliance and managing electronic medical records;
- Contracting with third-party service providers and developing multi-jurisdictional privacy protections, as required in cross-border business dealings; and
- Addressing privacy concerns related to employee benefit plans.

United States

Multifaceted and rapidly evolving data privacy and data protection laws continually present challenges for employers in the U.S. In a wide range of industries including hospitality, healthcare, retail, technology, manufacturing, transportation, energy, media, and education, we are adept at helping clients navigate their obligations under this emerging area of state and federal law.

International

For clients with employees or operations outside the U.S., strict data privacy requirements can present a minefield of hidden dangers and potential liability. Our attorneys have considerable experience helping employers manage the intricacies and hazards of data privacy laws worldwide, including throughout the European Union and North America, and in numerous jurisdictions in Asia and South America. Representative projects include:

- Reviewing and revising human resources policies to comply with multi-jurisdictional privacy requirements;
- Advising clients on data privacy requirements during cross-border mergers, acquisitions, and divestitures;
- Working with third-party software and technology companies to ensure that technical solutions to client data privacy requirements comply with the laws of relevant jurisdictions;
- Serving as external Data Privacy Officers where required; and
- Advising on the balance between disclosure requirements and privacy obligations.

DISABILITY

Ogletree Deakins' Disability Access Practice Group has extensive experience with the multiple challenges presented by Title III of the Americans with Disabilities Act (ADA) and other disability access laws. From defending class actions, to ensuring compliance with federal and state building standards (thereby eliminating the conditions that lead to litigation) to navigating the complicated regulations covering service animals, hotel reservations, ticketing, and Segways, our work is comprehensive. Our clients include businesses and organizations in a wide range of industries – stadiums and arenas, hotels, sports franchises, amusement parks, healthcare providers, national retailers, and local governments. Our practice covers all facets of ADA work from typical compliance and routine ADA matters to litigation related to architectural barriers and complex ADA class actions. There has been a marked increase in new types of claims and areas of compliance, and our attorneys have substantial experience with more novel Title III issues involving website accessibility, pool lifts, point-of-sale devices, reasonable modification of policies, practices, and procedures, and the provision of auxiliary aids and services for blind and deaf customers and guests. Our attorneys also work closely with clients to keep them informed of new legal developments and trends, from rising numbers of Title III class action cases to new and proposed federal and state regulations.

Business-Oriented Compliance Solutions

The Disability Access Practice Group guides clients through compliance challenges. We focus on finding practical, business-oriented solutions for cost-effective compliance. Some of the most common access issues and questions facing clients include:

- How to avoid the most common triggers for architectural barrier litigation;
- Whether a website should be modified to allow access to the blind through screen-reading software, and to the deaf through captioning;
- How to establish a customer loyalty program that is accessible to disabled and non-disabled patrons;
- How to craft policies on issues ranging from Segway-usage and service animals to effective communication with deaf, blind, and mentally-disabled customers; and
- How to oversee national accessibility surveys and remediation plans.

Litigation and Advocacy

As with most litigation, claims of accessibility violation are often presented in ways that allow resolution and remedy prior to the filing of a lawsuit. Our litigation attorneys have a practical understanding of threats made by customers, patrons, guests, or patients, and know how to help clients respond in ways that can often avoid litigation, reduce legal costs, and accommodation retrofitting. However, when disputes turn into lawsuits or go to trial despite previous efforts to resolve them, our national network of attorneys, experienced in successfully litigating the full range of Title III and other disability access legal claims, is available. Often, experts must be obtained to show compliance with laws and regulations, or to dispute claims of violation. We have developed relationships with leading experts in various disciplines who we can call upon when needed. Our recent relevant litigation experience includes:

- Website accessibility litigation brought by blind, visually-impaired, and manually-impaired Internet users;
- Service animal litigation for national retailers and hoteliers;
- Charges of failure to provide "reasonable modifications" by an autistic patron of a national book chain; and
- Multiple class action litigation matters, including:
 - website accessibility litigation for members of the hospitality and amusement park industry;
 - pool lift litigation in the hotel industry;
 - claims of failure to provide "reasonable modifications" to autistic amusement park guests;
 - claims of failure to provide transfer lifts and to remove architectural barriers for health care industry clients;
 - claims of failure to provide "auxiliary aids and services" to blind and visually-impaired amusement park guests;
 - inaccessibility claims regarding point-of-sale and automated teller machines (ATMs);
 - national retailers' architectural barrier litigation;
 - the defense of large cities and other governments in challenges to the accessibility of sidewalks and curbs;
 - defending hotels, stadiums, arenas, retail malls, big retailers, and other large venues in conventional architectural barrier litigation;
 - defending major municipalities and other governmental units from sidewalk and curb litigation; and
 - defending hospitals accused of failing to provide effective communication with hearing-impaired patients during their hospital stays and treatment.

Training

Training is a critical component to ensure that the best policies and practices for disabled customers, patients, and guests are effectively implemented. We have extensive experience providing training for senior managers and the frontline employees who have direct customer and guest contact.

DIVERSITY AND INCLUSION

Diversity and Inclusion (D&I) is front and center in the minds of many employers today due to its impact on workplace cohesion, legal compliance, market brand, business opportunities, and the ability to hire talent.

Companies of all sizes, educational institutions, and public agencies alike are grappling with complex issues involving how to create and manage a successful D&I program, analyze important diversity metrics, and navigate the legal pitfalls surrounding employment law, public policy, and D&I programs.

Our attorneys are ready to assist with the full spectrum of workplace D&I-related issues. The members of **Ogletree Deakins' Diversity and Inclusion Practice Group** have extensive and unique experience assisting employers in the creation, implementation, and management of D&I programs, including

conducting thorough analyses of diversity data and identifying meaningful metrics and benchmarks. Our attorneys have also advised employers on legal and compliance issues regarding D&I as well as defended employers when diversity practices are challenged. We also specialize in advising clients facing crisis situations involving serious and reputation-harming allegations of discrimination and harassment.

The practice group assists employers with the following:

Assessment, Metric Analysis, and Strategy

- Diagnostic assessments of diversity performance, including climate surveys and organizational analyses
- Comprehensive data analysis of employment practices, including hiring, pay, promotions, and discharges
- Formulation of proactive strategies to enhance D&I programs, performance, profile, and employee, vendor, and business relationships

Program Development and Implementation

- Developing and implementing strategic plans with D&I integration
- Building D&I systems and programming, including employee resource groups and supplier-vendor programs
- Drafting related policies, communications, and materials
- Creating processes for gathering feedback and diversity data
- Guiding public relations, governmental, philanthropic, and community engagement

Legal Advice, Counseling, and Risk-Reduction Audits

- Counseling clients on legal issues under federal and state laws related to D&I programs, initiatives, and metrics, including best practices to prevent and defend claims
- Evaluating and assessing D&I programs for legal risks and providing advice on risk-reduction measures
- Assisting with compliance regarding Section 342 of the Dodd-Frank Act and analyzing its interplay with EEO laws, OFCCP regulations, and affirmative action obligations
- Conducting risk-reduction audits that analyze current disputes and controversies, internal complaint processes, and lessons learned from employment claims

Learning, Training, and Leadership Development

D&I cannot be effective without proper learning and training, including leadership training. We offer customized training for your board, managers, and employees regarding key D&I topics. This training can be provided by our experienced attorneys and trainers, or we can create training programs for your organization's internal use. We also offer one-on-one training.

Crisis Mitigation, Management, and Communications

D&I issues have become a matter of company reputation and brand. Our attorneys advise clients facing brand-altering allegations involving discrimination, harassment, and diversity-related issues, and assist companies with crisis prevention, management, and mitigation.

Resources

Ogletree Deakins' Diversity and Inclusion Practice Group draws upon the vast resources present within one of the nation's largest labor and employment-focused law firms. The group brings together experts in D&I program implementation, [affirmative action/OFCCP](#) compliance, and [pay equity](#) to ensure clients

are prepared to address the inherent challenges in building effective and legally compliant initiatives. The group also harnesses the expertise within Ogletree Deakins [Learning Solutions](#) to craft and deliver diversity-oriented training that meets clients' needs.

DRUG TESTING

Navigating the complex and nuanced issues that arise when implementing and enforcing drug and alcohol testing and substance abuse policies is a challenge for many employers. And with the increasing proliferation of prescription drug and medical/recreational marijuana litigation and legislation, workplaces are more affected by drug and alcohol concerns than ever before.

With decades of experience advising and defending public and private employers, as well as drug testing laboratories, the attorneys of Ogletree Deakins' Drug Testing Practice Group draft and revise drug and alcohol testing policies; analyze individual drug and alcohol testing situations; provide counsel on best courses of action; conduct investigations and employee trainings; and defend clients in class and collective actions and single-plaintiff cases.

The depth of our practice allows us to provide the following benefits:

- Access to counsel with on-point, in-state experience who can handle the most complex issues and provide day-to-day legal advice
- Exceptional knowledge of medical and recreational drug laws
- Guidance regarding an employer's ability to require random drug and alcohol tests
- Nationwide bench strength in drug and alcohol testing policy matters and litigation
- Know-how on what qualifies as "reasonable suspicion" sufficient to require a drug or alcohol test
- Experience working with general counsel, human resources representatives, safety/risk management agents, and members of senior leadership teams
- Counsel on post-accident drug and alcohol testing
- Precise evaluation of appropriate types of drug and alcohol testing modalities
- Mastery of pre-employment drug testing regulations
- Clear understanding of the admissibility of drug and alcohol test results, including admissibility in unemployment and workers' compensation matters
- Management of difficult situations involving drug and alcohol test tampering
- Attorneys who monitor pending legislation and legal trends in drug and alcohol testing
- Training and presentations for executive employees
- Preventive counseling about legal risks associated with drug and alcohol testing
- Drug testing legal alerts, newsletters, and webinars
- Attorneys with experience in U.S. Department of Transportation, U.S. Department of Energy, and U.S. Nuclear Regulatory Commission regulations
- In-depth analysis of the implications of the Americans with Disabilities Act on drug and alcohol testing

EDISCOVERY AND RECORDS RETENTION

Ogletree Deakins is dedicated to providing our clients with a full suite of ediscovery services. Many law firms are not able to fully support companies with the increasing demands and pressures they face because of constantly evolving technology and ever-expanding data volumes. This is evidenced by the poor scores clients have given many law firms regarding ediscovery and records retention. Ogletree Deakins recognizes the great importance of eDiscovery and has invested in the technology and the talent to be your full service ediscovery partner.

Our eDiscovery and Records Retention practice group is led by Tom Lidbury, a nationally recognized leader in the field, practitioner, author, professor, expert witness, and special master. The practice group includes eight core attorneys as well as a team of staff attorneys in our Document Review Center, supported by a team of technologists in our Litigation Support group. We provide full-service support across the full spectrum of the ediscovery process.

Our lawyers and technologists have the experience and the technology to support your organization with any and all of your records retention and ediscovery processes. Look to Ogletree Deakins whether you need help with a specific task or case, or you would like to consolidate all of your ediscovery to achieve consistent quality, standardization, and cost reduction across your entire litigation docket.

Data Processing and Review

Discovery is often the most expensive and complex aspect of litigation. Yet it tends to be outsourced ad hoc, often to several law firms with varying approaches, fee structures, and levels of expertise in ediscovery. Ogletree Deakins provides full service ediscovery support, including:

- A SaaS ediscovery platform that is secure, round-the-clock, scalable, and powered by industry-leading Relativity software with predictive coding for one simple and affordable price structure;
- Ability to handle more than 450 file types, including email, business application files, instant messages, chat, Microsoft Sharepoint, audio, video, and drawing/CAD;
- Dedicated review centers staffed with affordable document reviewers;
- A Data Analytics group equipped to handle structured data.

In addition to handling individual cases, Ogletree Deakins can bring centralization and consistency to ediscovery as your national discovery counsel managing all of your organization's ediscovery at a predictable and affordable cost in partnership with your various outside merits counsel.

Our ediscovery lawyers and technologists possess a wealth of experience planning and managing efficient reviews of small and large data, including leveraging:

- Boolean Search—to narrow the data to be reviewed by humans;
- Conceptual Search—to go beyond Boolean search and aid factual investigations;
- Predictive Coding or Technology Assisted Review—to prioritize documents as artificial intelligence learns from the human tagging process, and reduce the amount of data that must be reviewed by humans;
- Conceptual Clustering—to quickly hone in on relevant documents using artificial intelligence, lowering the cost of initial case assessment and document review;
- Email Threading—to group related email together for faster review and consistent tagging;
- Near-Duplicate Identification—to group similar documents together for faster review and consistent tagging .

Our technologists utilize standardized workflows to ensure efficiency and consistent quality, such as:

- Matter Intake and Assessment;
- Evidence Intake and Assessment ;
- Data Processing;
- Cost Estimates;
- Relativity Workspace Assessment;
- Data Quality Assurance;



- Structured Analytics Deployment;



- Search Development and Validation;
- Document Review Data Workflow;
- Native Conversion and Imaging;
- Document Production;
- Workspace Monitoring.
- Workspace Closure

We also customize protocols to address unique needs of specific clients.

Data Collection

Organizations need a defensible process for collecting data for discovery. Many organizations have limited software and personnel to handle data collections. Ogletree Deakins can handle data collection using a SaaS solution or boots on the ground to perform small and large data collections or to assist internal resources with challenging aspects of collections.

Legal Hold Management

Organizations do not need some mythically perfect form of legal hold *notice*; they need a well-managed legal hold *program* for preserving evidence that is implemented consistently, efficiently, and defensibly. Legal holds need to be scoped, issued, tracked, and released across the organization and across all matters. Also, enterprise databases need to be architected to enable granular legal holds that do not necessarily require holding all data in the database. Ogletree Deakins' ediscovery practice group can assist you with all aspects of managing your legal hold processes, including offering a SaaS solution for legal hold management.

Discovery Cooperation and Disputes

Often there is a need to meet and confer on ediscovery issues and disputes, i.e., to have an ediscovery liaison to respond to written discovery on discovery, to prepare and defend 30(b)(6) or personal deponents on ediscovery, to provide expert reports or testimony on ediscovery, and to brief and argue disputes. Tom Lidbury and his team bring a steady hand to meeting and conferring, cooperating and negotiating where feasible, litigating when necessary, and testifying as a fact or expert witness.

Whether you seek ediscovery support on an individual case, or national ediscovery counsel across your entire litigation docket, Ogletree Deakins is fully capable of providing both the technology and the talent that you need to effectively and efficiently manage your ediscovery needs.

EMPLOYEE BENEFITS AND EXECUTIVE COMPENSATION

The Employee Benefits and Executive Compensation Practice Group at Ogletree Deakins is one of the largest in the U.S., with more than 50 lawyers located in offices throughout our U.S. footprint. Our attorneys have a unique ability to relate technical experience to the client's "big picture" issues and provide practical advice that allows an employer's benefits strategy to work in harmony with the employer's overall personnel, financial, and business objectives.

Employee Benefits

We advise employers of all sizes on a full array of retirement plan and welfare plan matters, including:

- Design and implementation of retirement and welfare plans, including tax-qualified retirement plans (both defined benefit and defined contribution plans), welfare and fringe benefit programs, cafeteria plans, and early retirement and severance programs;

- Reporting and disclosure obligations of the IRS, DOL, and PBGC;

- Welfare plan compliance, specifically HIPAA, federal, and state healthcare continuation (COBRA), and the Patient Protection and Affordable Care Act;
- Fiduciary compliance matters relating to plan administration;
- Audits and civil investigations conducted by the IRS, DOL, PBGC, and DOJ;
- IRS submissions for tax-qualified plans and assisting with obtaining exemptions from various regulatory requirements and rulings on disputed issues; and
- Annual enrollment activities.

Executive Compensation

We advise public company clients on a wide range of executive compensation issues and related corporate disclosure and governance matters, including:

- Design and implementation of executive compensation arrangements, including short and long-term incentive arrangements (cash and equity based); deferred compensation arrangements; supplemental executive retirement plans (including related insurance arrangements); change of control protections; employment, consulting, and termination arrangements; and restrictive covenant agreements;
- Tax and regulatory compliance matters, including federal and state withholding taxes; IRC Section 409A; IRC Section 162(m); IRC Section 280G; Sarbanes-Oxley; and Dodd-Frank;
- Guidance on corporate governance and fiduciary matters, including developing governance policies and internal controls; preparing governing documents for Boards and committees; and advising on developing “best practices”;
- Advising on the design and implementation of non-employee director compensation arrangements;
- Development and preparation of executive compensation and benefits-related disclosures in public filings, including proxy statements; annual and quarterly reports; and other periodic filings;
- Advising on developing compensation governance standards and assisting with shareholder outreach initiatives and interactions with shareholder advisory groups; and
- Cross border compensation matters involving global incentive compensation arrangements, including compliance aspects under U.S. tax and employment laws; employment, consulting, and severance arrangements; and global mobility matters.

Investment Committee and Other Fiduciary Matters

We work very closely with clients in the critical area of ERISA fiduciary compliance. Our involvement ranges from strategic design and implementation of fiduciary structures and procedures (such as those pertaining to the governance and conduct of claims review and investment committees), to the day-to-day issues involving the review of benefit claims and appeals, updating of investment policies, monitoring of investments, as well as other fiduciary decision-making and decision implementation. We are particularly sensitive to fiduciary delegation techniques and issues with outside parties, and the ability and/or need to negotiate and document the delegation aspects with outside vendors. We also review service agreements with fiduciaries and participant-related disclosure items.

Corporate Transactions Advice

We regularly provide advice and assistance in connection with the compensation and benefits aspects of corporate transactions, including reorganizations; domestic and international mergers and acquisitions; new ventures; management participation in buy outs; and financings. We assist clients with many transaction-related compensation and benefits arrangements, such as the planning and implementation of early retirement and severance programs, and the negotiation and drafting of executive employment, consulting, and phased retirement arrangements. We also routinely deal with

compensation and benefit integration issues and the business challenges associated with business combinations and integrations.

EMPLOYMENT LAW

Ogletree Deakins regularly counsels clients on specific acute issues, as well as preventive workplace strategies and best practices. Our deep bench of employment lawyers includes former in-house counsel and enforcement agency lawyers who offer invaluable perspective and experience.

We advise clients on the day-to-day challenges of managing your workforce, including:

- Assessing whether an employee has a condition that constitutes a disability under state or federal law, and if so, counseling on the interactive process of assessing requests for accommodation;
- Designing policies and practices that permit clients to monitor and manage the workplace, identify and support the most able employees, and anticipate and mitigate problems;
- Identifying employee conduct that constitutes protected activity and managing that employee on a go-forward basis;
- Assisting in the performance management of historically poor performers to either make them successful or exit them from the company with minimal risk, including drafting separation agreements for those situations;
- Addressing employee complaints of harassment, discrimination, and retaliation, including conducting and documenting internal investigations;
- Manager and supervisor training; and
- Handbook and policy review.

EMPLOYMENT LITIGATION

Ogletree Deakins handles all aspects of workplace dispute litigation, including litigation arising under federal discrimination statutes, such as Title VII of the Civil Rights Act of 1964, the Civil Rights Act of 1991, the Age Discrimination in Employment Act, the Americans with Disabilities Act, the Family and Medical Leave Act, the Employee Retirement Income Security Act, the Fair Labor Standards Act, and others. Our employment litigation practice includes representation of employers in single-plaintiff litigation, and in complex and class litigation involving many plaintiffs or putative class members.

Our attorneys also have experience with a multitude of state law claims, including claims arising under state law anti-discrimination statutes, employment-related tort claims, and matters involving restrictive covenants and protection of trade secrets.

We encourage our attorneys to be resourceful advocates and to not take a “cookie cutter” approach to litigation. We evaluate every matter early and throughout the course of the litigation, keeping our in-house colleagues and appropriate managers involved and advised. Our approach to litigation is to leverage the local experience and resources of our offices. Not only does this maximize efficiencies, it allows us to easily staff matters and teams with attorneys who possess the right knowledge and experience. We believe, and our track record demonstrates, that, the client’s interests are well-served by staffing cases with attorneys embedded in the local jurisdiction with in-depth knowledge of and experience with local laws, court rules, judges, and opposing counsel.

ERISA LITIGATION

Ogletree Deakins’ ERISA Litigation Practice Group is composed of seasoned litigators who have extensive experience defending complicated employee benefits litigation, including class action and single-plaintiff lawsuits in courts throughout the U.S. These matters involve pension, retiree, life, health, disability, severance, and other employee benefits. Our litigators have vast experience in state and federal courts at the trial and appellate levels. We communicate directly and effectively with in-house

counsel, claims administrators, HR and employee benefits personnel, and other professionals to quickly recognize and marshal the law and essential facts to a benefits litigation defense. Our ERISA litigation attorneys have years of cumulative ERISA litigation experience in insured and non-insured matters in cases throughout the U.S. Given our nationwide experience in this area, we are very familiar with the key plaintiff's attorneys who represent claimants in litigation. We believe this experience increases our client's ability to meet their goals in a particular litigation. In the last five years, our litigators have handled more than 1,800 ERISA matters, including employee benefits claim litigation and class actions.

We regularly provide consultation to other law firms, including advice, litigation assistance, drafting briefs and legal memoranda, and other services. We emphasize efficiency, and always strive to manage costs while achieving the best results. Our practice is backed by over 30 ERISA compliance attorneys in offices throughout the U.S. Ogletree Deakins ERISA litigation attorneys have years of cumulative ERISA litigation experience in insured and non-insured matters in cases pending in courts throughout the U.S.

In addition, our attorneys have authored books and numerous articles and are frequent speakers at national seminars on employee benefits litigation topics. One of our ERISA Litigation Practice Group attorneys has been appointed by the U.S. Secretary of Labor to serve on the ERISA Advisory Council (a group of 15 benefits professionals representing various constituencies who advise the U.S. Department of Labor on matters related to the regulation of employee benefits programs). A member of our ERISA Litigation Practice Group has also been inducted as a fellow in the American College of Employee Benefits Counsel.

Our Services

Our attorneys bring their litigation experience and vast knowledge of employee benefits issues to the employers we represent. The following are just a few of the professional experiences and accomplishments upon which our ERISA Litigation Practice Group attorneys will draw to offer first-rate counsel to our clients:

- Served as lead or consulting counsel in dozens of cases that have forged ERISA law, including representation of amici before the Supreme Court of the United States in a number of high-profile cases.
- Advised insurers on matters related to plan and policy drafting, claim procedures, and other legal and regulatory issues.
- Provided advice regarding the drafting of policy and claim administration documents.
- Acted as consultants on behalf of insurance clients, working with other panel counsel on complicated ERISA issues.
- Provided claim procedure training services that are tailored to their clients' needs.
- Represented clients in appellate matters spanning a wide range of legal issues.

ETHICS COMPLIANCE, INVESTIGATIONS, AND WHISTLEBLOWER RESPONSE

The stakes have never been higher for employers to “get it right”—not only to comply with the law, but also to meet the demands of the court of public opinion. This latter high bar applies both to how employers respond to concerns once expressed and to how they anticipate or address concerns that may not have been raised. In each scenario, employers' ethics compliance, investigations, and whistleblower response assets make the difference in how key stakeholders—judges, juries, and a watchful public—judge them. Our experienced lawyers are prepared to help our clients meet these challenges.

The rapid expansion of legislation and regulation related to employee anti-retaliation protections, especially for whistleblowing activities across a number of issues and industries, requires that clients are current with best practices on their ethics compliance programs and that they are able to access immediately lawyers with specific and sophisticated knowledge and experience in counseling, investigating, and litigating under these laws.

Ogletree Deakins' Ethics Compliance, Investigations, and Whistleblower Response Practice Group delivers to our clients deep and broad experience designing and implementing robust, effective compliance and ethics programs, conducting sensitive and high-stakes investigations, and handling other matters arising under the full range of federal and state laws, including the following:

- False Claims Act
- Financial
 - Sarbanes–Oxley Act
 - Dodd–Frank Wall Street Reform and Consumer Protection Act
 - Consumer Financial Protection Safety and Soundness Improvement Act
- Transportation
 - Wendell H. Ford Aviation and Investment Reform Act
- Safety
 - Occupational Safety and Health Act
 - Mine Safety and Health Act
 - Energy Reorganization Act
 - Pipeline Safety Improvement Act
- Environmental
 - Clean Air Act
 - Federal Water Pollution Control Act
 - Toxic Substances Control Act
 - Solid Waste Disposal Act

We assist clients in every aspect of addressing these pressing and consequential priorities:

- Training
- Audits
- Procedure design and review
- Internal investigations
- Litigation and appeals
- Counseling
- Policy design and review
- Document retention design and review
- Agency representation

Of course, our lawyers are mindful that every whistleblower complaint carries the risk of a subsequent retaliation claim. Accordingly, we assist our clients in developing best practices for managing that risk successfully and assisting with the implementation of those practices in real time.

Effective Handling of Sensitive Matters

We work directly with clients, corporate compliance counsel, and appropriate subject matter experts to ensure compliance, thorough and responsible investigations, and vigorous and effective defense of whistleblower claims. We resolve highly sensitive situations involving key executives and assist clients in managing comprehensive workplace crises. These matters **are often critical to clients' business operations**. Our excellent working relationships and track record of credibility with investigative and **enforcement agencies often work to our clients' benefit in these sensitive and high-profile situations**.

GOVERNMENTAL AFFAIRS

Ogletree Governmental Affairs, Inc. (OGA), a subsidiary of Ogletree Deakins, is a legislative and regulatory affairs consulting firm, dedicated to helping clients solve their problems with the public sector. For nearly 30 years, OGA has combined the skills and experience of government relations professionals with the talent of the firm's lawyers to provide solutions to regulatory issues outside the courtroom.

OGA's professionals in Washington, D.C. offer knowledge, experience, and bipartisan access to key decision makers, which are the core components of a successful government relations practice. OGA's services are integrated throughout the firm. As part of an international, full-service labor and employment law firm, OGA professionals are able to draw upon the experience of members of other Ogletree Deakins' practice groups that may have substantive, day-to-day experience with the issues that are central to a client's problems. OGA has excellent, long-standing contacts and relationships with all of the federal labor and employment agencies in Washington, D.C.

OGA's team-based approach also incorporates access to an entire range of related service providers, where necessary to address a client's problems. These include public relations and media specialists, grassroots consultants, think tank and academic support groups, collaboration with trade and professional associations, and legal assistance in court and administrative tribunals from trade association brief-writing centers who file *amicus curiae* ("Friend of the Court") briefs in support of the client's legal positions.

OGA's services include:

- Monitoring, analyzing, and reporting on evolving federal and state legislation, regulations, and enforcement policies;
- Producing timely electronic alerts, webinars, conference calls, and newsletters on fast-breaking legislative, regulatory, and political developments;
- Representing clients through direct advocacy of client interests before Congress and federal agencies;
- Preparing and filing written comments for clients in rulemaking before federal agencies and written communications with Congress;
- Arranging client meetings with key decision makers in Congress and federal agencies;
- Representing clients in legislative and regulatory coalitions of business interests; and
- Advancing client litigation interests through business brief-writing organizations.

Why OGA?

Pending legislative and regulatory policies can threaten a client's individual business success and broader industry interests. Legal actions and government regulatory enforcement can pose a serious and costly risk to clients' business operations. At the same time, public policies and regulatory issues can pose opportunities for clients. Through a strong Washington, D.C. presence and a strategic, team-based approach, OGA helps to protect our clients' interests and serve their needs in the area of workplace law.

OGA's clients include large and small businesses, trade and professional associations, state and local government organizations, and coalitions of private as well as public sector interests. OGA has particular experience in representing business interests in the areas of labor and employment, occupational, environmental and product safety laws and regulations, and small business issues.

IMMIGRATION

With more than 250 team members, Ogletree Deakins has one of the largest business immigration practices in the U.S. We provide a wide range of legal services for employers seeking temporary business visas and permanent residence on behalf of foreign national employees. Our immigration practice group consists of experienced and dedicated immigration lawyers who identify and manage both routine and complex immigration matters with reliability and efficiency. We work with domestic and international corporations and large and small businesses to develop targeted strategies that facilitate the international transfer of skilled employees. We assist clients in securing temporary business visas as well as permanent residence status for foreign national executives and managers, researchers, and other specialized technical employees. Our lawyers also proactively assist clients in planning for the immigration impact of mergers and acquisitions and provide expert guidance regarding I-9 compliance and anti-discrimination provisions.

Ogletree Deakins also offers multi-national businesses a global framework for professional service delivery through our Emigra Ogletree Worldwide (EOW) group, including worldwide immigration strategy, visa preparation, and case communication. Through EOW, we provide clients with a single-source for all their worldwide immigration needs. Designed to meet the increasingly global demands of businesses, EOW provides client-focused service to companies in more than 100 countries.

VisaTrax®

A popular benefit we offer clients is our proprietary internet application, *VisaTrax* (www.visatrax.com) – a simple, comprehensive, and collaborative internet-based immigration management tool that reduces the current immigration process to a single point of data entry. *VisaTrax* provides clients with 24/7 access to case information in a real-time environment with multi-tiered security controls that allow our clients to grant global, group-level, or individual access to employee data. Clients may initiate new cases, check on the status of current cases, and allow their individual employees to monitor progress throughout the life cycle of the case.

INTERNATIONAL

Often, a company's employment issues are not isolated to one state, country, or region of the world. Our international practice group helps clients with matters worldwide—whether involving a single non-U.S. jurisdiction or dozens. Our experienced employment attorneys based in the U.S., Canada, Mexico, and Europe, facilitate our clients' business growth by helping to harmonize global employment, HR, compensation, and data-protection needs in a cost-effective, solution-focused manner, and implementing strategic changes affecting the international workforce within and across borders.

We understand the challenges clients face managing competing business priorities, cultural issues, corporate initiatives, and risk in a global economy. Our services are structured to promote clients' business models, helping them navigate the various, often-conflicting considerations that impact international staffing such as tax, immigration, and corporate regulation. We will never overstaff a discussion or make clients do the legwork to conduct (or make sense of) multijurisdictional research. We are available in our clients' time zones and on their terms—regardless of where they are in the world.

Global Employment Solutions

We offer strategic solutions to key challenges arising out of managing a global workforce, and we assist growing businesses involved in international expansions and transactions for the first time. We assist our multinational clients with the full range of employment services designed to help drive consistent management practices worldwide. These include global codes of business ethics, employment handbooks, and their components, including:

- Codes of conduct;
- Anti-harassment, anti-bullying, and anti-discrimination policies;
- Finance and sales policies;
- Complaint reporting and investigation procedures compliant with the Sarbanes–Oxley Act, data privacy requirements throughout the world, international labor directives and conventions, and local laws worldwide;
- Worldwide reductions-in-force and restructurings;
- Global compensation plans, including sales incentives, commissions, and bonus plans;
- Benefits plans, such as severance policies;
- Worldwide management training in ethics policy compliance, Foreign Corrupt Practices Act compliance, bullying, “moral harassment,” discrimination or sexual harassment, and investigation requirements; and
- Contingent workforce management and staffing options during market exploration.

Mergers and Acquisitions

We understand the interplay between global corporate transactions and domestic labor and employment protections imposed by statute, case law, and contract. We facilitate cross-border transactions by:

- Analyzing Transfers of Undertakings principles and quantifying the resulting transaction costs;
- Advising on effective approaches to managing contractual rights and benefits in foreign employment agreements; and
- Assisting with benefits and compensation migration, training, and integration.

Managing International Employment Issues and Disputes

Our multinational clients face a number of challenges managing employees. We help clients establish initial employment relations overseas with appropriate worker classifications and strategic risk-management advice. We assist in integrating local requirements and market practices related to employment contracts with our clients’ workforce practices and company culture, and we enable clients to achieve business objectives when experiencing diverging viewpoints within the business. We also conduct works council and trade union negotiations and manage local litigation to ensure clients receive top-quality representation and passionate advocacy no matter where the proceeding is initiated.

Harmonizing Operations

Both parent company headquarters and subsidiaries in other countries face challenges in administering global and local workforce. Different markets may involve specific initiatives, conventions, labor entitlements, and benefits programs unfamiliar to the others. We help employers bridge these gaps, quantify the impact of various initiatives on local risk and cost models, and avoid unintended liability. In addition, our diverse, multilingual team is expert in the nuances of local and regional laws and cultures worldwide, uniquely positioning us to advise a parent or subsidiary about employment law compliance in their affiliate’s location.

Facilitating a Mobile Workforce

As a cross-functional team of attorneys with experience in tax, immigration, benefits, and employment laws, we assist clients with all aspects of moving employees among operations. From expat packages to short-term relocations, from contingent worker service agreements to establishing foreign subsidiaries, we manage these arrangements with employees in a manner that protects clients’ interests and achieves their business objectives.

LEAVES OF ABSENCE/REASONABLE ACCOMMODATION

Managing leaves and reasonably accommodating employees can be complex, frustrating, and expose employers to legal peril. Employers must navigate a complex array of state and federal statutes, with seemingly contradictory mandates. Supervisors complain that leaves and reasonable accommodation negatively affect operations. Courts and juries constantly second-guess if employers could have done just a little more. The threat of retaliation claims constantly looms.

Attorneys in our Leaves of Absence Practice Group have extensive experience in all of these areas. We focus on finding practical solutions that minimize both legal risks and impact on operations. We provide compliance solutions, offer supervisor training, and litigate these issues in state and federal court. We also keep clients constantly informed of the latest legal developments on leaves of absence and reasonable accommodations.

Counseling and Compliance

We regularly provide the following counseling and compliance services to our clients:

- Draft and review comprehensive leaves of absence, interactive process, and disability accommodation policies and best practices checklists;
- Draft and review family medical leave, interactive process, and reasonable accommodation template forms and letters;
- Advise on individual employee leaves of absence and reasonable accommodation issues, including when a reasonable accommodation becomes an undue hardship;
- Assist employers with return to work issues; and
- Help employers navigate through their state workers' compensation systems, the Americans with Disabilities Act (ADA), and various local, state, and federal family medical leave laws.

State-Specific Services

We offer state-specific services for those employers that operate in states with their own leave and disability accommodation laws. For example, we advise on California's unique set of leave laws, including the California Family Rights Act, Pregnancy Disability Leave, Fair Employment and Housing Act, Healthy Workplaces, Healthy Families Act of 2014, and other leave laws. We also do the same in other states with distinct leave laws, such as the District of Columbia, Massachusetts, and New Jersey.

Litigation

Leaves of absence, reasonable accommodations, the interactive process, disability discrimination, and related retaliation are a fast-growing area of litigation. We represent employers before local, state, and federal agencies and courts in these claims. As part of our case assessment and strategy, we provide early exposure analysis so that employers know the risks they face.

Training

Our training and education programs are fast-paced, interactive, and substantive. We will work with you to present leaves of absence and disability accommodation training to your managers and HR personnel, highlighting issues in which you want to focus. Our programs include state and federal "Leaves of Absence Basics and Advanced," "The Dizzying Array of Paid Sick Leave Laws: How to Draft Compliant Policies," "The Interactive Process," "Workplace Reasonable Accommodation," and "FMLA, ADA, and Workers' Compensation."

Up-to-Date Notice of New Developments

Federal, state, and local jurisdictions are continuing to pass new leaves of absence and accommodation laws and implement new regulations expanding employee rights, such as recent paid sick leave initiatives. Judges also interpret family medical leave and disability accommodation laws in novel ways in their opinions. As changes occur, we keep clients informed of these new laws, regulations, and court decisions through our local, state and federal articles, blogs, webinars, and other programs.

MERGERS AND ACQUISITIONS

Ogletree Deakins understands that corporate acquisitions and restructurings can be complex and challenging. Clients need a business partner that can help them structure the labor and employment aspects of a transaction in a way that will provide transparent information on the costs of compliance with applicable laws and regulations at every stage of the deal. Our attorneys have assisted clients of all sizes across a wide range of industries, including private equity, technology, manufacturing, retail, hospitality, financial services, and more.

Our capabilities extend far beyond U.S. borders. In today's global economy, many corporate transactions involve employees in more than one jurisdiction. Members of our International Practice Group have years of experience helping companies in all aspects of their global transactions. Our attorneys provide a unique integrated service that recognizes the material issues and business drivers of a transaction, as well as the practical considerations in getting a deal done while complying with the nuances of local laws. Our team is led by former in-house lawyers with extensive experience in corporate development who not only understand the employment law issues in divestitures, asset purchases, stock transactions, and mergers but who also have multidisciplinary experience that adds strategic value to the entire transaction.

Because our approach is different, we often handle the employment law aspects of transactions in partnership with general practice firms. As employment law practitioners, we understand the sensitive issues that arise during a transaction, and we advise our clients in a manner conducive to building rapport between the parties to a transaction. When the deal is over, the buyer and its new employees must begin a productive relationship, and we understand that the way a transaction is negotiated by outside counsel must not undermine our clients' ability to move forward. Our advice is tailored to each client's situation, providing a strategic approach to accomplishing the client's business objectives while also aiming to avoid potential business disruptions and promote a smooth transition.

Our Services

Our multidisciplinary teams and U.S. and international offices regularly counsel businesses around the world with respect to:

Typical labor and employment issues arising during mergers and acquisitions, including:

- Identifying the actual costs of successor employment relationships arising from contracts, collective bargaining agreements, and local laws, as well as advising on a strategic approach to new employment terms for onboarding employees
- Integrating existing employee benefits plans, analyzing the impact of benefits continuation issues if plans are extinguished, and advising on how to avoid triggering unplanned obligations
- Reviewing a target company's existing employment agreements, change of control provisions, and acceleration of vesting of equity or profit interests, as well as advising on how to structure the transaction or negotiate deal terms in a manner that minimizes impact
- Evaluating bankruptcy issues and their impact on the rights and liabilities of employees, the target company, and the purchaser

- Assessing the possibility of upstream liability under the Worker Adjustment and Retraining Notification (WARN) Act
- Considering reduction-in-force, disparate impact, and disparate treatment/discrimination issues
- **Analyzing the purchaser's ability to enforce existing non-compete and intellectual property agreements signed by the target company's employees**
- Gauging successor issues based on potential employment law claims or violations (e.g., harassment claims and wage and hour issues) about which the purchaser is aware or which were discovered during due diligence.
- Reviewing the **target company's existing employment policies, practices, compensation systems**, compliance with health and safety standards, and employee benefits plans to assess whether they create actual or potential liability
- Assessing immigration issues, including work authorization and status of employees that are subject to an acquisition or merger
- Determining employee rights under laws relating to the transfers of businesses and practical solutions to addressing conflicting business interests, including analyzing Transfer of Undertakings (Protection of Employment) Regulations (TUPE) obligations and other aspects of employment rights under local country laws
- **Reviewing the seller entity's compliance with global labor and employment laws applicable to the purchaser**, including Foreign Corrupt Practices Act diligence, global wage and hour and workplace safety laws, privacy obligations, and discrimination and harassment laws
- Analyzing employee rights under existing global employment contracts and policies to determine whether, and to what degree, a transaction will trigger potential undisclosed costs
- Correcting global misclassified agency and contingent worker relationships for workers affected by the transaction
- Addressing the impact of a transaction on corporate officers and similar positions at a parent and any subsidiary companies throughout the group organization
- **Assessing the impact of the parties' failure to comply with global labor and employment obligations** on the overall transaction price, as well as providing strategic solutions to resolve these issues

The terms of the deal, including:

- **Representations and warranties specifically related to the purchaser's obligations regarding onboarding employees, key employees, and allocating employment-related liabilities**
- Indemnity provisions
- Escrow considerations
- Representation and warranty insurance protection

Post-close considerations, including:

- Assisting with the post-close integration process, including ameliorating potentially problematic areas and building positive relationships with new employees to promote transparency, build trust, and enhance productivity
- Creating new employment agreements (including non-compete provisions) and equity incentive or profit sharing plans
- Analyzing the newly-acquired company's **termination** practices and determining actual severance liabilities in an efficient and manageable way
- Adopting, modifying, or creating new benefit plans, including assessing whether the newly-acquired **company's compensation and benefits practices are in line with market practice**
- Implementing new policies and procedures

- Assimilating and integrating the newly acquired business to promote a smooth transition



PAY EQUITY

As the momentum of legislation, regulation, and corporate initiatives focused on identifying and correcting pay disparities continues to grow, our attorneys are ready to assist with the full spectrum of pay equity-related issues. The members of Ogletree Deakins' Pay Equity Practice Group have extensive experience navigating the pay equity arena, from advising clients on compensation policies and procedures to conducting pay audits. Our attorneys are also experienced in defending employers in various state and federal forums, including class action litigation. The practice group keeps clients in the know and up to date on the latest developments in this quickly evolving area through timely webinars, publications, and other programs.

Advice, Counseling, and Audits

Pay Equity Practice Group members regularly provide the following counseling and compliance services to our clients:

- Counseling clients on proactive measures and best practices to prevent and defend pay discrimination claims;
- Conducting privileged pay equity audits;
- Evaluating and drafting defensible compensation policies and procedures;
- Performing statistical analyses by partnering with experienced labor economists and statisticians;
- Advising on employment policies and practices that may impact pay, including hiring practices, job descriptions and structure, and performance reviews; and
- Advising on the ever-increasing number of state-specific laws related to pay equity.

State-Specific Services

As the proliferation of state legislation on pay equity continues, our practice group attorneys across the country are poised to offer state-specific services for employers that operate in states with their own pay equity laws. For example, we help employers navigate and comply with California's expansive Fair Pay Act, and we do the same in the increasing number of states with pay equity laws.

Litigation Defense

Pay equity litigation is a fast-growing area due to the numerous regulatory and legislative initiatives popping up across the country making it easier for employees and government agencies to bring pay discrimination claims. Should an employer find itself faced with litigation, our attorneys have extensive experience representing employers before local, state, and federal agencies and courts.

Our attorneys frequently defend clients in connection with EEOC and state agency charges alleging pay discrimination, defend clients in individual and class/collective actions alleging pay discrimination, and assist federal contractors and subcontractors in connection with audits conducted by the Office of Federal Contract Compliance Programs.

Up-to-date Notice of New Developments

The pay equity landscape is constantly changing as federal and state jurisdictions pass new laws and implement new regulations related to pay discrimination. We will keep you informed of new laws, regulations, and court decisions through our timely publications, webinars, and other programs.

RIF / WARN

Ogletree Deakins' RIF/WARN Practice Group has extensive experience working with businesses in almost every industry facing RIF, mass layoffs, or plant closings. Our attorneys design RIF policies and RIF selection documents to help employers of all sizes defend against discrimination claims and train decision-makers on the right way to choose employees for the RIF. We have advised numerous clients on the complex and sometimes ambiguous requirements of the WARN Act and the Older Workers Benefit Protection Act (OWBPA). In addition, our attorneys are well-versed in the intricacies of ERISA and the federal tax code and how they affect RIFs, mass layoffs, or plant closings, and how employers can design voluntary and involuntary severance plans to meet these requirements.

In particular, our services include:

- Development of strategies for initial planning of RIFs and implementation of RIF materials, including development and application of appropriate eligibility and selection criteria for RIF decision-making and OWBPA compliance, and designing training materials for decision-makers;
- Assessment of WARN Act triggering and coverage events (for both federal WARN and state "mini-WARN" Acts), including employer coverage, number of employees affected, identifying part-time employees for purposes of making coverage decisions, understanding the legal requirements covering temporary employees who may be working at impacted sites, and defining the single "site of employment" that serves as the basis for analyzing whether the WARN Act is triggered;
- Determination and assessment of WARN "look-back" and "look-forward" periods and events;
- Preparation of WARN-compliant notices to affected employees and to government officials;
- Design, preparation, and evaluation of statistical adverse impact analyses and recommendations for addressing potential disparate impact situations. This is done within the attorney-client privilege, which allows for a full and frank discussion of the legal risks associated with a RIF;
- Preparation of OWBPA-compliant disclosure materials, including addressing changes in employee status before and after RIF decisions are made, and addressing inclusion of foreign workers (and related immigration issues) in RIFs;
- Preparation of multiple-termination severance and separation agreements that meet federal and state standards for obtaining valid releases; and
- Preparation of ERISA-compliant voluntary and involuntary severance plans.

TRADITIONAL LABOR RELATIONS

With nearly 200 lawyers, our Traditional Labor Law Practice Group represents employers of all sizes across many industries in labor matters such as collective bargaining, union campaigns, and unfair labor practice (ULP) proceedings before the National Labor Relations Board (NLRB).

We routinely provide labor counsel related to:

- Emerging joint employer issues;
- Labor contract negotiations;
- Manager and supervisor training;
- Union grievances and disputes with unions and their members;
- General National Labor Relations Act (NLRA) compliance advice and guidance;
- Handbook and policy review;
- Protected concerted activity guidance;
- Strategic advice on bargaining units, subcontracting, subrogation, and other labor issues; and
- Due diligence, acquisition strategy, and successor obligations.

Ogletree Deakins will assist the District in developing a strategy to prepare for anticipated labor changes and in handling the day-to-day legal challenges of managing its workforce.

Positive Employee Relations Strategies

Ogletree Deakins is a pioneer in developing strategies and practices that create positive employee relations. Through these legal, thoughtful approaches, enlightened employers work to develop a trust relationship with employees that minimizes the risk of unionization. From vulnerability assessments, to issue identification and resolution systems, to program development and related management training, we work closely with clients to achieve positive employee relations.

Union Campaigns

When it comes to union organizing, we believe our success rate is unmatched by any law firm or consulting competitor. Since its inception in 1977, Ogletree Deakins has represented clients confronted with every form of union organizing activity, including union card signing activity, traditional union campaigns involving NLRB elections, campaigns involving various levels of neutrality, multi-site and global attacks, and corporate campaigns. The diversity of clients and unions trying to organize their employees has familiarized us with the broad spectrum of union organizing tactics. Our cumulative experiences enable us to provide effective legal counseling and position our clients to achieve successful outcomes.

Organizing Support

When organizing occurs, Ogletree Deakins has a deep bench of traditional labor lawyers who can be on-site within hours to assist on multiple levels. We help employers before and, where possible, during campaigns with the following:

- Conducting industry/geographic assessment of union activity;
- Engaging in headcount analysis;
- Assisting in drafting of literature for distribution to employees by reviewing its legal sufficiency;
- Evaluating and coordinating the legal issues affecting the vote;
- Engaging in bargaining unit analysis to determine potential and most advantageous bargaining units;
- Identifying potential 2(11) supervisors and other bargaining unit issues (e.g., full time/part time; temporary employees; agency employees; professional and confidential employees; office clerical/plant clerical, seasonal, etc.);
- Reviewing policies, procedures, guidelines, etc. for NLRA and other statutory compliance;
- Identifying and training a campaign leadership team;
- Complying with technical legal and time requirements of the NLRB's new election rules;
- Conducting compliance training for executives, members of management and front line supervisors (TIPS/FOE, Solicitation/Distribution, "Union Talk," Access Issues, Warning Signs, Issue Spotting, Persuasive Communication, etc.);
- Identifying and training a rapid response team;
- Training key campaign communicators;
- Developing resource guides for supervisors;
- Providing national union profiles developed and maintained by our firm as well as local-specific information (e.g., bylaws, financial reports, ULPs filed by members, job losses, etc.);
- Managing legal and procedural issues with the local NLRB; and
- Negotiating favorable stipulated election agreements.

NLRB Proceedings and Unfair Labor Practice Charges

The NLRB has become increasingly aggressive in prosecuting employers for alleged unfair labor practices, even in situations where the charge is filed by individual employees who work in a non-unionized workforce. Ogletree Deakins' labor lawyers have extensive experience and personal knowledge of the individuals who generally decide whether the ULP charges have merit, from field investigators to the NLRB's regional attorneys and regional directors. Our attorneys have successfully represented clients in every NLRB Region and leverage this experience to achieve the best possible result that we can. Despite the NLRB's recent emphasis on non-unionized workforces, many ULP charges continue to arise in the more traditional scenarios, such as during organizing campaigns, when they are used as leverage by unions for organizational purposes. Our attorneys also routinely handle ULP charges arising out of claims of unlawful or discriminatory discipline, allegedly unlawful policies, unilateral changes, exercise of management prerogatives, successorship, and union information requests.

Since 2013, our labor attorneys have handled nearly 2,500 ULP matters, many of them involving multiple charges, for more than 775 employers. Those charges arose in both represented and non-represented environments. We have considerable experience in niche areas such as opposing NLRB attempts to obtain 10(j) injunctive relief in federal courts, union salting attempts, and defending against NLRB efforts to obtain *Gissel* bargaining orders. We are not afraid of taking cases to hearings before the NLRB and litigating them through the federal appellate court process, when necessary.

Grievance and Labor Arbitrations

Ogletree Deakins routinely handles labor arbitrations for clients with unionized workforces. Since January 2013, our attorneys have handled more than 2,650 labor arbitration matters for nearly 500 different clients.

Because arbitrator selection is often critical to a successful outcome, we emphasize knowledge management and maintain a detailed database of hundreds of labor arbitrators across the U.S. accessible to all of our labor attorneys, as well as arbitrators who handle other employment matters. Our arbitrator database now contains almost 4,500 Ogletree Deakins reviews of more than 1,600 different arbitrators—information that proves extremely valuable for our clients.

Although many grievances can be resolved internally, involving our experienced attorneys early in the process can help promote resolution where appropriate and can better position the matter should arbitration become necessary. If arbitration is demanded, an initial call with key players allows us to identify the scope of documentation needed and witnesses to interview. Depending on location, preliminary witness interviews can be conducted by phone well in advance of the hearing to determine strengths and weaknesses of the case and recommended strategy. Final preparation is usually conducted on-site the day before the hearing so individuals are freshly prepared for the hearing.

Collective Bargaining

We regularly advise clients at the table and behind the scenes on collective bargaining and strike preparation issues. Ogletree Deakins' attorneys have also represented clients with bargaining units of all sizes, and with all major unions, in countless collective bargaining negotiations. Specifically, since January 2013, the firm has handled nearly 1,000 collective bargaining matters throughout the U.S. In addition, our attorneys have handled collective bargaining in the Caribbean, Latin America, Germany, and the United Kingdom, and have managed labor matters in Europe and Canada. Our attorneys are experienced counselors on all matters that relate to collective bargaining, including wage rates and structures; health insurance, retirement plans and other benefits issues; productivity, performance, attendance, discipline, and other accountability measures; transfer of work, facility closure, subcontracting, and other management rights; and promotion, transfer, and layoff and recall rights, including ensuring management authority to fill positions based on skills and qualifications.

TRAINING

Ogletree Deakins offers many types of training for employers. Our attorneys often provide customized training for HR officials, managers, and business executives, on many topics. In addition, we offer clients with tailored training conducted by entertaining, seasoned trainers from our training group, Ogletree Deakins Learning Solutions. Topics include:

- Employment Law 101
- Cultural Diversity
- Managing Leaves of Absence
- Avoiding Wage and Hour Mistakes
- Harassment Prevention
- Workplace Violence
- Union Avoidance

We offer our training sessions live, via webinar, or via webcast (a webinar format in which the trainer is seen on video live). We are able to customize this training for individual client's workforces and needs, incorporating organizational philosophy and culture into training programs. We work with clients on the level of customization that works best for the organization. Whatever the training needs—we can provide a solution.

UNFAIR COMPETITION AND TRADE SECRETS

Long gone are the days when a loyal employee works his or her whole life for the same employer. Today, the typical employee spends approximately four years at a company before moving on to the next job. At the same time, technology has made it simpler for employees to appropriate confidential, trade secret information. Now, companies must be vigilant in protecting their proprietary information and preserving relationships and goodwill with customers, suppliers, and employees.

Our group's nationwide roster of more than 100 experienced lawyers and litigators will help you protect your assets by:

- Identifying and capturing your trade secrets and confidential information;
- Creating and implementing policies and practical steps to protect trade secrets and confidential information, both physically and electronically;
- Modifying, designing, and implementing effective policies and agreements regarding non-competition, invention assignment, non-solicitation of customers, vendors and employees, and trade secrets and confidentiality;
- Identifying and investigating breaches or violations by current or separated employees, including working with our firm's e-discovery group to investigate suspected computer fraud; and
- Addressing concerns surrounding the hiring of employees subject to restrictive covenants or who may possess trade secrets.

Protecting

When litigation is necessary, the battle-hardened litigators on our team are ready to defend your interests. Whether it is on a moment's notice for an injunction proceeding or for protracted litigation, we are committed to providing thoughtful, focused, effective representation. Combined with our nationally recognized project management resources, including IT support, e-discovery, and forensics teams, we bring more than enough muscle to any dispute.

WAGE AND HOUR LAW

With more than 175 attorneys, Ogletree Deakins' Wage and Hour Practice Group is one of the largest in the firm. The group's lawyers are located in nearly all of the firm's 48 U.S. offices and have in-depth knowledge of federal laws, including the Fair Labor Standards Act (FLSA), the Family and Medical Leave Act (FMLA), and prevailing wage laws (such as the Davis-Bacon Act), as well as comparable state laws. Our attorneys include former officials of federal and state labor agencies, including the Wage and Hour Division (WHD) of the U.S. Department of Labor.

Details Matter

Minor decisions or practices can make the difference between compliance and non-compliance with wage and hour laws. Non-compliance can have significant financial consequences, including back pay, fines, and penalties. If uncorrected, non-compliance may result in unwanted, avoidable, and costly lawsuits, especially class and collective action litigation.

Proactive Compliance

Minimum wage, overtime, and other wage payment requirements present a multitude of compliance challenges for employers. Our Wage and Hour attorneys assist employers with many proactive initiatives to ensure compliance with the FLSA, FMLA, and their state law counterparts. For example, one valuable tool for employers is to conduct payroll, timekeeping, compensation, and other related wage and hour practice audits. Ogletree Deakins' attorneys conduct large-scale, multi-phase audits for clients with operations located across the country for the purposes of analyzing hundreds of job positions held by thousands of employees. Common audits we conduct include:

- Reviewing exempt and non-exempt employee classifications;
- Determining if an employer is compensating employees correctly;
- Assessing the compensability of employee time for various preliminary and postliminary activities such as donning or doffing; and
- Designing practices to prevent off-the-clock work.

Other proactive, preventive measures include counseling companies about wage and hour laws and working with employers to devise practical solutions that comply with the law and maximize their operations before enforcement agencies conduct investigations.

Wage and Hour Audits by Agencies

Our lawyers frequently assist clients through audits by DOL or state wage and hour agencies. We understand where a company may be vulnerable in an agency audit and how to best communicate the employer's practices to authorities during any inquiry. Our robust Wage and Hour Practice Group includes Alfred B. Robinson, former Acting Administrator of the DOL's Wage and Hour Division.

State Law Experience

Several states have their own wage and hour laws that augment the FLSA, FMLA, and prevailing wage laws. For example, our California Wage and Hour Practice Group has substantial knowledge and experience with all aspects of California's wage and hour laws as enforced by the California Labor & Workforce Development Agency and as interpreted by various California courts and state enforcement boards and agencies.

WORKPLACE SAFETY AND HEALTH

Ogletree Deakins' Occupational Safety and Health (OSH) attorneys engage in a nationwide practice that includes the representation of employers in "egregious" and other significant litigation of contested OSHA cases before the U.S. Occupational Safety and Health Review Commission, corresponding Occupational Safety and Health Administration (OSHA) state-plan adjudicatory agencies, and appellate courts. The OSH-related services that we provide include:

- Investigation of workplace accidents;
- Effective handling of OSHA inspections and safety whistleblower complaints;
- Negotiation and resolution of OSHA citations;
- Litigation and trial of OSHA citations;
- Advising and counseling to help ensure compliance;
- Utilization of best practices to improve safety and health performance; and
- Conducting safety and health audits.

To help our clients avoid costly OSHA litigation, our OSH attorneys are highly experienced at effectively handling OSHA inspections and in negotiating favorable informal settlements of OSHA citations. We also counsel clients on compliance with OSHA standards, provide advice and best practices to develop or enhance safety and health programs, and conduct safety and health audits.

When a serious workplace accident occurs, Ogletree Deakins can quickly deploy one or more experienced OSH attorneys to conduct an investigation, formulate immediate, contributory, and root causes of the accident, and provide recommendations to help prevent a recurrence. In doing so, we take steps to ensure the availability of legal privileges that can be interposed to protect against undesired or forced disclosure of investigative results, and we work to help limit the potential for related criminal and civil liability.

When a client wants to have their voice heard on OSH law matters in Washington, D.C., our OSH attorneys have the government advocacy experience that can make a difference. We have relationships with high-ranking government agency officials and frequently work closely with numerous national employer associations. Often, we respond to agency rulemaking initiatives on behalf of our clients. For instance, our OSH attorneys authored the rulemaking comments of the Society for Human Resource Management on the OSHA ergonomics program standard in addition to comments on the OSHA hexavalent chromium and construction cranes and derricks standards. Also, we are experienced in interfacing with ancillary federal agencies on OSH law matters, including the National Institute for Occupational Safety and Health on health hazard evaluations.

Attachment D

Attorney Biographies

**Karen F. Tynan**

Of Counsel

karen.tynan@ogletree.com**Location:**Sacramento (Office: 916-840-3150, Fax: 916-840-3159)**Education:**J.D., *cum laude*, Empire College School of Law, 2001

B.S., United States Merchant Marine Academy, 1987

Practice Areas:Employment Law, Workplace Safety and Health

Karen Tynan is an of counsel attorney in the Sacramento office of Ogletree Deakins. Karen is originally from the state of Georgia, and after graduating with honors from the United States Merchant Marine Academy, she worked for Chevron Shipping Company for ten years – sailing as a ship's officer on oil tankers rising to the rank of Chief Officer with her Unlimited Master's License as well as San Francisco Bay pilotage endorsement. Karen was the highest ranking woman in the Chevron fleet when she left her seafaring life. This maritime and petroleum experience is unique among employment lawyers and brings a “real world” approach to working with management and achieving litigation goals.

After her decade in the merchant marine, Karen relocated to California and graduated *cum laude* from Empire College School of Law. During law school, she clerked with the Sonoma County District Attorney's office for two years. The last decade, Karen's specialized in defending employers in the workplace safety arena and defending sexual harassment and wrongful termination lawsuits for California employers including construction companies, transportation companies, wineries, and media companies. Recent notable successes include a 2017 defense verdict in a sexual harassment case in Napa County for a large construction company as well as successful settlement of Cal OSHA citations with a 90% reduction in fines for Willful and Serious citations issued out of Oakland for a large San Francisco based company in 2018. Karen's expertise also includes blood-borne pathogen regulatory compliance related to the Cal/OSHA standard for hospitals, nursing homes, and general industry. She effectively defended five companies regarding the proper hazard minimization with regard to blood-borne pathogens in California.

Karen has been a community leader in Northern California taking leadership positions in a number of school boards and community organizations including libraries and professional organizations. She is the founding counsel for the Committee for Equity in Women's Surfing, which brought prize equality to women's surfing by working closely with the leading big-wave women athletes and the California Coastal Commission and State Lands Commission from 2016 through 2018.

Admitted to Practice:

California

U.S. District Court, Eastern and Northern Districts of California

Professional Activities:

- Sonoma County Bar Association
- Sonoma County Women in Law
- Committee for Equity in Women's Surfing

Media Quotes:

- February 6, 2019 – The New York Times Magazine – “The Fight for Gender Equality in One of the Most Dangerous Sports on Earth”
- December 16, 2018 - USA Today - "Women surfers fight for gender pay equality in killer wave competition"
- October 2018 - Santa Rosa Press Democrat - "Surf's Up and So Is the Pay"
- September 2018 - San Francisco Chronicle - "World Surf League Offers Equal Pay"
- August 2018 - San Jose Mercury News - "Women Surfers Want Equal Pay"
- November 2016 - Esquire Magazine - "Industry Fights Prop 60"

Published Works:

- February 15, 2019 – Ogletree Deakins Blog Post – “California Bill Proposes Three-Year Statute of Limitations for Employment Claims”
- January 25, 2019 – Ogletree Deakins Blog Post – “Cal/OSHA News and Reminders”
- January 22, 2019 – SHRM Online – “Two California Bills Address Independent Contractor Misclassification”
- January 15, 2019 – Ogletree Deakins Blog Post – “California Legislature Considers Two Bills Related to Independent Contractor Misclassification”

**Anthony J. DeCristoforo**

Office Managing Shareholder

anthony.decristoforo@ogletree.com**Location:**Sacramento (Office: 916-840-3141, Fax: 916-503-1721)**Education:**

J.D., Santa Clara University, 1993

B.A., University of California Berkeley, 1989

Practice Areas:Employment Law, Litigation, Wage and Hour, Class Action,
Trucking and Logistics

Anthony (Tony) DeCristoforo is the managing shareholder in the Sacramento office. His employment litigation practice focuses on the representation of employers and supervisors in disputes in state and federal courts, as well as in administrative proceedings and arbitrations. Tony has extensive experience handling wage and hour class actions and claims for discrimination, wrongful termination and sexual harassment. He also advises employers on a wide range of employment-related issues, including wage and hour law, employment agreements, employee handbooks and statutory leave rights.

Tony's general litigation practice includes the representation of businesses and individuals in a variety of civil actions, including unfair competition, breach of contract and business tort lawsuits.

Experience:**California Wage & Hour Class Actions**

- Represented fruit processing company in wage and hour class action alleging rest and meal period violations.
- Defended magazine distributor in wage and hour class action alleging off-the-clock work and claims of unreimbursed expenses.
- Represented employer of truck drivers in class action claiming damages and penalties for rest and meal period violations.
- Representing seafood processor in class action for alleged unpaid overtime, rest and meal period violations and related claims.
- Defending financial services company in wage and hour class action alleging overtime and rest and meal period violations.

Other Employment Litigation

- Obtained summary judgment on behalf of financial services company in lawsuit alleging retaliation and wrongful constructive discharge.
- Obtained summary judgment in favor of telecommunications company in lawsuit alleging retaliation based on complaints of safety violations.
- Successfully defended skilled nursing facility in lawsuit filed by former employee claiming disability discrimination and harassment.

- Defended consumer products company against claim of race discrimination brought by former executive employee.
- Represented global energy producer in action alleging workplace injury discrimination.
- Successfully defended furniture manufacturer against discrimination claim filed by former employee.
- Successfully represented large insurance underwriter in lawsuit involving alleged unfair competition and misappropriation of trade secrets.
- Defended manufacturing company in breach of contract lawsuit filed by former employee for alleged unpaid bonuses.
- Successfully defended software company in action for unpaid wages filed by former employee.
- Represented numerous businesses of all sizes in ADA access lawsuits filed by private litigants.
- Successfully defended various employers in administrative appeals of Cal/OSHA

citations. **Admitted to Practice:**

California
 U.S. District Court, Central, Eastern, Northern and Southern Districts of California
 U.S. Court of Appeals, Ninth Circuit

Honors and Awards:

- Acritas Star (2018)
- *Best Lawyers in America* (2018-present)
- Northern California *Super Lawyers* (2017, 2018)

Professional Activities:

- State Bar of California (Labor and Employment Law Section)
- Sacramento County Bar Association (Past member, Labor and Employment Law Section, Executive Committee and Diversity Hiring and Retention Committee)
- Judge pro tem, Sacramento County Superior Court
- Voluntary attorney, Voluntary Legal Services Program of Northern California
- Past member, Milton Schwartz American Inn of Court
- Past member, Greater Sacramento Area Economic Council, Investor Relations Committee
- Past Member, American Council of Engineering Companies (ACEC) of California, Prevailing Wage Law Committee

- Past member, Board of Directors, Sacramento Children's Home
- Past member, Board of Directors, Jesuit High School Alumni

Association **Speeches:**

- Corporate Labor and Employment Counsel Exclusive - "Life Is Better at the Beach? Surfing California's Latest Employment Developments" - La Quinta - November 8, 2018
- Ogletree Deakins Navigating California Employment Law Seminar - "BREAKING NEWS: Employer Harassment Policies and Investigations Under Fire!" - Napa - March 3, 2018
- Ogletree Deakins Workplace Strategies Seminar – “Dude, Those California Laws Are Gnarly!” – San Diego – May 3, 2017
- Ogletree Deakins Navigating California Employment Law Seminar - ""Reasonable" in California ... But Perhaps Nowhere Else" - Napa - March 2, 2017

**Robert C. Rodriguez**

Associate

robert.rodriguez@ogletree.com**Location:**

Sacramento (Office: 916-840-3150, Fax: 916-840-3159)

Education:J.D., *cum laude*, University of San Diego, 2015B.S., *with honors*, University of San Francisco, 2012**Practice Areas:**Employment Law

Robert Rodriguez has significant experience handling a wide variety of labor and employment matters, including wage and hour class actions, claims of discrimination, retaliation, harassment, and wrongful termination. He also has experience providing in-house legal advice regarding complex labor and employment issues.

Prior to joining Ogletree Deakins, Robert served as an attorney for the Governor's Office of Emergency Services, handling in-house labor and employment matters and previously, at a Sacramento area civil litigation firm, where he handled a wide array of employment related matters.

Robert received his juris doctor, *cum laude*, from the University of San Diego School of Law. During law school, he served as a judicial extern to the Honorable Eddie C. Sturgeon, San Diego County Superior Court, and as a corporate counsel intern in Jack in the Box, Inc.'s legal department. He also served as a summer associate at a prominent civil litigation firm in San Diego.

He received a Bachelor of Science degree, *with honors*, from the University of San Francisco in Organizational Behavior and Leadership.

Experience:

- Obtained a "no cause" finding by the California Department of Fair Employment and Housing in a claim involving disability discrimination and retaliation.
- Obtained summary judgment on behalf of products manufacturer in a multi-million dollar products liability claim.
- Obtained summary judgment on behalf of a home inspector in a high exposure professional liability claim.

Admitted to Practice:

California

U.S. District Court, Central, Eastern, Northern and Southern Districts of California

Professional Activities:

- Sacramento County Bar Association
- Phi Delta Phi Legal Honor Society



Jill L. Schubert

Associate

jill.schubert@ogletree.com

Location:

Sacramento (Office: 916-840-3143, Fax: 916-840-3159)

Education:

J.D., *magna cum laude*, McGeorge School of Law, 2015

B.A., *magna cum laude*, Baylor University, 2009

Practice Areas:

Employment Law, Litigation

Jill is an associate in the Sacramento office of Ogletree Deakins. Her employment litigation practice focuses on defending employers and individuals in state and federal courts, as well as in administrative proceedings and arbitrations. She has experience handling claims of discrimination, retaliation, harassment, wrongful termination, and defamation. She has significant experience representing public entities and non-profits, including public universities, counties, cities, school districts, religious organizations, and healthcare systems throughout California.

Prior to joining Ogletree Deakins, Jill worked at a Sacramento litigation defense firm where she represented public and private entities throughout various stages of litigation. During law school, she externed for the Hon. Consuelo M. Callahan of the United States Court of Appeals for the Ninth Circuit.

Experience:

- Obtained summary judgment on behalf of a large healthcare organization in lawsuit alleging race, age, and associational discrimination, harassment, and retaliation. (2018)

Admitted to Practice:

California
U.S. District Court, Eastern District of California
U.S. Court of Appeals, Ninth Circuit

Professional Activities:

- Sacramento County Bar Association (Labor and Employment Law Section)
- State Bar of California (Labor and Employment Law Section)

Published Works:

- February 12, 2019 – Ogletree Deakins Blog Post – [“California Court of Appeal Identifies Triggers for Reporting Time Pay Obligation”](#)

Attachment E

Organizational Chart

Proposed San Mateo Harbor District Team



Karen Tynan
Of Counsel
Relationship Manager



Tony DeCristoforo
Office Managing Shareholder
High Level Guidance



Robert Rodriguez
Associate



Jill Schubert
Associate

Attachment F

Dun & Bradstreet Financial Statement

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COMPREHENSIVE REPORT

DUNS: 08-342-1131
OGLETREE, DEAKINS, NASH,
SMOAK & STEWART, P.C.

BOX 2757
GREENVILLE SC 29602
300 NORTH MAIN STREET STE 500
AND BRANCH(ES) OR DIVISION(S)
GREENVILLE SC 29601

FINANCIAL STRESS CLASS: 1
CREDIT SCORE CLASS: 1
D&B VIABILITY RATING: 21BG
KEY

=====				
LOWEST RISK		HIGHEST RISK		
1	2	3	4	5

TEL: 864 271-1300

SIC: 81 11
LINE OF BUSINESS: LEGAL SERVICES OFFICE
YEAR STARTED: 1977
CONTROL DATE: 1977

DATE PRINTED: JAN 31 2019

CHIEF EXECUTIVE: L GRAY GEDDIE, SHAREHOLDER

EXECUTIVE SUMMARY

- The Financial Stress Class of 1 for this company shows that during the previous year, firms with this classification had a failure rate of .03% (3 per 10,000), which is lower than the national average.
- The Credit Score Class of 1 for this company shows that during the previous year, 1.1% of the firms with this classification paid one or more bills severely delinquent, which is lower than the national average.
- Subject company pays its bills an average 3 days beyond terms.
- Subject company's industry pays its bills an average 5 days beyond terms.
- Subject company pays its bills more promptly than the average for its industry.
- UCC filing(s) are reported for this business.
- Financing is secured.
- Under present management control 42 years.
- No record of open Suit(s), Lien(s), or Judgment(s) in the D&B database.
- History is clear.

VIABILITY RATING

The D&B viability rating uses D&B's proprietary analytics to compare the most predictive business risk indicators and deliver a highly reliable assessment of the probability that a company will no longer be in business within the next

Thomson Reuters. No claim to original U.S. Government Works.

12 months.

D&B VIABILITY RATING: 21BG

D&B VIABILITY COMPONENTS

VIABILITY SCORE

Viability Score is the first of four components within the D&B Viability Rating. It is a high-level risk indicator that assesses the probability that a company will no longer be in business within the next 12 months, compared to all US businesses within the D&B database. A business is no longer viable when it goes out of business, becomes dormant/inactive or files for bankruptcy. The ranking ranges from 1 to 9 where 9 reflects the highest probability of becoming no longer viable and 1 reflects the lowest probability.

NOTE: The Viability Score is best used when ranking all businesses within your portfolio based on the probability of becoming no longer viable.

RATING: 2 LOW RISK HIGH RISK

<1---<2>---3---4---5---6---7---8---9>

Compared to All US Businesses within D&B Database:

Level of risk: Low Risk

Businesses ranked 2 have a probability of becoming no longer viable: 2%

Percentage of businesses ranked 2: 4%

Across all US businesses, the average probability of becoming no longer viable: 14%

PORTFOLIO COMPARISON

Portfolio Comparison is the second of four components within the D&B Viability Rating. Portfolio Comparison is a more detailed risk indicator that assesses the viability of a company compared to similar businesses within the same model segment which are determined by the amount and type of data available.

A business is no longer viable when it goes out of business, becomes dormant/inactive or files for bankruptcy. Every business within the D&B database falls into 1 of the following 4 profile segments:

- Available Financial Data
- Established Trade Payments
- Limited Trade Payments
- Firmographics and Business Activity

The Portfolio Comparison ranking ranges from 1 to 9 where 9 reflects the highest probability of becoming no longer viable and 1 reflects the lowest probability.

Rating. The Company profile describes a company based on a combination of 4 categories:

Financial Data
Trade Payments
Company Size
Years in Business

A company is characterized by a letter which ranges from A - X; with each letter representing a combination of the 4 categories that make up the company's profile. For example, A describes a company with a comprehensive level data, which has been in business 5+ years, with 50+ employees or \$500k+ in Sales, while X reflects a company with a minimal data, in business <5 years, with <10 employees and <\$10k in Sales. Y and Z reflect a Branch and Subsidiary respectively.

COMPANY PROFILE G

Company Profile Details:

Financial Data : Not Available
Trade Payments : Available: 3+Trade
Business Size : Large: Employees:50+ or Sales: \$500K+
Years in Business : Established: 5+

=====

CREDIT CAPACITY SUMMARY

D&B Rating:	1R2	Payment Activity
		(based on 126 experiences):
		Average High Credit: \$17,671
# of Employees		Highest Credit: \$600,000
Total:	1,308	Total Highest Credits: \$1,477,050
	(191 Here)	

Worth: -
Working Capital: -

=====

FINANCIAL STRESS SUMMARY

The Financial Stress Model predicts the likelihood of business failure which includes ceasing business without paying all creditors in full, reorganization or obtaining relief from creditors under state/federal law over the next 12 months. Scores were calculated using a statistically valid model derived from D&B's extensive data files.

Financial Stress Class: 1
(Highest Risk: 5; Lowest Risk: 1)

Probability of Failure Among
Businesses with this Class: 0.03% (3 per 10,000)

Financial Stress National Percentile: 97
(Highest Risk: 1; Lowest Risk: 100)

Financial Stress Score: 1588
(Highest Risk: 1,001; Lowest Risk: 1,875)

Probability of Failure : 0.48% (48 per
10,000) - Average of businesses in D&B's database

The Financial Stress Score of this business is based on the following factors:

- UCC Filings reported.
- High number of inquiries to D&B over last 12 months.

Notes:

- The Financial Stress Class indicates that this firm shares some of the same business and financial characteristics of other companies with this classification. It does not mean the firm will necessarily experience financial stress.

- The Probability of failure shows percentage of firms in a given percentile that discontinue operations with loss to creditors. The average probability of failure is based on businesses in D&B's database and is provided for comparative purposes.

- The Financial Stress National Percentile reflects the relative ranking of a company among all scorable companies in D&B's file.

- The Financial Stress Score offers a more precise measure of the level of risk than the Class and Percentile. It is especially helpful to customers using a scorecard approach to determining overall business performance.

=====

FINANCIAL STRESS NORMS

Norms for Companies in the Same ...	National Percentile
- Region (SOUTH ATLANTIC)	48
- Industry: BUSINESS, LEGAL AND ENGINEERING SERVICES	52
- Employee Range (500+)	61

- Years in Business Range (26+) 77
- Subject Company 97

Key Comparisons

The subject company has a Financial Stress Percentile that shows:

- Lower risk than other companies in the same region.
- Lower risk than other companies in the same industry.
- Lower risk than other companies in the same employee size range.
- Lower risk than other companies with a comparable number of years in business.

.....
CREDIT SCORE SUMMARY

The Commercial Credit Score predicts the likelihood that a company will pay its bills in a severely delinquent manner (91 days or more past terms), obtain legal relief from creditors or cease operations without paying all creditors in full over the next 12 months. Scores are calculated using a statistically valid model derived from D&B's extensive data files.

Credit Score Class: 1

Incidence of Delinquent Payment Among
Companies with this Class: 1.10%

Percentile: 93

Credit Score: 588

Incidence of Delinquent Payment: 10.20%

- Average compared to businesses in D&B's database

The Credit Score of this business is based on the following factors:

- Proportion of past due balances to total amount owing
- Higher risk industry based on delinquency rates for this industry
- Proportion of slow payments in recent months

Notes:

- The Commercial Credit Score Risk Class indicates that this firm shares some of the same business and financial characteristics of other companies with this classification. It does not mean the firm will necessarily experience severe delinquency.
- The Incidence of Delinquent Payment is the percentage of companies with this classification that were reported 91 days past due or more by

creditors. The calculation of this value is based on D&B's trade payment database.

- The Commercial Credit Score percentile reflects the relative ranking of a firm among all scorable companies in D&B's file.
- The Commercial Credit Score offers a more precise measure of the level of risk than the Risk Class and Percentile. It is especially helpful to customers using a scorecard approach to determining overall business performance.

CREDIT SCORE NORMS

Norms for Companies in the Same ...	National Percentile
-------------------------------------	------------------------

Employee Range (500-38527)	84
----------------------------	----

Years in Business Range (26+)	85
-------------------------------	----

.....	
Subject Company	93

- Lower risk than other companies in the same region.
- Lower risk than other companies in the same industry.

- Region (SOUTH ATLANTIC)	43
---------------------------	----

- Industry: BUSINESS, LEGAL AND ENGINEERING SERVICES	43
--	----

- Lower risk than other companies in the same employee size range.
- Lower risk than other companies with a comparable number of years in business.

- PAYMENT TRENDS

- PAYDEX scores below are based on dollar weighted trade in most recent 12 mos.

'17 '17 '17 '17 '18 '18 '18 '18 '18 '18 '18 '18 '18 '18 '18 '19

MAR JUN SEP DEC FEB MAR APR MAY JUN JUL AUG SEP OCT NOV DEC JAN

Key Comparisons	FIRM 75 75 76 75
-----------------	------------------

The subject company has a Credit Score Percentile that shows:

75 75 75 75 74 74

76 76 76 76 79 78 Industry

Thomson Reuters. No claim to original U.S. Government Works.	7
--	---

.....

Quartiles

Upper	79	79	79	79	79	79	79	79
Median	77	77	77	77	77	77	77	77
Lower	72	72	72	72	71	71	71	72

Industry PAYDEX based on:
 SIC: 8111
 1,136 Firms

KEY TO PAYDEX SCORES:
 79 2 Days Beyond Terms
 77 5 Days Beyond Terms
 71 14 Days Beyond Terms

=====

SUMMARY OF PAYMENT HABITS

Dollar Range Comparisons:

Suppliers That Extend Credit of...	Number of Experiences:	Total Amount	% of Dollars Within Terms
	#	\$	%
OVER \$100,000	3	800,000	94
\$50,000 - 99,999	6	335,000	93
\$15,000 - 49,999	9	180,000	100
\$ 5,000 - 14,999	16	107,500	92
\$ 1,000 - 4,999	19	34,000	87
Under 1,000	30	10,200	91

=====

PAYMENT ANALYSIS BY INDUSTRY

There are 126 payment experiences in D&B's file for the most recent 12 months, with 66 experiences reported during the last three month period.

Total Recd #	Dollar Amount \$	Highest Credit \$	Within Terms ---	Slow 1-30 %	Slow 31-60 %	Slow 61-90 %	Slow 91+ %
Total in D&B's File	126	1,477,050	600,000				

Industry

Telephone communictns	12	91,000	50,000	100	0	0	0	0
Public finance	9	45,500	20,000	100	0	0	0	0
Misc business service	7	67,900	60,000	98	2	0	0	0
Nonclassified	6	121,250	100,000	100	0	0	0	0
Security broker/deal	5	100,000	20,000	100	0	0	0	0
Executive office	5	15,800	5,000	100	0	0	0	0
Short-trm busn credit	4	112,550	55,000	74	26	0	0	0

Misc business credit	3	4,000	2,500	56	44	0	0	0
Whol office supplies	2	100,750	100,000	50	50	0	0	0
Whol office equipment	2	55,000	50,000	95	0	5	0	0
Trucking non-local	2	15,100	15,000	100	0	0	0	0
Business consulting	2	17,500	15,000	100	0	0	0	0
Natnl commercial bank	2	10,500	10,000	100	0	0	0	0
Newspaper-print/publ	2	7,500	7,500	100	0	0	0	0
Whol furniture	2	1,750	1,000	100	0	0	0	0
Whol service paper	2	1,250	1,000	100	0	0	0	0
Misc publishing	2	350	250	100	0	0	0	0
Misc equipment rental	2	150	100	67	33	0	0	0
Whol computers/softwr	1	600,000	600,000	100	0	0	0	0
Help supply service	1	70,000	70,000	100	0	0	0	0
Admin public health	1	10,000	10,000	100	0	0	0	0
Employment agency	1	7,500	7,500	100	0	0	0	0
Ret mail-order house	1	5,000	5,000	50	50	0	0	0
Passenger car rental	1	2,500	2,500	50	50	0	0	0
Local truck w/storage	1	1,000	1,000	100	0	0	0	0
Ret furniture	1	1,000	1,000	100	0	0	0	0
Holding company	1	500	500	50	50	0	0	0
Mfg refrig/heat equip	1	500	500	100	0	0	0	0
Local passenger trans	1	500	500	50	0	50	0	0
Reg misc coml sector	1	250	250	100	0	0	0	0
Books-print/publish	1	50	50	0	0	0	50	50
Electric services	1	50	50	100	0	0	0	0

OTHER PAYMENT CATEGORIES:

Cash Experiences	38	5,300
Paying Record Unknown	3	5,050
Unfavorable Comments	0	0
Placed for Collection		
with D&B	0	0
other	0	N/A

Indications of slowness can be the result of disputes over merchandise, skipped invoices, etc.

 PUBLIC FILINGS SUMMARY

The following data includes both open and closed filings found in D&B's database on the subject company.

Record Type	#	Most Recent Filing Date
Bankruptcy Proceedings	0	-
Judgments	0	-
Liens	0	-

FILING NO: 140506-1321347	DATE FILED: 05/06/2014
TYPE: Amendment	LATEST INFO RECEIVED: 05/15/2014
SEC. PARTY: TD BANK, N.A., GREENVILLE, SC	ORIG. UCC FILED: 04/21/2014
DEBTOR: OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.C.	ORIG. FILING NO: 140421-1601388
	FILED WITH: SECRETARY OF STATE/UCC DIVISION, SC

COLLATERAL: Negotiable instruments and proceeds - Accounts receivable and proceeds - Account(s) and proceeds - Computer equipment and proceeds - and OTHERS

FILING NO: 2009111045-8	DATE FILED: 07/29/2009
TYPE: Original	LATEST INFO RECEIVED: 08/18/2009
SEC. PARTY: REGIONS BANK, GREENVILLE, SC	FILED WITH: UNIFORM COMMERCIAL
DEBTOR: OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.L.L.C., BLOOMFIELD HILLS, MI	CODE SECTION, MI

This data is for information purposes only. Certification can only be obtained through the Michigan Department of Consumer and Industry Services, Bureau of Commercial Services, Corporation Division.

FILING NO: 2014015525-0	DATE FILED: 01/31/2014
TYPE: Continuation	LATEST INFO RECEIVED: 03/14/2014
SEC. PARTY: REGIONS BANK, GREENVILLE, SC	ORIG. UCC FILED: 07/29/2009
DEBTOR: OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.L.L.C., BLOOMFIELD HILLS, MI	ORIG. FILING NO: 2009111045-8
	FILED WITH: UNIFORM COMMERCIAL CODE SECTION, MI

This data is for information purposes only. Certification can only be obtained through the Michigan Department of Consumer and Industry Services, Bureau of Commercial Services, Corporation Division.

COLLATERAL: Negotiable instruments and proceeds - Accounts receivable and proceeds - Account(s) and proceeds - Computer equipment and proceeds - and OTHERS

FILING NO: 2009111044-6	DATE FILED: 07/29/2009
TYPE: Original	LATEST INFO RECEIVED: 08/18/2009
SEC. PARTY: CAROLINA FIRST BANK, GREENVILLE, SC	FILED WITH: UNIFORM COMMERCIAL
DEBTOR: OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.L.L.C., BLOOMFIELD HILLS, MI	CODE SECTION, MI

This data is for information purposes only. Certification can only be obtained through the Michigan Department of Consumer and Industry Services, Bureau of Commercial Services, Corporation Division.

FACILITIES: Occupies 40,000 sq. ft. on 4,5,6 floor of a multi story brick building.

LOCATION: Central business section on well traveled street.

BRANCHES: This business has multiple branches; detailed branch information is available in the D & B's linkage or family tree products.

OTHER CORPORATE DETAILS

CORPORATE STATUS: DISSOLVED

CORPORATE AGENT: JOEL A DANIEL, 300 N MAIN ST, GREENVILLE, SC

STATE ID NO: F236542

=====

FINANCIAL SUMMARY

KEY BUSINESS RATIOS

NOTE:

D&B has been unable to obtain sufficient financial information from this company to calculate business ratios. Our check of additional outside sources also found no information available on its financial performance.

To help you in this instance, ratios for other firms in the same industry are provided below to support your analysis of this business.

(Industry Norms Based on 30 Establishments)

Firm	Profitability		Short-Term Solvency		Efficiency (%)		Utilization (%)
	Return on Sales	Return on Net Worth	Curr Ratio	Quick Ratio	Assets/Sales	Sales/Net working Capital	Total Liabs/Net Worth
Firm	UN	UN	UN	UN	UN	UN	UN
Industry Median	9.4	32.7	2.9	2.5	23.6	7.7	31.5
Industry Quartile	UN	UN	UN	UN	UN	UN	UN

UN = Unavailable

FINANCIAL INFORMATION

11/03/18 D&B has updated this report using available sources.

CUSTOMER SERVICE

If you need any additional information, or have any questions regarding this report, please call our Customer Service Center at (800) 234-3867 from anywhere within the U.S. From outside the U.S., please call your local D&B office.

END OF COMPREHENSIVE REPORT

Attachment G

Signed Acknowledgement of Addenda Form

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

SAN MATEO COUNTY HARBOR DISTRICT

ACKNOWLEDGEMENT OF ADDENDA

The undersigned Proposer acknowledges receipt of the following addenda, if issued, to the RFP Documents. If none received, write "None Received."

Addendum No. 1 , dated February 13, 2019

Addendum No. _____, dated _____

Addendum No. _____, dated _____

Date: _____

Firm: Ogletree, Deakins, Nash, Smoak & Stewart, P.C.

Print Name: Anthony DeCristoforo

Signature: _____

Title: Office Managing Shareholder



Renne Public Law Group®

**PROPOSAL FOR LABOR AND EMPLOYMENT
LEGAL SERVICES**

SAN MATEO COUNTY HARBOR DISTRICT

FEBRUARY 28, 2019

**PRIMARY CONTACT:
ARTHUR A. HARTINGER
RENNE PUBLIC LAW GROUP, LLP
350 SANSOME STREET, SUITE 300
SAN FRANCISCO, CA 94104
(415) 848-7200**

February 28, 2019

VIA MESSENGER

Julie van Hoff
Director of Administrative Services
San Mateo County Harbor District
P.O. Box 1449
El Granada, CA 94018

Re: ***Proposal for Labor and Employment Legal Services
#2019-02***

Dear Ms. van Hoff:

Renne Public Law Group, LLP (“RPLG”) is pleased to submit this proposal to provide labor and employment legal services to the San Mateo County Harbor District (“The District”). We affirm that we possess the knowledge, experience, and ability to provide the legal services requested.

RPLG represents numerous public agencies in a variety of labor employment matters, including day-to-day general advice and counseling; litigation; investigations; labor relations; and training. We understand the District is seeking labor and employment services, and we are fully qualified to perform this work. We do not have a legal conflict that would limit our ability to represent the District.¹

Please note that we are partnering with a prominent maritime attorney, Terry Cox of Cox Wooton, in order to meet the RFP’s preference for some maritime experience. Mr. Cox has confirmed that his firm has no conflicts.

I will be point of contact for this proposal. We look forward to the District’s review and consideration of RPLG for these legal services.

Sincerely,



Arthur A. Hartinger
Partner

¹ Although it is not a legal conflict, we do disclose that one of our lawyers – Geoffrey Spellberg – was retained to provide individual legal advice to Commissioner Tom Mattusch in connection with a confidential personnel matter. We understand that the investigation is completed, and the engagement is concluded.

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I. INTRODUCTION

A. Firm Background

Renne Public Law Group, LLP (“RPLG”) is pleased to submit this proposal to provide labor and employment services to the San Mateo County Harbor District (“The District”).

The Renne Public Law Group’s mission is to advocate for local public agencies and nonprofits. We represent myriad public agencies throughout the State of California, including large agencies such as the City and County of San Francisco and the City of Los Angeles, to smaller entities such as the Town of Corte Madera and Half Moon Bay. Please visit our website at www.rennepubliclawgroup.com to learn more about our firm.

RPLG’s labor and employment group is renowned for its deep bench of talent, responsiveness and success rate. The group has a very active litigation practice, with cases active in state and federal courts, including appellate courts. We provide full service labor and employment services, from labor relations and collective bargaining, to EEO investigations, to preventive workplace training and more.

II. APPROACH TO SCOPE OF SERVICES

With collective experience in nearly every area of public law, our attorneys are skilled and effective counselors and advocates for local governments. Our government law attorneys routinely advise legislative bodies on state and federal laws governing local government decision-making and operations. We have extensive experience reviewing and preparing ordinances, resolutions, staff reports and charter amendments. Our comprehensive understanding of the political and legal relationships among various boards and agencies within local jurisdictions allows us to negotiate and resolve issues effectively.

Our approach is ethical and collaborative. We value our long term relationships with our clients. We are responsive and understand the sense of urgency that often accompanies sensitive personnel issues. Our practice is to return telephone calls within four hours, and we pride ourselves on a usually faster response time.

When we enter into a long term relationship with a public agency, we meet with the key stakeholders to learn their objectives. We build a database of all relevant documents, including enabling ordinances, memoranda of understanding (MOUs) and personnel policies, in order to achieve a clear understanding of governing rules, and to facilitate prompt and effective legal advice.

Depending on the project, we use a team approach, involving key personnel who can most efficiently deliver the services required. We are unique in that we also have a consulting group of non-lawyers, who can deliver services such as salary surveys and financial analyses. Our consulting group, known as RPLG.solutions, is more fully described at www.RPLG.solutions.

A. Labor & Employment Litigation and Administrative Proceedings

Our labor and employment practice model believes in preventative advice and training. The significant previous experience of many of our lawyers as in-house counsel for the City and County of San Francisco gives us heightened sensitivity to the need for proactive legal advice aimed at preventing and reducing the legal risks associated with litigation and administrative proceedings. In the event a labor or employment dispute advances to administrative hearing or litigation, our attorneys are fully prepared to assist the District at every stage of proceedings before state and federal courts, arbitrators and administrative tribunals.

1. Labor & Employment Litigation

We are effective and fearless trial lawyers. Collectively, we have defended race, gender, sexual orientation, age, national origin, religion and disability discrimination claims, harassment and retaliation claims, claims alleging failure to accommodate under state and federal laws, wrongful discharge suits, speech and whistleblower cases, defamation lawsuits, negligent hiring and retention claims, Fair Labor Standards Act (FLSA) overtime suits, civil service terminations, and lawsuits involving allegations that retirement benefits and/or retiree health benefits are “vested” and not subject to change.

RPLG litigators have substantial expertise handling the most complex labor and employment law issues in California. We are currently representing several clients in cutting edge labor issues involving pension reform, retiree health care benefits and vested rights, as well as collective bargaining and wage and hour issues. We are regularly called upon by the League of California Cities and the California State Association of Counties to write amicus briefs on key issues to the California Supreme Court and California Courts of Appeal.

2. Labor & Employment Administrative Proceedings

We regularly handle proceedings before state and local administrative agencies, including the Public Employment Relations Board, local personnel boards and commissions, the Office of Administrative Hearings, the Department of Labor, the Department of Fair Employment and Housing (DFEH), the Equal Employment Opportunity Commission (EEOC), and other labor and employment regulatory agencies. We have also handled dozens of contract labor arbitrations, with panels and neutrals selected from the California State Mediation and Conciliation Service, the American Arbitration Association, JAMS, the Federal Mediation and Conciliation Service and other alternative dispute resolution groups. Our familiarity with administrative agencies and California’s community of neutrals gives our clients an edge when selecting a neutral or litigating a particular dispute.

Our specific services include, without limitation:

- Advising and representing public agencies in disputes arising under labor contracts, local ordinances and personnel rules;
- Representing public employers in mediations, the fact-finding process, interest arbitrations, unilateral implementation and other impasse procedures;
- Defending unfair labor practice charges against employers at investigative, hearing and appeal stages;
- Representing employers in unfair labor practice charges against employee organizations for bargaining-related conduct;
- Representing public employers in arbitration cases involving discipline and/or contract grievances;
- Litigating disciplinary cases before civil service commissions and personnel boards;
- Representing public agencies in civil service and merit system hearings, EEOC and DFEH hearings;
- Representing local commissions and personnel boards in contested discipline matters; and
- Advising and representing public agencies in relation to strikes and injunctions.

B. Labor & Employment Advice, Training and Personnel Investigations

Our labor and employment group has unparalleled experience in advice, training and investigations.

1. Employment Advice

Our attorneys work collaboratively to navigate the complicated web of state and federal employment laws, collectively bargained contracts, civil service rules, charter provisions, local codes and ordinances, and personnel rules.

We regularly advise employers on personnel and employment matters involving, without limitation: harassment, discrimination and retaliation; Americans with Disabilities Act (ADA) compliance and accommodation issues; FLSA overtime requirements and leave issues; discipline, discharge and performance management; drug and alcohol policies; lawful hiring and background screening; violence prevention programs; employment policies and employee manuals; pension and medical benefits; and, CALPERS and '37 Act issues.

Our attorneys also have expertise in benefits, pension and other post-employment benefits (OPEB) reform, and we maintain strong working relationships with outside actuarial experts.

2. Labor Relations & Negotiations

Whether we are representing the District during labor negotiations or advising the District on a matter related to labor relations, we intend to work collaboratively with District representatives to develop solutions that are legally appropriate, practical, and informed by a clear understanding of the District's goals and mission.

Our seasoned labor negotiators are available to advise and/or represent the City throughout the negotiation process. We have worked extensively with labor organizations representing every type and level of public sector employees addressing all aspects of wages, hours, benefits and working conditions.

When providing labor negotiation services, we coordinate closely with agency representatives to develop a timeline that includes strategy meetings with department heads, as well as closed session meetings to seek guidance and bargaining instructions, to provide updates, and to seek approval on any tentative agreement. We maintain comprehensive records of negotiation sessions, meetings with agency leaders, proposals, research and internal memoranda to keep the negotiation team organized and accountable.

Our practice model is also underscored by our reliance on financial data and operational analyses. We work closely with agency and departmental finance managers and, as applicable, with outside experts, to accurately assess labor costs, and to explain these costs to the elected or appointed board and to labor organizations. As requested, our labor relations professionals are available to help the City develop compensation, classification, and recruitment and retention studies, as well as other analytical tools.

Our expertise is often called upon to manage changes during times of tremendous fiscal and political pressure. We have represented many cities on cutting edge issues during labor negotiations, including declarations of fiscal emergency, Chapter 9 bankruptcy, and AB 506 processes, the multiple ballot-related negotiations and litigation concerning pension reform and interest arbitration. Our attorney's representative experience includes the Cities of Vallejo (concession negotiations, bankruptcy, post-bankruptcy recovery, administrative proceedings), San Jose (labor litigation stemming from pension initiatives), Stockton (concession bargaining, declaration of fiscal emergency and subsequent bankruptcy), Oakland (concession negotiations with public safety unions) and Los Angeles (creating and defending a retiree medical subsidy reform).

3. Workplace Trainings

RPLG offers a variety of training programs for public sector agencies, managers and employees. We can tailor any program to fit the Agency's specific needs and can work with the Agency beforehand to develop a uniquely effective and informative session.

Our training sessions are designed to help the City become better equipped to navigate and comply with the legal complexities of public sector employment regulations and statutes to avoid costly legal proceedings down the road. Workplace training topics include, without limitation:

- AB 646 fact-finding;
- Concessionary bargaining;
- Sexual harassment training for supervisors (AB 1825 compliant);
- Accommodating employee disabilities and religious beliefs;
- Employee classification and compensation;
- Public sector discipline;
- Conducting workplace investigations;
- Essentials of labor relations;
- Ethics training for officials (AB 1234);
- Brown Act and Public Records Act;
- Public Safety Officers' Procedural Bill of Rights Act; and
- Firefighters' Procedural Bill of Rights Act.

4. Personnel Investigations

Our thorough and objective investigations can be key to resolving workplace misunderstandings, deciding matters of discipline, resolving allegations of misconduct, preventing unsafe or discriminatory working environments, and demonstrating that a public entity has complied with its policies prohibiting discrimination and harassment. Our well-reasoned investigative findings can support a public entity's actions if they are challenged in disciplinary proceedings or in state or federal court.

With extensive backgrounds in litigation and appellate practice, our attorneys have the experience and knowledge required to conduct thorough, impartial and fair investigations, and to produce a well-written and persuasive report. Accordingly, we have conducted investigations ranging from high level, high profile, and politically sensitive matters to allegations of workplace violence, fraud, discrimination, harassment, retaliation, and other policy violations. We also work with non-attorney investigators who are often more inexpensive and better suited for certain investigations.

Our significant public sector experience allows us to work with our clients to determine the proper scope of each investigation and to ensure compliance with all applicable substantive and procedural laws and rules, including due process requirements, and labor rules such as "Weingarten Rights."

III. QUALIFICATIONS AND EXPERIENCE

A. Proposed Team

Although we work as a team, providing a network of legal and consulting support for our public sector clients across all our practice areas, we are pleased to propose Arthur Hartinger, Jonathan Holtzman, Geoff Spellberg and Lori Liu as the primary providers of labor and employment services. The detailed bios for each of these individuals are included as Attachment D.

Arthur Hartinger

Arthur Hartinger is a founding partner of Renne Public Law Group Arthur (Art) Hartinger is one of California's leading labor and employment attorneys. He is a founding partner of Renne Public Law Group. Since 2004, he has been recognized each year as a "Northern California Super Lawyer" and was one of the Daily Journal's "Top 75 Labor & Employment Attorneys" in 2013. He was also selected by the Daily Journal as one of the "Top 20 Municipal Lawyers in California" for 2011, 2012, and 2013, and in 2012 he was named one of the "Top 100 Lawyers in California."

Mr. Hartinger has over 30 years of experience negotiating with labor groups on behalf of government entities. Mr. Hartinger represents public and private clients in complex state and federal litigation pertaining to all types of labor and employment issues, including California and U.S. constitutional law, the Fair Labor Standards Act (FLSA), Title VII, Title IX, the Fair Employment and Housing Act (FEHA), and the Americans with Disabilities Act (ADA). In his 30-year career, Art has represented clients in a variety of litigation matters, including class actions, writs, and jury trials. His litigation practice also includes administrative and binding arbitration hearings before personnel boards, arbitrators and administrative law judges. He also frequently advises public agencies, personnel boards, and civil service commissions.

Mr. Hartinger is also experienced in labor relations, negotiations and workplace investigations. As a lead negotiator in collective bargaining, he has represented numerous employers in negotiations with deputy sheriffs, police and fire personnel, managers, service employees, laborers, attorneys, and other professional and service employees. Art has served as lead counsel in a variety of fact finding and interest arbitrations projects.

Before joining the Renne Public Law Group, Art was a partner at Renne Public Law Group, a partner and chairperson of the Labor and Employment Group at Meyers Nave, a partner at Liebert Cassidy & Frierson, and a Deputy City Attorney in the San Francisco City Attorney's Office.

Jonathan Holtzman

Jonathan (Jon) Holtzman is a founding partner of Renne Public Law Group. Mr. Holtzman serves as the firm's managing partner. RPLG proposes founding partner Jonathan Holtzman as the lead negotiator to the City. Mr. Holtzman has over 31 years of experience negotiating with labor groups on behalf of government entities.

Throughout his time with San Francisco, he conducted and managed labor negotiations and interest arbitration with all of the City's 50 unions — including construction trade employee organiza-

tions — and served as lead counsel in lawsuits, writs, class actions and appeals involving labor and employment issues.

Mr. Holtzman specializes in handling labor relations and government law issues for his clients. A highly experienced and effective labor negotiator, Mr. Holtzman is particularly skilled at handling complex negotiations involving multiple employee organizations, and negotiations in which the employer faces significant fiscal constraints.

Prior to entering private practice, Mr. Holtzman served as Director of Labor and Policy in the Office of San Francisco Mayor Willie L. Brown, Jr. His duties included serving as the Mayor's Chief Labor Negotiator. As a Senior Advisor to the Mayor, Mr. Holtzman oversaw the management of City employment and benefits issues and helped craft major policy initiatives including the City's living wage law, civil service reforms, and criminal justice initiatives.

Before working directly for Mayor Brown, Mr. Holtzman was San Francisco's Chief Deputy City Attorney. Prior to his appointment as Chief Deputy City Attorney, Mr. Holtzman was San Francisco's Chief Labor and Employment Attorney. In that role he served as Chief Negotiator in labor negotiations and interest arbitration with the City's 47 unions and acted as lead counsel in lawsuits, writs, class actions, and appeals involving all facets of labor and employment law. Mr. Holtzman managed the City's transition to collective bargaining and interest arbitration and drafted attendant charter and civil service reform measures. On behalf of three mayoral administrations and numerous boards of supervisors, he also authored and negotiated more than a dozen labor-related charter amendments adopted by the voters.

Mr. Holtzman has been extensively involved in efforts to improve government effectiveness. He negotiated and drafted a 1999 ballot measure reforming the governance of San Francisco's municipal transit system and making it a quasi-independent agency, and Proposition G, which overhauled MUNI's system of negotiation with unions. He also drafted a 2002 ballot measure enhancing the authority of the San Francisco Public Utilities Commission, and a 2003 ballot measure requiring the City Controller to conduct "benchmarking" studies of City services, as well as performance audits to improve government effectiveness.

Before joining the San Francisco City Attorney's Office, Mr. Holtzman was an associate at Morrison & Foerster, where he focused primarily on employment class actions. Upon graduation from Stanford Law School, he clerked for California Supreme Court Associate Justice Otto Kaus for two years.

Geoffrey Spellberg

Geoffrey (Geoff) Spellberg Mr. Spellberg is a highly experienced litigator and trial attorney who has successfully represented many public agencies in litigation matters. Mr. Spellberg has tried numerous cases to verdict (most on behalf of public entities) involving various practice areas, including wrongful termination cases and public construction litigation. He was one of the lead counsels for the Defendants in the *Booker v. City of Richmond* case that resulted in a complete defense verdict in favor of the City, Police Chief, and Deputy Chief after a four month trial.

Lori Liu

Lori Liu joined RPLG as a Senior Associate in July 2018. Previously, Ms. Liu served a four year term on the Brisbane City Council following her election in 2013, and served as Mayor Pro Tempore in 2015-2016, and as Mayor in 2016-2017. An avowed champion of education, children, the arts, recreation, economic development, the environment, and volunteerism in civic engagement, Ms. Liu helped to govern the City of Brisbane with integrity and dedication. During her term as Brisbane Mayor, she led the City Council public hearings and deliberations related to the Brisbane Baylands Project and Council's decision-making regarding the Final Environmental Impact Report (EIR) for the Baylands Development, contributed to the adoption of the City's first ever Precise Plan for Parkside at Brisbane Village, and supported preparation efforts to construct the City's new Brisbane Library.

During her term as a Council member, Ms. Liu served on the City's Economic Development Subcommittee, Fiscal & Administrative Policy Subcommittee, Planning Issues Subcommittee, Public Information and Technology Subcommittee, Health and Safety Issues Subcommittee, and School/City Subcommittee. While on the City Council, she served as a representative to a number of regional government organizations, including the League of California Cities, Association of Bay Area Governments, City/County Association of Governments (C/CAG), the Peninsula Clean Energy Board of Directors, the County Library JPA Governing Board, Airport Community Roundtable, and San Mateo County Council of Cities Executive Board. Prior to elected office, Ms. Liu served on the City of Brisbane's Open Space and Ecology Committee, the Board of Directors of the Brisbane Chamber of Commerce, and on the Board of Directors of the Landmark at the Ridge Homeowner's Association.

Terence Cox

Terence Cox is a founding partner at Cox, Wootton, Lerner, Griffin & Hansen, LLP (CWL). He was previously a partner with Derby, Cook Quinby & Tweedt. Mr. Cox is partnering with RPLG to supply his extensive knowledge and experience with maritime law. Mr. Cox's expertise in maritime law includes maritime injury claims and death, product liability and salvage, vessel collisions, and loss of vessels by fire and grounding.

Please find the detailed biographies for each attorney located in Attachment D.

B. References

	<p>Agency Name: City and County of San Francisco Services provided: MAA Labor Negotiations (size: 870,887) Year of service: 2017 Contact: Carol Isen, Employee Relations Director Phone: 415-557-4857 Email: carol.isen@sfgov.org</p>
	<p>Agency Name: San Francisco Housing Authority Services provided: Crafts Labor Negotiations (size: 870,887 – same as San Francisco) Year of service: 2017 Contact: Joaquin Torres, President Phone: 415-554-7013 Email: joaquin.torres@sfgov.org</p>
	<p>Agency Name: City of Santa Rosa Services provided: IAFF Local 1404 Labor Negotiations and Interest Arbitration (size: 175,155) Year of service: 2017 - Present Contact: Gloria Hurtado, Deputy City Manager Phone: 707-543-3010 Email: ghurtado@srcity.org</p>

IV. SIZE, STRUCTURE, AND LOCATION

Renne Public Law Group, LLP is in San Francisco with the physical address of 350 Sansome Street, Suite 300 San Francisco, CA 94104. The structure of RPLG consists of thirty-two people in positions ranging from Partner to Front Office Coordinator.

The chart below identifies the proposed legal team, practice areas, and support staff. Additional details are located on Attachment D.

PRACTICE AREAS	ATTORNEY	SUPPORT STAFF
LABOR AND EMPLOYMENT INVESTIGATIONS LITIGATION GOVERNMENT WRITS AND APPEALS	ARTHUR A. HARTINGER PARTNER	SECRETARY ASSISTANT
LABOR AND EMPLOYMENT LITIGATION GOVERNMENT	JONATHAN V. HOLTZMAN PARTNER	ASSISTANT
EMPLOYMENT CONSTRUCTION AND COMPLEX LITIGATION LABOR RELATIONS AND LABOR LAW LITIGATION	GEOFFREY SPELLBERG OF COUNSEL	SECRETARY
LITIGATION LABOR AND EMPLOYMENT	LORI LIU SENIOR ASSOCIATE	SECRETARY
LITIGATION MARITIME CATASTROPHIC CLAIMS MEDIATOR AND ARBITRATOR TRANSPORTATION REAL ESTATE BUSINESS INSURANCE	TERENCE COX PARTNER (CWL)	SECRETARY

V. ADDITIONAL PRACTICE AREAS

In addition to Labor and Employment work, Renne Public Law Group provides service in the following practice areas: of Government Law, Elections Law, Litigation, Writs & Appeals, and Public Interest Litigation. Summaries below provide more details about these practice areas.

A. Government Law

RPLG provides ongoing and interim city attorney, general counsel, and specialized general government legal services for local governments on a contract basis. Collectively, our lawyers have decades of experience serving as chief legal advisors for local public agencies. Based on that experience, our attorneys advise cities, counties and special districts on matters related to the Brown Act, the Public Records Act, ethics laws, public contracting, public works, and economic development and housing. We help public officials develop and implement effective and creative legislative solutions by drafting ordinances. We also represent public agencies and officials in federal and state court against challenges to their decisions and policies.

B. Elections Law

Our elections law practice model recognizes the critical need for election officials to receive timely, accurate and practical legal advice to solve election problems arising under state and federal law. Our attorneys have provided election law advice and representation on routine and cutting-edge elections issues, including recall elections, the Voting Rights Act, the Help America Vote Act, and the certification, security and reliability of new voting systems. We are prepared to effectively represent officials in election litigation subject to inherently constrained timelines.

C. Litigation

We defend public agencies and officials in federal and state court against challenges to their decisions, policies and legal enactments. Additionally, we defend public agencies on claims alleging violations of the state's open meetings and public records laws, constitutional claims, contract disputes and construction litigation. Our approach is to zealously defend the ability of public officials and staff to make the difficult decisions they are charged with making.

D. Writs & Appeals

Our attorneys have represented government clients at every stage of state and federal appeals, with a special emphasis on constitutional issues.

E. Public Interest Litigation

Our affirmative litigation model is based on the vanguard approach to public sector litigation developed by RPLG founding partners Louise Renne and Jon Holtzman at the San Francisco City Attorney's Office. We have represented and organized public agencies, non-profit organizations and individuals in public interest and consumer protection litigation. Some of our public litigation matters have concerned elder abuse, insurance broker abuse and alcoholic beverage sales targeted at minors.

F. Financial Stability

RPLG does not have any pending administrative proceedings, claims, lawsuits, settlements, or other exposures pending. We are very stable – in a large part due to a very diverse group of clients. Please see our client list at www.rennepubliclawgroup.com. We are current on all outstanding debts to third parties. We do not currently anticipate any changes that would impair our financial stability.

G. Acknowledgement of Addenda

The acknowledgement of addenda is found in Attachment C.

H. Cost Proposal

RPLG's cost proposal is found in Attachment A.

ATTACHMENT A

SAN MATEO COUNTY HARBOR DISTRICT
 REQUEST FOR PROPOSALS (RFP) #2019-02
 LABOR AND EMPLOYMENT LEGAL SERVICES

COST PROPOSAL FORMS

Pursuant to the Notice Inviting Proposals, the undersigned Proposer herewith submits a Proposal on the Proposal Form or Forms attached hereto and made a part hereof and binds itself on award by the San Mateo County Harbor District under this Proposal to execute a Contract in accordance with its Proposal, the Proposal Documents, and the award. The attached Notice Inviting Proposals and Addenda, if any, are made a part of this Proposal and all provisions thereof are accepted, and all representations and warranties required thereby are hereby affirmed.

THE PROPOSAL BELOW INCLUDES ANY AND ALL LABOR, MATERIALS, APPLICABLE TAXES, INSURANCE, SUBCONTRACTOR COSTS, TRAVEL EXPENSES, TELEPHONE COSTS, COPYING COSTS, PROFIT, ADMINISTRATIVE AND OVERHEAD FEES, AND ALL OTHER COSTS NECESSARY FOR THE PERFORMANCE OF ALL THE SERVICES CALLED FOR UNDER THE FOLLOWING CONTRACT. ANY PROPOSED REIMBURSABLE COSTS SHALL BE SEPERATELY IDENTIFIED (E.G. OVERNIGHT DELIVERY, UPCHARGE ON 3RD PARTY INVOICES).

POSITION	UNBURDENED HOURLY RATE	ALL-INCLUSIVE HOURLY RATE*	ESTIMATED HOURS PER MONTH**	EXAMPLE OF DUTIES
PARTNERS	\$325 - \$450	\$325 - \$450	10	ADVISE AND REPRESENT THE DISTRICT IN DISPUTES REPRESENT THE DISTRICT IN MEDIATIONS, THE FACT-FINDING PROCESS, INTEREST ARBITRATIONS, UNILATERAL IMPLEMENTATION AND OTHER IMPASSE PROCEDURES; DEFENDING UNFAIR LABOR PRACTICE CHARGES AGAINST EMPLOYERS AT INVESTIGATIVE, HEARING AND APPEAL STAGES
OF COUNSEL	\$295 - \$395	\$295 - \$395	10	REFER TO PARTNER DUTIES.
ASSOCIATES	\$220 - \$325	\$220 - \$325	10	REFER TO PARTNER DUTIES.

*Hourly Rate should include overhead costs as listed above. Time spent traveling to and from District meetings held within San Mateo County and any travel costs associated with such travel is not reimbursable.

**Estimated Hours should be based on comparable size and complexity of similar governmental entity.

The Cost Proposal Form must be signed on the next pages (page 2 or 3 of Attachment A). Proposals submitted in any other form will be considered non-responsive and may be rejected. Signatures herein bind Proposer to the entirety of its Proposal, including all documents submitted with these Cost Proposal Forms.

SAN MATEO COUNTY HARBOR DISTRICT
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LABOR AND EMPLOYMENT LEGAL SERVICES

DOCUMENTS TO ACCOMPANY COST PROPOSAL:

Items 7 A-G of the Proposal Content must accompany the Cost Proposal for a Proposal to be deemed responsive.

NAME UNDER WHICH BUSINESS IS CONDUCTED

CONTACT INFORMATION OF PERSON AUTHORIZED TO EXECUTE CONTRACT

Name: Arthur Hartinger

Business Address: 350 Sansome Street, Suite 300

City/State/Zip: San Francisco, CA 94104

Telephone Number: (415) 848-7200 Facsimile Number: (415) 848-7232

E-Mail Address: ahartinger@publiclawgroup.com

MANDATORY SIGNATURE(S)

- SOLE OWNER, sign here:** I sign as sole owner of the business named above.

-
- PARTNERSHIP, one or more partners sign here:** The undersigned certify that we are partners in the business named above and that we sign this Proposal with full authority to do so.
-

SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES

X CORPORATION OR LLC, sign here*: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Entity Name: Renne Public Law Group, LLP

By: Title: Arthur Hartinger, Partner



By: Title: Jonathan Holtzman, Partner



Incorporated under the laws of the State

** If the Proposer is a corporation, this Cost Proposal Form must be executed by two corporate officers, consisting of: (1) the president, vice president or chair of the board; and (2) the secretary, assistant secretary, chief financial officer or assistant treasurer. In the alternative, this Cost Proposal Form may be executed by a single officer or a person other than an officer provided that evidence satisfactory to the District is provided demonstrating that such individual is authorized to bind the corporation or LLC (e.g. a copy of a certified resolution from the corporation's board or LLC's board or a copy of the corporation's bylaws or LLC's operating agreement.)*

IF JOINT VENTURE, officers of each participating firm sign here: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Joint Venture Name: _____

By: Title: _____

By: Title: _____

ATTACHMENT B

AGREEMENT

LABOR AND EMPLOYMENT LEGAL SERVICES

THIS AGREEMENT is made as of this [February 28], 2019, by and between the San Mateo County Harbor District (“District”) and [Renne Public Law Group, LLP], (“Contractor”).

WHEREAS, the District desires to obtain professional services in connection with Labor and Employment Legal Services (Project) and has issued an RFP dated January 22, 2019 a copy of which is attached and incorporated as Exhibit A; and

WHEREAS, Contractor desires to perform such services and has represented that it is experienced and qualified to perform such services. It has submitted a written proposal, dated [February 28, 2019], a copy of which is attached and incorporated as Exhibit B; and

WHEREAS, the District’s Board of Harbor Commissioners, at its meeting on [March 20], 2019, authorized the General Manager to enter into this Agreement.

NOW, THEREFORE, THE PARTIES AGREE AS FOLLOWS:

1. RENDITION OF SERVICES

The Contractor agrees to provide professional services to the District in accordance with the terms and conditions of this Agreement. In the performance of its work, the Contractor represents that it (1) has and will exercise the degree of professional care, skill, efficiency, and judgment of contractors with special expertise in providing such services; (2) carries all applicable licenses, certificates, and registrations in current and good standing that may be required to perform the work; and (3) will retain all such licenses, certificates, and registrations in active status throughout the duration of this engagement.

2. SCOPE OF SERVICES

Contractor will provide District the scope of services set forth in Exhibit A in accordance with the terms and conditions of this Agreement. In the event of any inconsistency between the terms of this Agreement and the terms of Exhibit A, this agreement shall prevail.

3. SCHEDULE

Contractor will commence work upon District’s direction and unless the Agreement is terminated sooner pursuant to Section 20 will complete all work requested by the District.

4. KEY PERSONNEL

It is understood and agreed by the parties that at all times during the term of this Agreement that [Arthur Hartinger] shall serve as the primary staff person of the Contractor to undertake, render and oversee all of the services under this Agreement. Upon written notice by the Contractor and approval by the District, which will not be unreasonably withheld, the Contractor may substitute

this person with another person, who shall possess similar qualifications and experience for this position.

5. COMPENSATION

[Please refer to attachment A (cost proposal). Contractor, RPLG, is open to discussing this at a later date]

6. NOTICES

All communications relating to the day-to-day activities of the Project shall be exchanged between the District's [General Manager] and the Contractor's [Arthur Hartinger].

All other notices and communications regarding interpretation of the terms of this Agreement and changes thereto shall be given to the other party in writing and may be given by personal delivery to a representative of the parties or by mailing the same, postage prepaid, addressed as follows:

If to the District: San Mateo County Harbor District
504 Ave. Alhambra, 2nd Floor
P.O. Box 1449
El Granada, CA 94018 Attention: [Deputy Secretary]

If to the Contractor: Renne Public Law Group
350 Sansome Street, Suite 300
San Francisco, CA 94104

Attention: Arthur Hartinger

The address to which mailings may be made may be changed from time to time by notice mailed as described above. Any notice given by mail shall be deemed given on the day after that on which it is deposited in the United States Postal Service as provided above.

7. OWNERSHIP OF WORK

All reports, designs, drawings, plans, photographic images, video and sound recording, specifications, analyses, charts, tables, schedules and all other materials prepared, or in the process of being prepared, for the services to be performed by the Contractor shall be and are the property of the District. The District shall be entitled access to and copies of these materials during the progress of the work. Any such materials remaining in the hands of the Contractor or in the hands of any subcontractor upon completion or termination of the work shall be immediately delivered to the District. If any materials are lost, damaged or destroyed before final delivery to the District, the Contractor shall replace them at its own expense, and the Contractor assumes all risks of loss, damage or destruction of or to such materials. The Contractor may retain a copy of all materials produced under this Agreement for its use in its general business activities.

Any and all rights, title, and interest (including, without limitation, patent rights, copyright and any other intellectual-property or proprietary right) to materials prepared under this Agreement are

hereby assigned to the District. The Contractor agrees to execute any additional documents which may be necessary to evidence such assignment.

The Contractor represents and warrants that all materials prepared under this Agreement are original or developed from materials in the public domain (or both) and that all materials prepared under and services provided under this Agreement do not infringe or violate any copyright, trademark, patent, trade secret, or other intellectual-property or proprietary right of any third party.

8. CONFIDENTIALITY

Any District materials to which the Contractor has access or materials prepared by the Contractor during the course of this Agreement ("confidential information") shall be held in confidence by the Contractor, who shall exercise all reasonable precautions to prevent the disclosure of confidential information to anyone except the officers, employees, and agents of the Contractor as necessary to accomplish the rendition of services set forth in Section 2 of this Agreement.

The Contractor, its employees, subcontractors, and agents shall not release any reports, information or other materials prepared in connection with this Agreement, whether deemed confidential or not, to any third party without the approval of the District.

9. SUBCONTRACTORS

The Contractor shall not subcontract any services to be performed by it under this Agreement without the prior written approval of the District, except for service firms engaged in drawing, reproduction, typing, and printing. Any subcontractors must be engaged under written contract with the Contractor with provisions allowing the Contractor to comply with all requirements of this Agreement, including without limitation the "Ownership of Work" provisions in Section 7. The Contractor shall be solely responsible for reimbursing any subcontractors, and the District shall have no obligation to them.

10. CHANGES

The District may, at any time, by written order, make changes within the scope of work and services described in this Agreement. If such changes cause an increase in the budgeted cost of or the time required for performance of the agreed upon work, an equitable adjustment as mutually agreed shall be made in the limit on compensation as set forth in Section 5 or in the time of required performance as set forth in Section 3, or both. In the event that the Contractor encounters any unanticipated conditions or contingencies that may affect the scope of work or services, schedule, or the amount of compensation specified herein, the Contractor shall so advise the District immediately upon notice of such condition or contingency. The written notice shall explain the circumstances giving rise to the unforeseen condition or contingency and shall set forth the proposed adjustment in schedule or compensation. This notice shall be given to the District prior to the time that the Contractor performs work or services related to any proposed adjustment. The pertinent changes shall be expressed in a written supplement to this Agreement prior to implementation of such changes.

11. RESPONSIBILITY; INDEMNIFICATION

The Contractor shall indemnify, keep and save harmless the District and its Commissioners, officers, agents and employees against any and all suits, claims or actions arising out of any of the following:

- A. Any injury to persons or property that may occur, or that may be alleged to have occurred, arising from the performance of this Agreement by the Contractor caused by a negligent act or omission or willful misconduct of the Contractor or its employees, subcontractors or agents; or
- B. Any allegation that materials or services provided by the Contractor under this Agreement infringe or violate any copyright, trademark, patent, trade secret, or any other intellectual-property or proprietary right of any third party.

The Contractor further agrees to defend any and all such actions, suits or claims, with counsel acceptable to the District in its sole discretion and pay all charges of attorneys and all other costs and expenses of defenses as they are incurred. If any judgment is rendered, or settlement reached, against the District, or any of the other individuals enumerated above in any such action, the Contractor shall, at its expense, satisfy and discharge the same. This indemnification shall survive termination or expiration of the Agreement.

12. INSURANCE

A. Types of Insurance

The Contractor shall not commence work until proper evidence of insurance coverage of the types and amounts specified in this section has been provided to the District. The Contractor shall not violate or permit to be violated any conditions or provisions of said policies of insurance, and at all times shall satisfy the requirements of the insurer for the purpose of maintaining said insurance in effect.

If any claim is made by any third person against the Contractor on account of any incident connected to the Agreement, the Contractor shall promptly report the fact in writing to the District, giving full details of the claim.

Any person, firm, or corporation that the Contractor authorizes to work upon the District's property, including any subcontractor, shall be deemed to be the Contractor's agent and shall be subject to all applicable terms of this Agreement. Prior to the Contractor's start of the work or entry onto the District's property, the Contractor agrees to require its subcontractors to procure and maintain, at the Contractor's (or its subcontractor(s)') sole cost and expense (and to prove to the District's reasonable satisfaction that it remains in effect throughout the performance of the work under this Agreement), the kinds of insurance described below. Such insurance must remain in effect throughout the term of this Agreement and will be at the sole cost and expense of the Contractor (or its subcontractor(s)).

1. **Commercial General Liability Insurance**

The Contractor shall, at its own expense, procure and maintain Commercial General Liability insurance providing bodily injury and property damage coverage with a combined limit of at least One Million Dollars (\$1,000,000) each occurrence and a general aggregate limit of at least Two Million Dollars (\$2,000,000). This insurance shall include, but not be limited to, premises and operations, contractual liability covering the indemnity provisions contained in this Agreement, personal injury, products and completed operations, and broad form property damage, and include a Cross Liability endorsement.

Said Policy shall protect the Contractor and the District in the same manner as though a separate policy had been issued to each, but nothing in said policy shall operate to increase the insurance company's liability as set forth in its policy beyond the amount or amounts shown or to which the insurance company would have been liable if only one interest had been named as an insured.

2. **Business Automobile Liability**

The Contractor shall, at its own cost and expense, procure and maintain Business Automobile Liability insurance providing bodily injury and property damage with a combined single limit of at least One Million Dollars (\$1,000,000) per occurrence for all owned, non-owned and hired automobiles. This insurance shall provide contractual liability covering all motor vehicles and mobile equipment to the extent coverage may be excluded from general liability insurance.

3. **Workers' Compensation and Employers' Liability Insurance**

If the Contractor employs any person to perform work in connection with this Agreement, the Contractor shall procure and maintain at all times, during the performance of such work, Workers' Compensation Insurance in conformance with the laws of the State of California, and federal laws where applicable. Employers' Liability Insurance shall not be less than One Million Dollars (\$1,000,000) for each accident and One Million Dollars (\$1,000,000) for each disease, with a policy limit of One Million Dollars (\$1,000,000).

The policy shall contain a waiver of subrogation in favor of the District and its officers, Commissioners, employees, volunteers, and agents, while acting in such capacity, and their successors and assignees, as they now or as they may hereafter be constituted, singly, jointly, or severally.

4. **Professional Liability Insurance**

The Contractor shall also maintain Professional Liability Insurance covering the Contractor's performance under this Agreement with a limit of liability of One Million Dollars (\$1,000,000) for any one claim. This insurance shall be

applicable to claims arising from the work performed under this Agreement. Prior to commencing work under this Agreement, the Contractor shall furnish to the District a Certificate of Insurance or certified copy of the insurance policy if requested, indicating compliance with the requirements of this paragraph. This certificate or policy shall further stipulate that thirty (30) days' advance written notice of cancellation, non-renewal or reduction in limits shall be given to the District.

B. General Insurance Requirements

1. Acceptable Insurance

All policies will be issued by insurers acceptable to the District. This insurance shall be issued by an insurance company or companies authorized to do business in the State of California with minimum "Best's" rating of B+ and with minimum policyholder surplus of Twenty-Five Million Dollars (\$25,000,000) or a company acceptable to the District in its sole discretion. All policies shall be issued in a form satisfactory to the General Manager of the District and shall be issued specifically as primary insurance. Workers' Compensation coverage requirements may be met with the California State Compensation Fund.

2. Procure and Maintain Insurance

The Contractor must, at its own cost and expense, procure and maintain at all times during the performance of this Agreement, all of the required policies specified above. The failure to procure or maintain the required insurance policies and/or an adequately funded self-insurance program acceptable to the District will constitute a material breach of the Agreement.

3. Terms of Policies

All insurance specified above shall remain in force until all work to be performed is satisfactorily completed. If the insurance is provided on a claims-made basis, it must remain in force for the entire term of the Agreement and a minimum of three (3) years thereafter.

4. Self-Insurance

Upon evidence of financial capacity satisfactory to the District and Contractor's agreement to waive subrogation against the District respecting any and all claims that may arise, the Contractor's obligations hereunder may be satisfied in whole or in part by adequately funded self-insurance.

5. Deductibles and Retentions

The Contractor shall be responsible for payment of any deductible or retention on the Contractor's policies without right of contribution from the District.

Deductible and retention provisions shall not contain any restrictions as to how or by whom the deductible or retention is paid. Any deductible or retention provision limiting payment to the Named Insured is unacceptable.

In the event that the policy of the Contractor or any subcontractor contains a deductible or self-insured retention, and in the event that the District seeks coverage under such policy as an additional insured, the Contractor shall satisfy such deductible or self-insured retention to the extent of loss covered by such policy for a lawsuit arising from or connected with any alleged act or omission of the Contractor, subcontractor, or any of their officers, directors, employees, agents, or suppliers, even if the Contractor or subcontractor is not a named defendant in the lawsuit.

C. Evidence of Insurance and Endorsements

Prior to commencing work or entering onto the District's property, the Contractor shall file a Certificate of Insurance with the District evidencing the foregoing coverage's, including the following endorsements:

1. The insurance company(ies) issuing such policy(ies) will provide at least thirty (30) days' notice to the District of cancellation or non-renewal.
2. That the policy(ies) is primary insurance and the insurance company(ies) providing such policy(ies) shall be liable thereunder for the full amount of any loss or claim that the Contractor is liable for under this section, up to and including the total limit of liability, without right of contribution from any other insurance maintained or which may be maintained by the District.
3. Such insurance shall include as additional insureds the District, and its respective Commissioners, officers, employees, and agents while acting in such capacity, and their successors or assignees, as they now or as they may hereafter be constituted, singly, jointly, or severally.
4. The policy must also contain either a Cross Liability endorsement or Severability of Interests Clause and stipulate that inclusion of the District as an additional insured will not in any way affect the District's rights as respects to any claim, demand, suit or judgment made, brought, or recovered against the Contractor. Said policy shall protect the Contractor and the District in the same manner as though a separate policy had been issued to each, but nothing in said policy shall operate to increase the insurance company's liability as set forth in its policy beyond the amount or amounts shown or to which the insurance company would have been liable if only one interest had been named as an insured.

D. Consequence of Lapse

Should any required insurance not be procured or lapse during the term of this Agreement, requests for payment originating after such lapse will not be processed

until the District receives satisfactory evidence of reinstated coverage as required by the Agreement. If insurance is not reinstated, the District, may, at its sole option, terminate this Agreement effective on the date of such lapse of insurance.



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
02/21/2019

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Calender-Robinson Company, Inc. 0267063 233 Sansome St. Ste 508 San Francisco CA 94104	CONTACT NAME: PHONE (A/C, No, Ext): (415) 978-3800 FAX (A/C, No): (415) 978-3825 E-MAIL ADDRESS: INSURER(S) AFFORDING COVERAGE NAIC # INSURER A: Sentinel Insurance Co., LTD A+ VX 11000 INSURER B: Hartford Casualty Insurance Company A+ XV 29424 INSURER C: Berkley Insurance Company A+ XV 32603 INSURER D: INSURER E: INSURER F:
INSURED RENNE PUBLIC LAW GROUP LLP 350 SANSOME STREET, 3RD FLOOR SAN FRANCISCO CA 94104	

COVERAGES CERTIFICATE NUMBER: CL183220622 REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY CLAIMS-MADE <input type="checkbox"/> OCCUR <input checked="" type="checkbox"/> GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:			57SBABK3071	03/01/2018	03/01/2019	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 2,000,000 OTHER: \$
A	AUTOMOBILE LIABILITY ANY AUTO OWNED AUTOS ONLY HIRED AUTOS ONLY <input checked="" type="checkbox"/> SCHEDULED AUTOS NON-OWNED AUTOS ONLY			57SBABK3071	03/01/2018	03/01/2019	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ OTHER: \$
A	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR EXCESS LIAB CLAIMS-MADE DED <input checked="" type="checkbox"/> RETENTION \$ 10,000			57SBABK3071	03/01/2018	03/01/2019	EACH OCCURRENCE \$ 10,000,000 AGGREGATE \$ 10,000,000 OTHER: \$
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N	N/A	57WECAB2K62	03/01/2018	03/01/2019	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
C	PROFESSIONAL LIABILITY			1646844	03/01/2018	03/01/2019	EACH CLAIM \$ 2,000,000 AGGREGATE LIMIT \$ 4,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

THE CERTIFICATE HOLDER IS NAMED AS ADDITIONAL INSURED AS PER ATTACHED ENDORSEMENT.

10 DAY NOTICE OF CANCELLATION FOR NON PAYMENT OF PREMIUM

CERTIFICATE HOLDER San Mateo County Harbor District 504 Ave. Alhambra, 2nd Floor El Granada CA 94018	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE <div style="text-align: center; font-family: cursive;"> <i>Jarich Mta. Cna</i> </div>
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NAMED INSURED: RENNE PUBLIC LAW GROUP LLP
POLICY NUMBER: 57SBABK3071

BUSINESS LIABILITY COVERAGE FORM

C. WHO IS AN INSURED

Additional Insureds When Required By Written Contract, Written Agreement Or Permit

6. Additional Insureds When Required By Written Contract, Written Agreement or Permit

The person(s) or organization(s) identified in Paragraphs **a** through **f** below are additional insureds when you have agreed, in a written contract, written agreement or because of a permit issued by a state or political subdivision, that such person or organization be added as an additional insured on your policy, provided the injury or damage occurs subsequent to the execution of the contract or agreement, or the issuance of the permit. A person or organization is an additional insured under this provision only for that period of time required by the contract, agreement or permit.

f. Any Other Party

- (1) Any other party or organization who is not an insured under Paragraphs **a** through **e**. above, but only with respect to liability for "bodily injury", "property damage" or "personal and advertising injury" caused, in whole or in part, by your acts or omissions or the acts or omissions of those acting on your behalf:
 - (a) In the performance of your ongoing operations;
 - (b) In connection with your premises owned by or rented to you; or
 - (c) In connection with "your work" and included within the "products-completed operations hazard", but only if:
 - (i) The written contract or written agreement requires you to provide such coverage to such additional insured; and
 - (ii) This Coverage Part provides coverage for "bodily injury" or "property damage" included within the "products-completed operations hazard".
- (2) With respect to the insurance afforded to these additional insureds, this insurance does not apply to: "Bodily Injury", "property damage" or "personal and advertising injury" arising out of the rendering of, or the failure to render, any professional architectural, engineering or surveying services, including: (a) The preparing, approving, or failure to prepare or approve maps, shop drawings, opinions, reports, surveys, field orders, change orders, designs or drawing specifications; or (b) Supervisory, inspection, architectural or engineering activities

E.7.b. (7) b. Primary And Non-Contributory To Other Insurance When Required By Contract

If you have agreed in a written contract, written agreement or permit that this insurance is primary and non-contributory with the additional insured's own insurance, this insurance is primary and we will not seek contribution from that other insurance

8. Transfer Of Rights Of Recovery Against Others To Us

b. Waiver of Rights Of Recovery (Waiver Of Subrogation)

If the insured has waived any rights of recovery against any person or organization for all or part of any payment, including Supplementary Payments, we have made under this Coverage Part, we also waive that right, provided the insured waived their rights of recovery against such person or organization in a contract, agreement or permit that was executed prior to the injury or damage.

1. **CONTRACTOR'S STATUS**

Neither the Contractor nor any party contracting with the Contractor shall be deemed to be an agent or employee of the District. The Contractor is and shall be an independent Contractor, and the legal relationship of any person performing services for the Contractor shall be one solely between that person and the Contractor.

2. **ASSIGNMENT**

Contractor shall not assign any of its rights nor transfer any of its obligations under this Agreement without the prior written consent of District.

3. **DISTRICT WARRANTIES**

The District makes no warranties, representations or agreements, either express or implied, beyond such as are explicitly stated in this Agreement.

4. **DISTRICT REPRESENTATIVE**

Except when approval or other action is required to be given or taken by the Board of Harbor Commissioners of the District, the General Manager of the District, or such person or persons as he/she shall designate in writing from time to time, shall represent and act for the District.

5. **DISPUTE RESOLUTION**

The District and Contractor agree to attempt in good faith to resolve all disputes informally. If agreed to by both parties, alternate methods of dispute resolution, such as mediation, may be utilized. Unless otherwise directed by the District, the Contractor shall continue performance under this Agreement while matters in dispute are being resolved.

6. **MAINTENANCE, AUDIT, AND INSPECTION OF RECORDS**

All Contractor and subcontractor costs incurred in the performance of this Agreement will be subject to audit. The Contractor and its subcontractors shall permit the District or its authorized representatives to inspect, audit and verify statements, invoices or bills submitted by the Contractor pursuant to this Agreement. The Contractor shall also provide such assistance as may be required in the course of such audit. The Contractor shall retain these records and make them available for inspection hereunder for a period of four (4) years after expiration or termination of the Agreement.

If, as a result of the audit, it is determined by the District's auditor or staff that reimbursement of any costs including profit or fee under this Agreement was in excess of that represented and relied upon during price negotiations or represented as a basis for payment, the Contractor agrees to reimburse the District for those costs within sixty (60) days of written notification by the District.

7. TERMINATION

The District shall have the right to terminate this Agreement at any time for cause or for convenience by giving written notice to the Contractor. Upon receipt of such notice, the Contractor shall not commit itself to any further expenditure of time or resources.

If the Agreement is terminated for any reason other than a breach or default by the Contractor, the District shall pay to the Contractor in accordance with the provisions of Sections 5 and 13 all sums actually due and owing from the District for all services performed and all expenses incurred up to the day written notice of termination is given, plus any costs reasonably and necessary incurred by the Contractor to effect such termination. If the Agreement is terminated for breach or default, the District shall remit final payment to the Contractor in an amount to cover only those services performed and expenses incurred in full accordance with the terms and conditions of this Agreement up to the effective date of termination.

The District shall not in any manner be liable for the Contractor's actual or projected lost profits had the Contractor completed the services required by this Agreement.

8. NONDISCRIMINATION

In connection with the performance of this Agreement, the Contractor shall not discriminate against any employee or applicant for employment because of race, color, religion, citizenship, political activity or affiliation, national origin, ancestry, physical or mental disability, marital status, age, medical condition (as defined under California law), veteran status, sexual orientation, gender identity, gender expression, sex or gender (which includes pregnancy, childbirth, breastfeeding, or related medical conditions), taking or requesting statutorily protected leave, or any other characteristics protected under federal, state, or local laws. The Contractor shall take affirmative actions to ensure that applicants are employed, and that employees are treated during their employment, without regard to their race, religion, color, sex, disability, national origin, or any other characteristic protected under state, federal, or local laws. Such actions shall include, but not be limited to, the following: employment, upgrading, demotion or transfer, recruitment or recruitment advertising, layoff or termination, rates of pay or other forms of compensation; and selection for training, including apprenticeship. The Contractor further agrees to insert a similar provision in all subcontracts, except subcontracts for standard commercial supplies or raw materials.

9. CONFLICT OF INTEREST

The Contractor warrants and represents that it presently has no interest and agrees that it will not acquire any interest that would present a conflict of interest under California Government Code §§ 1090 et seq. or §§ 87100 et seq. during the performance of services under this Agreement. The Contractor further covenants that it will not knowingly employ any person having such an interest in the performance of this Agreement. Violation of this provision may result in this Agreement being deemed void and unenforceable.

10. PUBLICITY

The Contractor, its employees, subcontractors, and agents shall not refer to the District, or use any logos, images, or photographs of the District for any commercial purpose, including, but not limited to, advertising, promotion, or public relations, without the District's prior written consent. Such written consent shall not be required for the inclusion of the District's name on a customer list.

11. ATTORNEY'S FEES

If any legal proceeding should be instituted by either of the parties to enforce the terms of this Agreement or to determine the rights of the parties under this Agreement, the prevailing party in said proceeding shall recover, in addition to all court costs, reasonable legal fees.

12. WAIVER

Any waiver of any breach or covenant of this Agreement must be in a writing executed by a duly authorized representative of the party waiving the breach. A waiver by any of the parties of a breach or covenant of this Agreement shall not be construed to be a waiver of any succeeding breach or any other covenant unless specifically and explicitly stated in such waiver.

13. SEVERABILITY

If any provision of this Agreement shall be deemed invalid or unenforceable, that provision shall be reformed and/or construed consistently with applicable law as nearly as possible to reflect the original intentions of this Agreement, and in any event, the remaining provisions of this Agreement shall remain in full force and effect.

14. NO THIRD PARTY BENEFICIARIES

This Agreement is not for the benefit of any person or entity other than the parties.

15. APPLICABLE LAW

This Agreement, its interpretation and all work performed under it shall be governed by the laws of the State of California.

16. BINDING ON SUCCESSORS

All of the terms, provisions and conditions of this Agreement shall be binding upon and inure to the benefit of the parties and their respective successors, assigns and legal representatives.

17. ENTIRE AGREEMENT; MODIFICATION

This Agreement, including any attachments, constitutes the entire Agreement between the parties with respect to the subject matter hereof and may not be amended except by a written amendment executed by authorized representatives of both parties. In the event of a conflict

ATTACHMENT C

SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP #2019-02
LABOR ANDEMPLOYMENT LEGAL SERVICES
SAN MATEO COUNTY HARBOR DISTRICT

ACKNOWLEDGEMENT OF ADDENDA

The undersigned Proposer acknowledges receipt of the following addenda, if issued, to the RFP Documents. If none received, write "None Received."

Addendum No. RFP #2019-02 dated: February 13, 2019

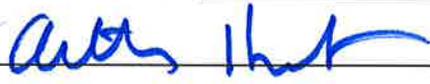
Addendum No. _____, dated _____

Addendum No. _____, dated _____

Date: February 28, 2019 _____

Firm: Renne Public Law Group, LLP _____

Print Name: Arthur Hartinger _____

Signature:  _____

Title: Partner _____

ATTACHMENT D



Arthur A. Hartinger

Partner

EXPERIENCE

With a practice focused on labor and employment law for over 33 years, Arthur (Art) Hartinger is one of California's leading labor and employment attorneys. He is a founding partner of Renne Public Law Group, and was previously a partner at Renne Sloan Holtzman Sakai LLP. Since 2004, he has been recognized each year as a "Northern California Super Lawyer" and was one of the Daily Journal's "Top 75 Labor & Employment Attorneys" in 2013. He was also selected by the Daily Journal as one of the "Top 20 Municipal Lawyers in California" for 2011, 2012, and 2013, and in 2012 he was named one of the "Top 100 Lawyers in California."

Prior to working at Renne Sloan Holtzman Sakai, Mr. Hartinger was a partner at Meyers Nave, where he chaired the Labor and Employment Group for sixteen years. He also worked as a partner at Liebert, Cassidy & Frierson, a Deputy City Attorney at the San Francisco City Attorney's Office, and an associate at Brobeck, Phleger & Harrison.

CONTACT INFORMATION

t: 415.848.7231

ahartinger@publiclawgroup.com

350 Sansome Street, Suite 300
San Francisco, Ca 94104

PRACTICE AREAS

Employment Law & Litigation

Labor Relations and Labor Law

Workplace Investigations

BAR ADMISSION

California

EDUCATION

University of San Francisco,
School of Law, JD

University of California, Berkeley, BA

SIGNIFICANT LITIGATION EXPERIENCE

Mr. Hartinger represents public and private clients in complex state and federal litigation pertaining to all types of labor and employment issues, including California and U.S. constitutional law, the Fair Labor Standards Act (FLSA), Title VII, Title IX, the Fair Employment and Housing Act (FEHA), and the Americans with Disabilities Act (ADA).

Mr. Hartinger has represented clients in a variety of litigation matters, including class actions, writs, and jury trials. His litigation practice also includes administrative and binding arbitration hearings before personnel boards, arbitrators, and administrative law judges. He also frequently advises public agencies, personnel boards, and civil service commissions.

WAGE AND HOURLITIGATION

Mr. Hartinger regularly handles wage and hour cases, including class actions. Representative cases include:

- *Rai, et al. v. Santa Clara Valley Transportation Authority*, United States District Court, Northern District of California, Case No. 5:12-cv-04344-PSG. Art served as lead counsel in a case brought by hundreds of transit operators claiming unpaid overtime under state and federal theories.
- *Stitt, et al. vs. San Francisco Municipal Transportation Agency*, United States District Court, Northern District of California, Case No. 4:12-cv-03704-YGR. Similar to the SCVTA case, Art was lead counsel in a case brought by San Francisco Transit Operators claiming state and federal overtime.
- *Sahaj vs. El Dorado Irrigation District*, United State District Court, Eastern District of California, Case No. 2:11-cv-01341-GEB-DAD. This class action involved unpaid meal times and asserted both state and federal claims.



PENSION REFORM

Mr. Hartinger advises clients on pension reform and is lead counsel in numerous cases, including:

- *Retired Employees Assn. of Orange County, Inc. v. County of Orange* (2011) 52 Cal.4th 1171. Facing a \$1.4 Billion reported unfunded liability, the Board of Supervisors initiated a program to de-pool actives and retirees for purposes of setting health plan rates. Art was lead counsel in the case that resulted in the courts upholding the Board's plan.
- *Fry v. City of Los Angeles* (2016) 245 Cal.App.4th 539. The Los Angeles City Council turned to Art and his team to defend a program that required active employees to contribute toward the City's retiree medical subsidy program, leading to a successful result.

DISCRIMINATION / HARASSMENT / RETALIATION / WHISTLEBLOWING

Mr. Hartinger has served as lead trial counsel in numerous cases alleging violations of the Fair Employment and Housing Act and Title VII, as well as retaliation cases under the Labor Code and California and United States Constitutions. Noteworthy examples include:

- *Booker v. City of Richmond*, Contra Costa Superior Court, Case No. C07-00408. Achieved a complete defense victory in this \$18 million dollar high profile race discrimination, harassment and retaliation case filed by eight African American command staff officers in the Richmond Police Department. The jury returned a unanimous verdict in favor of the City and its two highest ranking police officers.
- *Eng v. Santa Clara Valley Water District*, Santa Clara County Superior Court, Case No. 5:97-cv-20212-JW. Represented the Santa Clara Valley Water District in litigation filed by the former budget officer of the District. The budget officer claimed constructive discharge and asserted various causes of action, including wrongful discharge and violation of public policy, California Fair Employment and Housing Act (FEHA) claims, and other state law claims. Art represented the District in a jury trial. The Court granted the District's motion for a nonsuit, and the court of appeal affirmed.
- *McFall v. City of Tracy*, San Joaquin County Superior Court, Case No. STK-CV-UWT-2005-0001975. The firm successfully defended the City of Tracy in an action brought by former employee alleging discrimination and retaliation under the California Fair Employment and Housing Act. Art obtained a defense verdict after a jury trial in San Joaquin County Superior Court. The City was awarded over \$100,000 in costs.

ARBITRATIONS AND ADMINISTRATIVE HEARINGS

Mr. Hartinger has litigated dozens of arbitrations and administrative matters, ranging from contract arbitration to discipline, to personnel boards and commissions, and matters before the Office of Administrative Hearings.



LABOR RELATIONS

Mr. Hartinger is experienced in labor relations, negotiations, and workplace investigations. As a lead negotiator in collective bargaining, he has represented numerous employers in negotiations with deputy sheriffs, police and fire personnel, managers, service employees, laborers, attorneys, and other professional and service employees.

ADVOCACY

Mr. Hartinger actively writes and contributes to amicus curiae briefs on behalf of public entities throughout the country. His advocacy work includes:

- Representing, in collaboration with the San Francisco City Attorney, the National League of Cities and other public employer leagues on behalf of the Commonwealth of Kentucky in *Jackson v. Com. of Kentucky* (6th Cir. 1997) 129 F.3d 1264.
- Lead writer of the amicus curiae efforts by the National League of Cities and the City and County of San Francisco in *Service Employees International Union v. County of San Diego* (9th Cir. 1995) 60 F.3d 1346.
- Author of the amicus brief for the League of California Cities and 91 public entities in *Barner v. City of Novato* (9th Cir. 1994) 17 F.3d 1256.
- Represented the League of California Cities supporting the City of San Diego in *Boling v. PERB*, Supreme Court No. S24204.

Mr. Hartinger has twice received the prestigious Amicus Service Award from the International Municipal Lawyers Association.

PUBLICATIONS AND PRESENTATIONS

- "Public Employment Relations Board (PERB) Update," County Counsels' Association of California (CCAC), 2018
- "Paradigm Shift: Transparency, Sustainability & Accountability in Public Sector Employee Compensation," League of California Cities Annual Conference, 2011
- "POBAR and FOBAR Update," California Public Employers Labor Relations Association (CALPELRA), 2011
- "Public Employment Relations Board (PERB) Developments/Helpful Hints," County Counsels' Association of California (CCAC), 2011
- "Maintaining Control on Your Island – How to Effectively Administer Discipline," National Public Employers Labor Relations Association (NPELRA), 2011
- "Fixing the Pension Problem: The Latest Public Scrutiny of Public Sector Wage and Benefit Packages," Public Law Journal, 2011
- "Sorry We Have Nothing To Give... But 'Let's Make a Deal' Anyway: How To Avoid Union 'Outburst'" and "Are Managing Leave Laws Like Playing Twister?" Public Employer Labor Relations Association of California (PELRAC) Annual Training Conference, 2010



CONTACT INFORMATION

t: 415.848.7235

jholtzman@publiclawgroup.com

350 Sansome Street, Suite 300
San Francisco, Ca 94104

PRACTICE AREAS

Labor Relations & Labor Law
Employment Law & Litigation
Government Law & Litigation

BAR ADMISSION

California

EDUCATION

Stanford
School of Law, JD
Haverford College, BA

Jonathan V. Holtzman

Partner

EXPERIENCE

Jonathan (Jon) Holtzman is a founding partner of Renne Public Law Group, and was previously a founding partner of Renne Sloan Holtzman Sakai LLP. Since 2005 and every year since, Mr. Holtzman has been named a "Northern California Super Lawyer." He frequently speaks and writes on matters pertaining to municipal bankruptcy, ballot initiatives, interest arbitration, bargaining, fact finding, comparability, fiscal analysis for bargaining, and pension and retirement medical programs.

Mr. Holtzman's practice focuses on assisting government agencies maintain and expand public services through strategic consulting, negotiations, fact finding, arbitration and litigation. Mr. Holtzman specializes in addressing long-term structural issues relating to pensions, health benefits, retirement health benefits, civil service reform, and other means of attaining greater managerial discretion and effectiveness through collective bargaining and reorganization. He has experience in virtually all aspects of employment law and labor relations. His labor expertise encompasses negotiations, fact finding, mediation, grievance and interest arbitration, and litigation related to bargaining obligations. He is the author of Rutter Group's California Practice Guide: Public Sector Employment Litigation Guide, the leading treatise on public sector employment issues.

Mr. Holtzman also practices government law, including general advice work, drafting ballot and other legislative measures and initiatives, litigating issues of constitutional and statutory interpretation, and electoral matters. He currently serves as District Counsel to the Moraga Orinda Fire District.

RELATED EXPERIENCE

Prior to entering private practice, Mr. Holtzman served as Director of Labor and Policy in the office of San Francisco Mayor Willie L. Brown, Jr. His duties included serving as the chief labor negotiator for the Mayor. As a senior advisor to the Mayor, Mr. Holtzman oversaw the management of city employment and benefits issues. He also helped craft major policy initiatives including the city's living wage law, civil service reforms, and criminal justice initiatives.

Before working directly for Mayor Brown, Mr. Holtzman was San Francisco's Chief Deputy City Attorney. He was a principal architect of the City Attorney's nationally recognized affirmative litigation program, which brought together groups of local government and non-profit plaintiffs to seek court-ordered reform of unfair business practices by energy producers, tobacco companies, national banks, gun manufacturers, auto insurers, and escrow companies. He also defended San Francisco's affirmative action programs in a series of lawsuits arising under Proposition 209, including San Francisco's challenges to Proposition 209 in both state and federal courts.

Before his appointment as Chief Deputy City Attorney, Mr. Holtzman was San



Francisco's chief labor and employment attorney. In that role he served as a chief negotiator in labor negotiations and interest arbitration with the City's 47 unions, and acted as lead counsel in lawsuits, writs, class actions, and appeals involving all facets of labor and employment law. Mr. Holtzman managed the City's transition to collective bargaining and interest arbitration and drafted attendant charter and civil service reform measures. On behalf of three mayoral administrations and numerous boards of supervisors, he authored and negotiated more than a dozen labor-related charter amendments adopted by the voters.

Mr. Holtzman has been extensively involved in efforts to improve government effectiveness. He negotiated and drafted a 1999 ballot measure reforming the governance of San Francisco's municipal transit system and making it a quasi-independent agency, and Proposition G, which overhauled MUNI's system of negotiation with unions. He also drafted a 2002 ballot measure enhancing the authority of the San Francisco Public Utilities Commission, and a 2003 ballot measure requiring the City Controller to conduct "benchmarking" studies of City services, as well as performance audits to improve government effectiveness.

Before joining the San Francisco City Attorney's Office, Mr. Holtzman was an associate at Morrison & Foerster for four years, focusing primarily on employment class actions. Upon graduation from Stanford Law School, he clerked for California Supreme Court Associate Justice Otto Kaus for two years. During law school he clerked for the Washington, D.C. Center for Law and Social Policy and for the Washington D.C. firm founded by former Defense Secretary Clark Clifford and disarmament negotiator Paul Warnke.

SELECTED PRESENTATIONS AND PUBLICATIONS

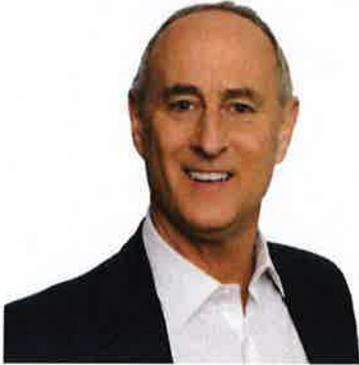
- Rutter Group Vesting Panel, What's Next for the "California Rule" Public Employee Pensions as Vested Rights, The Rutter Group/MCLE Program, June, 2018
- Rutter Group: California Practice Guide, Public Sector Employment Litigation (2017)
- *Declarations of Fiscal Emergency: A Resurging Option for Public Entities Attempting to Deal With The Current Economic Climate*, California Public Law Journal, Vol. 34, No. 1, Winter 2011.
- *Does Labor Law Prevent Voter Initiatives To Control Pensions? The Coming Fight Between Core Democratic Principles and Traditional Labor Negotiation in the Public Sector*, Bender's California Labor & Employment Bulletin, Vol. 2012, No. 10, October 2010.

REPRESENTATIVE PUBLISHED DECISIONS

- *Fazio v. City and County of San Francisco*, 125 F.3d 1238 (9th Cir. 1977), holding that assistant district attorney is a policymaker who can be dismissed due to speech critical of the District Attorney.
- *Stewart v. City and County of San Francisco*, 834 F.Supp. 1223 (N.D.Cal. 1993), first case to hold Department of Labor's 1954 "salary basis test" invalid as applied to public employers, eliminating large FLSA liability.
- *Service Employees International Union Local 102 v. County of San Diego*, 60 F.3d 1346 (9th Cir. 1994), adopting San Francisco's argument that federal "salary basis test" cannot lawfully be applied to government employers.



- **United Farm Workers of America v. Agricultural Labor Relations Board**, 41 Cal.App.4th 303 (1995), and a related case against San Francisco, holding that the California Table Grapes Council lacked authority to sue the union and the City on behalf of growers.
- **United Association of Journeymen v. City and County of San Francisco**, 32 Cal.App.4th 751 (1995), upholding \$60 million wage freeze under San Francisco City Charter.



CONTACT INFORMATION

t: 415.837.0456

gspellberg@publiclawgroup.com

350 Sansome Street, Suite 300
San Francisco, Ca 94104

PRACTICE AREAS

Labor Relations & Labor Law
Employment Law & Litigation

BAR ADMISSION

California

EDUCATION

University of California,
Hastings College of Law, JD

University of California,
Berkeley, BS

Geoffrey Spellberg

Of Counsel

EXPERIENCE

Geoffrey (Geoff) Spellberg has over 30 years of litigation experience in the fields of labor and employment law, construction law, and complex business and real estate litigation. Along with serving as lead counsel in over 100 trials, he has handled numerous arbitrations and administrative evidentiary hearings. Mr. Spellberg has also developed a successful plaintiff's practice, which has resulted in recovering over \$25 million for his clients in just the last few years.

- ***El Bethel Arms v. Christian Church Homes***, San Francisco Superior Court Case No. CGC-15- 546236. In this 2017 trial, Geoff convinced the SF Superior Court to rescind four development contracts and two owner representative agreements that were intended to illegally take possession of a 355-unit affordable housing property worth \$70 million and owned by a prominent African American Church in San Francisco.
- ***Trinh v. SCVWD***, U.S.D.C. N.D. Cal. Case No. CV 13-05913 EJD. In this 2016 trial, Geoff obtained a complete defense jury verdict on claims by a former employee for gender and race discrimination and unequal pay under the federal fair pay statutes.
- ***Booker v. City of Richmond***, Contra Costa Superior Court (No. C07-00408). In this 2012 trial, Geoff represented the Police Chief, the Deputy Police Chief, and the City as lead trial counsel in a lawsuit filed by seven high-ranking police officers. Each of the plaintiffs, all African American, asserted a variety of racial discrimination, retaliation and harassment claims. After a four-month trial, the jury returned a complete defense verdict on all 28 claims.
- ***San Jose Police Officers Association v. City of San Jose***, Santa Clara Superior Court No. 1-12- CV-225926. In this nationally followed pension reform trial, Geoff was one of the lead trial attorneys who successfully defended San Jose's Measure B, which was overwhelmingly passed by the San Jose voters to curb pension costs that had increased to the point where basic City services were impacted.
- ***City of La Puente v. Pert Construction, et al.***, Los Angeles Superior Court, No. BC328044. Geoff recovered more than \$2.6 million on a construction defect and design case arising from the contractor's failure to adequately waterproof a pre-existing structure during construction, which resulted in extensive water infiltration and damage. Part of this recovery came from the surety on a claim against the performance bond.
- ***City of Larkspur v. Jacobs Engineering Group***, Marin Superior Court No. CV-061094. Geoff obtained a \$8.3 million jury verdict on behalf of the City against Jacobs Engineering Group, an international engineering company, for fraudulent concealment of the company's defective design work on a bridge retrofit project. Geoff also successfully defended the appeal and ultimately recovered almost \$10 million.
- ***City of Pinole, et al. v. Community Housing Assistance Partners, et al.***, Contra Costa Superior Court, No. C04-00979. Geoff helped recover over \$7.1 million for construction design defects in a senior citizen housing project. The total settlement was obtained from the project's contractors, design professionals, and subcontractors.
- ***City of Milpitas v. Turner Construction Co., et al.***, Santa Clara Superior Court, No. 1-03- CV814946. Geoff obtained a \$4.5 million settlement the day

before trial was to commence from an international construction management firm and architect whose deficient work resulted in extended delays and significant cost overruns on the construction of a new City Hall. In addition to recovering monies for delay and poor quality work, the settlement amount included a significant recovery component for fraud and false claims.

- **City of Stockton v. PG&E**, San Joaquin Superior Court No. CV 031996. Geoff helped recover over \$500,000 collectively from three public utilities who failed to cooperate during a public construction project, which resulted in the City incurring significant costs due to postponing the contractor's work.
- **Kaiser Foundation Hospitals v. HBE Corporation**, JAMS No. 1100069717. This action involved cross multi-million dollar claims arising out of a major earthquake retrofit and renovation of a Kaiser hospital facility in Southern California. Geoff was one of the two lead trial counsel and helped obtain a successful outcome after a 30-day JAMS arbitration.
- **GMMB Inc. v. Durazo et al.**, Los Angeles Superior Court No. BC 350690. Geoff obtained a restraining order from the Court, which froze over \$2.4 million in embezzled state educational funds. Geoff then successfully recovered all those public funds on behalf of his client.
- **Hughes v. City of Stockton**, United States District Court, Easter District, No. 03-01666MCE. Geoff was lead trial counsel in obtaining a full defense verdict in a Fair Labor Standards Act (FLSA) claim brought by 20 police, fire, and emergency medical dispatchers, all of whom were City employees. Before the trial, the City had offered \$1 million to settle the case.
- **McFall v. City of Tracy**, San Joaquin Superior Court No. CV 025753. In 2010, Geoff served as lead trial counsel in obtaining a complete defense verdict at trial for the City on gender and racial discrimination claims brought by the City's terminated Human Resources Manager.
- **Wulfman v. County of San Bernardino**, San Bernardino Superior Court No. C1014374. As lead trial counsel in this 2012 case, Geoff successfully defended the County on whistleblowing and retaliation claims. After Geoff and his co-counsel won several key in limine motions at trial, plaintiff dramatically reduced his settlement demand and the case resolved.

CONSTRUCTIONS LITIGATION AND CONTRACTS

Mr. Spellberg has extensive experience litigating construction cases on behalf of public agencies, and frequently represents public agencies in negotiations and mediations concerning construction projects. He has also drafted and negotiated dozens of contracts, including architecture contracts, engineering contracts, general contracting agreements, and large-scale acquisition and development contracts.

Mr. Spellberg's representative construction litigation and settlements include:

- **Stacy & Witbeck v. City and County of San Francisco (1996)** 47 Cal.App. 4th 1 and *Stacy & Witbeck v. City and County of San Francisco* (1995) 36 Cal.App. 4th 1074. Contractor Stacy & Witbeck was hired to provide construction services on a project involving the San Francisco underground municipal railway. Stacy & Witbeck sued the City for substantial claim amounts after problems with the project arose. Geoff successfully defended the City and recovered costs for the contractor-caused completion delays on behalf of the City. This case successfully established precedent for a public entity's right to bring suit for violations of the California False Claims Act on a

public contract. Geoff also successfully prosecuted before the Public Utilities Commission (and successfully defended on appeal) the debarment of Stacy & Witbeck based upon the submission of the false claims.

- ***Teichert Construction v. City of Stockton***, Stanislaus Superior Court No. CV 023294. Mr. Spellberg defended the City against claims of extra costs incurred due to unforeseen conditions and Public Contract Code claims. He successfully settled the case at mediation in October 2004, before the Honorable Peter Stone of JAMS. The key result was a finding that the City of Stockton's public contracting practices were valid and enforceable under the Public Contract Code.
- Represented the Tenderloin Neighborhood Development Corporation (TNDC) in a construction dispute concerning a \$50 million low income housing project against Lem/Transworld Joint Venture. The matter was successfully settled at mediation before a lawsuit was filed, effectively allowing TNDC to complete the project and secure the requisite refinancing in a timely manner.
- Successfully recovered over \$200,000 and obtained a complete defense verdict for the San Francisco Fine Arts Museum before trial commenced in a dispute concerning the renovation of the Legion of Honor.

OTHER LITIGATION EXPERIENCE

Mr. Spellberg has handled dozens of breach of contract litigation matters, ranging from employment to business torts to real estate contracts. In 2006, Mr. Spellberg successfully prosecuted a breach of contract and fraud claim in the Los Angeles Superior Court in *Infac Management Co. v. Vernon Loucks et al.* where he obtained a \$1.3 million verdict, including punitive damages. He has two additional million dollar verdicts, one involving lender liability claims for agricultural loans and another for damages to a professional musician who was injured in a recording studio fire.

In addition, Mr. Spellberg has been involved in insurance litigation and has litigated insurance disputes in state and federal court, including insurance issues related to building and project insurance packages. For example, he advises an Oakland-based company with several hundred employees on insurance needs and reviews proposed policies annually.

Mr. Spellberg has an active labor and employment practice and is familiar with key public contracting labor issues, such as prevailing wage. He has tried to verdict a number of employment-related cases for his public entity clients. In 2006, Mr. Spellberg was lead counsel in recovering \$1.7 million for a class of transit drivers based on Labor Code violations.

Some of Mr. Spellberg's additional cases include:

- *Fleury v. Richmond N.A.*, Federal District Court No. C05-4525. Served as co-lead counsel for the plaintiff class in the antitrust case. Geoff and his co-counsel obtained a \$14 million recovery for the class.
- *Dennis Davis v. ARSI*, Los Angeles Superior Court, No. BC 354896. As lead counsel, Geoff successfully obtained a \$3 million settlement for the plaintiff based on business tort claims.

PUBLISHED APPELLATE DECISIONS

- ***In Re Electric Refund Cases*** (2010) 184 Cal. App.4th 1490.
- ***Weatherly v. Universal Music Publishing Group*** (2004) 125 Cal.App.4th 913.
- ***Stacy & Witbeck v. City and County of San Francisco*** (1996) 47 Cal.App 4th 1.
- ***Stacy & Witbeck v. City and County of San Francisco*** (1995) 36 Cal.App 4th 1074.
- ***San Francisco v. Superior Court*** (1993) 21 Cal.App.4th 1031.
- ***San Francisco International Yachting Center Development Group, et al. v. City and County of San Francisco*** (1992) 9 Cal.App.4th 672.
- ***In Re Bettye K.*** (1991) 234 Cal.App.3d 143.
- ***Minor v. San Francisco Municipal Court, et. al.*** (1990) 219 Cal. App.3d 1541.
- ***White v. Roper*** (9th Cir. 1990) 901 F.2d 1501.
- ***Buenavista et al. v. City and County of San Francisco*** (1989) 207 Cal.App.3d 1168.
- ***Harrison v. County of Alameda*** (N.D. Cal. 1989) 720 F.Supp. 783.
- ***Stone v. City of San Francisco*** (CCSF) (N.D. Cal. 1989) 735 F.Supp. 340.

PROFESSIONAL AFFILIATIONS AND AWARDS

- Recipient, AV Preeminent Rating, Martindale-Hubbell
- Recipient, "Northern California Super Lawyer," General Litigation, Super Lawyers magazine, 2014 and 2015



CONTACT INFORMATION

t: 415.848.7200

lliu@publiclawgroup.com

350 Sansome Street, Suite 300
San Francisco, Ca 94104

PRACTICE AREAS

Litigation

Labor and Employment

BAR ADMISSION

California

EDUCATION

Northwestern University
School of Law, JD

Tufts University, BA

Lori Liu

Senior Associate

EXPERIENCE

Identified as a 2016 Woman of Power by San Francisco Magazine, Lori Liu possesses the unique skills of an experienced attorney and passionate public servant. Ms. Liu has over 10 years of experience in the fields of commercial, real estate and financial institutions litigation.

Her litigation experience includes eminent domain and inverse condemnation, land use and environmental matters, landlord-tenant and purchaser-seller disputes, trade secret and employee recruitment matters, mechanic's liens, unlawful detainer, and securities class actions.

Along with second-chairing two jury trials and handling numerous cases prior to trial, Ms. Liu has handled a variety of arbitrations and mediations.

- *Poletti v. City of South San Francisco*, San Mateo County Superior Court (No. CIV 444706). In this 2005 trial, as second chair, Ms. Liu obtained a \$617,000 jury verdict for inverse condemnation on behalf of a commercial property owner in a matter related to the City's storm drain upgrade project.
- *Uno Fratelli v. Citibank*, Napa County Superior Court (No. 26-35442). In this 2008 trial, as second chair, Ms. Liu represented a financial institution tenant in a lease dispute with its landlord arising out of the landlord unreasonably withholding its consent to assignment.
- *Client v. Doe*, Santa Clara Superior Court. In this 2007 lawsuit, Ms. Liu represented a shopping center developer in a leasing dispute with its anchor tenant arising out of the tenant's breach of the covenant of continuous operations. As lead associate, Ms. Liu prepared the case for trial and obtained a settlement in excess of \$4 million.
- *Nunez v. Reilly*, San Mateo County Superior Court (No. CIV 467117). As lead counsel, Ms. Liu obtained a temporary restraining order and preliminary injunction, freezing \$85,000 held in an escrow account, on behalf of a restaurant business that was defrauded into purchasing a business.

RELATED EXPERIENCE

Mayor and Councilmember, City of Brisbane

Prior to joining Renne Public Law Group, Ms. Liu served for four years on the Brisbane City Council. She was elected in 2013, served as Mayor Pro Tempore in 2015-2016, and as Mayor in 2016-2017. An avowed champion of education, children, the arts, recreation, economic development, the environment, and volunteerism in civic engagement, Ms. Liu helped to govern the City of Brisbane with integrity and dedication. During her term as Brisbane Mayor, she led the City Council public hearings and deliberations related to the Brisbane Baylands Project and Council's decision-making regarding the Final Environmental Impact Report (EIR) for the Baylands Development, contributed to the adoption of the City's first

ever Precise Plan for Parkside at Brisbane Village, and supported preparation efforts to construct the City's new Brisbane Library.

During her term, Ms. Liu served on the City's Economic Development Subcommittee, Fiscal & Administrative Policy Subcommittee, Planning Issues Subcommittee, Public Information and Technology Subcommittee, Health and Safety Issues Subcommittee, and School/City Subcommittee. While on the City Council, she served as a representative to a number of regional government organizations, including the League of California Cities, Association of Bay Area Governments, City/County Association of Governments (C/CAG), the Peninsula Clean Energy Board of Directors, the County Library JPA Governing Board, Airport Community Roundtable, and San Mateo County Council of Cities Executive Board. Prior to elected office, Ms. Liu served on the City of Brisbane's Open Space and Ecology Committee, the Board of Directors of the Brisbane Chamber of Commerce, and on the Board of Directors of the Landmark at the Ridge Homeowner's Association.

Some of the City of Brisbane matters on which Ms. Liu provided policy direction include:

- Brisbane Baylands Final EIR Review under CEQA (proposed project for 4,400 housing units on site with environmental and other issues)
- Precise Plan for Parkside at Brisbane Village, a 20-acre area to include 230 units of housing
- Update to Housing Element of General Plan
- Construction of new library
- Construction of new skatepark
- Brisbane Marina dredging project
- Update to Green Building Ordinance
- Creation of Public Arts Ordinance
- Ordinance regulating smoking in multi-unit housing and e-cigarettes
- Ordinance regulating massage establishments
- Update to water and sewer rates
- Appeals of Planning Commission decisions regarding commercial and residential building applications
- Ballot measures regarding business license fees
- Labor negotiations with City's bargaining groups
- Litigation claims against the City arising from business license fees, real property damage and other matters
- Joining Peninsula Clean Energy and opting the City's municipal accounts to ECO100, the 100% renewable energy option, for all municipal electric accounts

Litigation Attorney

Prior to elected office, Ms. Liu was a litigation associate for over eight years at Buchalter Nemer, where she represented private sector clients in federal and state courts in a broad variety of commercial and real estate litigation matters. Prior to that, Ms. Liu was a litigation associate for two years at Skadden, Arps, Slate, Meagher & Flom, where she represented clients in complex commercial and securities litigation. During this time, she also provided pro bono

representation through the Lawyers' Committee for Civil Rights, where she successfully represented a family in political asylum proceedings before the Immigration Court in San Francisco.

During law school at Northwestern University, Ms. Liu served as Senior Manuscript Editor of the *Northwestern University Law Review*, and authored a law review article on the interpretation of the Convention Against Torture under *In re S.V.* She also served as a Judicial Intern to Judge Sidney Schenkier of the U.S. District Court for the Northern District of Illinois, and interned with the Midwest Immigrant and Human Rights Center. She participated in the Bluhm Legal Clinic on Juvenile Justice, where she advocated for juveniles' constitutional rights. During her first year of law school, she received the CALI Award for the highest grades in Legal Process, and Legal Analysis and Writing.

COMMUNITY ACTIVITIES

- California Democratic Party – AD 22, elected delegate 2014-2016; appointed delegate 2017-2018
- Emerge CA (Democratic women leadership training program), Class of 2008 alumni
- Brisbane School District Parcel Tax Campaign 2018, Team Leader
- Brisbane Elementary School, Public Speaking Club, Founder and Volunteer Teacher
- Brisbane Elementary School, Site Council Member
- Brisbane Lions Club, member
- Brisbane Chamber of Commerce, former Secretary, Board of Directors
- Landmark at the Ridge Homeowners Association, former Secretary, Board of Directors
- City of Brisbane, Open Space and Ecology Committee, former member
- Brisbane Baylands Draft Environmental Impact Report Citizen's Committee, former member
- Brisbane Baylands Community Advisory Group, former member
- Commercial Real Estate for Women (CREW), former member

PUBLICATIONS AND PRESENTATIONS

- "Government's Support for Innovation in Brisbane and Silicon Valley," Keynote Speaker at 2017 Chengdu Global Innovation and Entrepreneurship Fair, City University of Hong Kong Chengdu Research Institute Opening Ceremony, Chengdu, China, June 23, 2017
- "Title Insurance and Mechanic's Liens Issues Relating to the Problem Construction Loan," Presentation to Bridge Bank, April 2, 2009
- "Construction Lenders Confronting Rising Number of Mechanic's Liens and Stop Notices," California Real Estate Journal, September 22, 2008
- "Protecting Against Mechanic's Lien Filings and Foreclosure," Presentation to Investors Resource Center of America (IRCA), August 21, 2008
- "Where Will Cleantech Go?" The Registry Real Estate Journal, February 2008
- "Employer Update: Homeland Security Appeals Ruling and Attempts to Delay 'No-Match' Letter Court Proceedings," The Luminary, Brisbane Chamber of Commerce, January 2008

- "Employers Take Note: New Ruling on Social Security 'No-Match' Rule, The Luminary, Brisbane Chamber of Commerce, November 2007
- "Businesses Beware: 'No Hire' Provisions in Consulting Contracts May Be Unenforceable," The Luminary, Brisbane Chamber of Commerce, September 2007
- "Wrongful Termination: Reporting Workplace Violence," The Luminary, Brisbane Chamber of Commerce, August 2007
- "Expectations – Workplace Privacy," The Luminary, Brisbane Chamber of Commerce, July 2007
- "Three Steps to Protecting Your Company from Corporate Raiding," The Luminary, Brisbane Chamber of Commerce, June 2007
- "At-Will Employees," The Luminary, Brisbane Chamber of Commerce, May 2007



COX WOOTTON LERNER
GRIFFIN & HANSEN LLP

Terence S. Cox

Terence S. Cox is a founding partner of CWL, formed in 1997. Prior to forming CWL, Mr. Cox was a partner with Derby, Cook Quinby & Tweedt in San Francisco.

Mr. Cox represents a variety of business interests, including entrepreneurs, shipping lines, property management enterprises, marinas, tug and barge companies, municipalities, property owners, transportation concerns, manufacturers and employers in various trades. He has been lead counsel in complex trials and appellate matters in state and federal courts throughout the Western States, including Hawaii, Alaska, Nevada, Arizona and Utah, and has acted as an arbitrator and mediator. His expertise includes catastrophic maritime injury claims and deaths, loss of vessels by fire and grounding, vessel collisions, products liability and salvage. He has tried some of the more prominent limitation of liability and salvage cases on the West Coast over the past thirty years. He has tried more than 80 cases in these fields and has prevailed in 90+% of his cases.

Mr. Cox has been “A.V.” rated for more than 25 years with the Martindale-Hubbell national attorneys’ listing and has been named a Northern California Super Lawyer in 2009, 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018 and 2019. This honor is awarded to those lawyers who are among the top 5% of Northern California attorneys based upon input from their peers and through independent research conducted by Law & Politics.

Areas of Practice

- Litigation, Maritime catastrophic claims, Real Estate, Business, Transportation, Employment and Insurance
- Mediator

Education

- B.A. University of California at Berkeley (1973)
- J.D. University of Santa Clara, cum laude (1979)

Memberships & Admissions

- State Bar of California
- U.S. Supreme Court
- Ninth Circuit Court of Appeal

Terence S. Cox
Richard C. Wootton †
Neil S. Lerner ‡
Rupert P. Hansen
Marc T. Cefalu
Galín G. Luk
Normand R. “Chip” Lezy ††
Jolene R. Rice
Michael J. Nakano ††
Juliette B. McCullough †
Mark E. Tepper
Duane R. Miyashiro ††
Max L. Kelley
Marc A. Centor
Christopher A. Tribolet

Jamie C.S. Madriaga
Mina M. Morkos
Param S. Purewal
Edward F. Sears
Thomas M. Fedeli
Shane B. Kolding
Heather A. Rogers
Edward Cosgrove
Christopher S. Kieliger

Of Counsel
Mitchell S. Griffin
Robert G. Frame †††
Donald J. Sands
Gregory W. Poulos
Cynthia A. Farias ††

† Also Admitted in Hawaii
‡ Also Admitted in New York
†† Admitted only in Hawaii
††† Admitted only in Hawaii and FL

San Francisco
900 Front St.
Suite 350
San Francisco
California 94111
T 415.438.4600
F 415.438.4601

Los Angeles

Honolulu

www.cwlfirm.com

- All Federal Courts in California
- Pro Hac Vice Admissions
 - United States District Court for the Western District of Washington
 - United States District Court for the District of Alaska
 - United States District Court for the District of Arizona
 - United States District Court for the District of Utah
 - United States District Court for the District of Hawaii
- American Bar Association
- San Francisco Bar Association
- Marin County Bar Association
- Maritime Law Association of the U.S.

Honors

- Named a Northern California Super Lawyer in General Litigation (2009, 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018 and 2019).
- “A.V.” rated by Martindale-Hubbe
- Academic and Pro Bono Service
- Faculty member with the Hastings College of Advocacy, one of the most prestigious clinics in the United States instructing practicing attorneys in the improvement of their jury trial techniques, from 1985 until 1998.
- Guest speaker for many maritime trade groups, including the San Francisco Board of Marine Underwriters and the Association of Marine Underwriters in New York City.
- Founding member and original legal counsel to Shakespeare at Stinson, an outdoor Shakespeare festival.

Representative Matters

- Amicus counsel in 1991 before the United States Supreme Court in the case *Sisson v. Ruby*, one of the most important maritime jurisdictional decisions by the Court, which broadly interpreted the right of pleasure vessel owners to have access to the federal courts and the benefits of maritime law.
- Lead counsel in multiple wrongful death cases.
- Lead counsel in more than a thousand serious personal injury cases.
- Lead counsel in dozens of products liability cases.
- Lead counsel in real estate disputes, including cases involving claims of non-disclosure, fraud and breach of fiduciary duties.
- Lead counsel in a Northern District of California federal court trial that was one of the few cases in which a vessel owner defeated liability based upon the “Act of God” defense. He won both at the trial court and on appeal, and the case represents the lead case in which the Ninth Circuit federal appellate court has held, in a written opinion, that pleasure vessel owners have the right to the benefits of the federal Limitation of Liability Act. *Hechinger v. Caskie*, 890 F.2d 202 (9th 1989).

- Lead trial counsel in a five-week jury trial in Los Angeles successfully defending Warner Bros. and Malpasio Productions in a maritime personal injury case arising out of the filming of Clint Eastwood's movie the *Flags of our Fathers* in Iceland
- Lead counsel in a trial involving a defectively manufactured pleasure craft brought under the Song Beverley Consumer Remedies Act.
- Successfully negotiated favorable resolutions for employers with Cal OHSA and Fed OSHA involving alleged job safety issues.
- Defeated wrongful termination cases brought against various employers.
- Acted as legal counsel in cases involving complex medical causation, including toxic exposure cases involving benzene, diesel fuel, diesel exhaust and other substances.
- Lead trial counsel in a three-week jury trial in Boston Federal Court successfully defending a product manufacturer in a "mega-luxury" sailing yacht lawsuit.

RICHARDS WATSON GERSHON

San Mateo County Harbor District

Proposal for Labor and Employment Legal Services
RFP # 2019-02

February 27, 2019

Roy A. Clarke

1 Civic Center Circle, PO Box 1059
Brea, California 92822-1059
Phone: 714.990.0901
Fax: 714.990.6230
E-mail: rclarke@rwglaw.com

Rebecca Green

355 South Grand Avenue, 40th Floor
Los Angeles, California 90071-3101
Phone: 213.626.8484
Fax: 213.626.0078
E-mail: rgreen@rwglaw.com



In Your Community
At Your Side

February 27, 2019

San Mateo County Harbor District
504 Ave Alhambra, 2nd Floor
El Granada, California 94018
Attention: Deputy Secretary

Re: ***Response to Request for Proposals - San Mateo County Harbor District
Labor and Employment Legal Services - RFP #2019-02***

Dear Deputy Secretary:

Richards Watson & Gershon (RWG) submits this proposal in response to the San Mateo County Harbor District's Request for Proposals for Labor and Employment Legal Services.

Roy Clarke and Rebecca Green are proposed to serve as co-lead counsel and primary contact for the District. Working as a team, they will provide the District with high-quality, proactive, and cost-efficient legal services.

Our contact information is as follows:

Richards, Watson & Gershon

1 Civic Center Circle, PO Box 1059
Brea, California 92822-10591
Main: 714.990.0901
Fax: 714.990.6230

Richards, Watson & Gershon

355 South Grand Avenue, 40th Floor
Los Angeles, California 90071
Main: 213.626.8484
Fax: 213.626.0078

Richards, Watson & Gershon

355 South Grand Avenue, 40th Floor
Los Angeles, California 90071
Main: 213.626.8484
Fax: 213.626.0078

Roy Clarke

Phone: 714.990.0901
Email: rclarke@rwglaw.com

Rebecca Green

Phone: 213.626.8484
Email: rgreen@rwglaw.com

Kayser O. Sume

Phone: 213.626.8484
Email: ksume@rwglaw.com

RWG's proposal and fee schedule are valid and binding for 120 days following the proposal due date of February 28, 2019.

Conflicts of Interest Disclaimer Statement: We have completed a preliminary conflicts check of our clients and, at this time, we are not aware of any actual legal or business conflicts that would preclude us from representing the District. RWG has no interest in or ownership of any contractor that may be recommended to the San Mateo County Harbor District. The Firm has not received, and does not anticipate receiving, any remuneration from such a contractor.

Exceptions to Professional Services Agreement:

Indemnity: We would request revisions consistent with a legal services agreement, including that RWG's obligations only apply to the extent that damages, etc., are caused by RWG's errors or omissions.

Insurance: If selected as special counsel we would request a small number of revisions to conform the contract to our Firm's insurance program and adapt it for more specific use as a legal services agreement.

Termination: We would request modifications to create a mutual right of termination without cause.

RWG is a professional corporation specializing in representing public entities of all types. Having represented public entities for most of its over 60-year history, RWG is keenly aware of the pressures they face, and we structure our provision of legal services in a goal-oriented and cost-efficient manner. Even in the most complex matters, we work closely with our clients to achieve their goals quickly and economically. Complexity of a matter does not mean that it must be unduly expensive.

We believe that the highly qualified team we are proposing, backed by RWG's extensive resources, would provide exceptional representation to the District and we look forward to discussing our proposal with you. If you have any questions or comments, please do not hesitate to contact us.

Very Truly Yours,

A handwritten signature in blue ink, appearing to read "Kayser O. Sume".

Kayser O. Sume

Chairman, Board of Directors

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Exhibits/Attachments:

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Approach to Scope of Services

Understanding of Requirements

We have read and understand the requirements in the Request for Proposals and Scope of Services and we have the legal expertise and skills to provide employment and labor law services to the District.

The Firm has the broad experience necessary to address virtually any public agency related legal problem and the depth of personnel to do so quickly, efficiently, and expertly. We are known for resolving difficult issues with creative solutions under the highest standards of professionalism and ethics. We understand that identifying legal issues and constraints is only the first part of the job of representing a public agency, because finding effective solutions is the final measure of success.

Technical Capabilities

We have 24-hour access to electronic mail, the Internet, video conferencing, database services, and legal research facilities, as well as word processing and other computer-based automation tools. Using the latest technology, we are able to stay in immediate contact with our clients and with one another to provide economical and timely delivery of legal services.

We have administrative help with word processing and printing, which reduces the amount of time attorneys spend on clerical matters. We also have the ability to scan seals, logos, and other graphics, so that, with permission, they can be embedded into documents we prepare, eliminating the need for later merges or reprints by the client. We transmit and receive documents to and from clients in a number of ways, including e-mails with PDF or Word attachments. Clients should always feel free to pick up the telephone, send an email, or request an in-person meeting to ask a question or request written advice. We pride ourselves on fast and efficient communication with our clients.

Methodology

At the beginning of any engagement, we would be pleased to meet with District staff to introduce our team, discuss the District's needs, and secure any relevant background information. Depending on the nature and the volume of work that is anticipated, we will want to discuss communication methods and frequency to keep District personnel informed of work status. When specific assignments are made and lend themselves to a plan, we can suggest a plan for

discussion or District approval. Obviously, discreet inquiries or small projects that are completed quickly will not need a work plan.

Litigation Logs. To effectively monitor pending lawsuits and litigation costs, RWG has developed a litigation log that can be updated on a monthly or quarterly basis, as directed by the client and is available upon request. This report tracks the status of each lawsuit, the risk of liability, potential monetary exposure, and the legal fees and costs incurred to date.

Litigation Cost/Benefit Analysis. Litigation can be one of the most unpredictable costs in a district's legal budget because the district does not fully control the process. Whenever our clients are considering initiation of litigation or have been named in a lawsuit, we provide a rigorous evaluation of the cost of proceeding to trial versus the financial and policy impacts of a settlement. Because it is very expensive to litigate a case through trial, and because court backlogs delay final judicial determinations, settlement sometimes can be a preferable option. We seek the governing body's direction at every juncture where a decision can be made whether to proceed or attempt to settle the matter. In seeking that direction, we estimate the cost to the district of litigating a case to completion (including the cost to file motions, try the case, and handle an appeal).

When it comes to interactions with the Harbor Commission Board and staff, we regard accessibility and responsiveness as two of the most critical factors in the provision of legal services. Each of the proposed members of the team can be reached by telephone, cellular phone, and e-mail, including when the attorney is out of the office or traveling. It is our practice to be available to clients on a very short notice. Furthermore, we take pride in our ability to complete and accurately respond to assignments and inquiries within whatever reasonable time constraints are imposed and to manage our cases with extensive client communication and input.

Team

RWG is committed to giving the District the attention of our talented attorneys, and to delivering timely, high quality, and practical advice on a cost-efficient basis. We believe that establishing a client service team at the outset of representation is an invaluable tool to ensure that the client's needs and service expectations are continuously met.



Roy A. Clarke | Lead Attorney and Point of Contact

1 Civic Center Circle, PO Box 1059
Brea, California 92822-1059
Phone: 714.990.0901
E-mail: rclarke@rwglaw.com

Roy is a Shareholder of the Firm and he specializes in advisory matters and administrative hearings. Roy is the Chair of RWG's Labor and Employment Department and he has over 20 years of legal experience advising public entities and an additional 20 years working on staff for public entities. His experience spans all aspects of the employment relationship, including hiring employees, managing the workforce with policies and personnel practices, paying employees under wage and hour laws, providing employee benefits, preventing discrimination and harassment, managing leave programs, and administering discipline and termination. Roy has additional experience with unions and labor relations, including the administration of labor relations rules, certification, unit determination, contract administration, negotiations, and grievance handling. His breadth of knowledge in employment matters and experience working in a public agency human resources office give Roy a unique perspective in understanding the day-to-day issues and practical pressures employers face. This perspective helps Roy in providing practical advice to clients.

- Roy provides advice and assistance with personnel administration, including work involving the application, interpretation, and updating of personnel systems, personnel rules, classification plans, compensation plans, and administrative policies. Roy has worked with clients to draft or review employment agreements, personnel rules, employee handbooks, labor relations resolutions, discipline notices, and severance agreements. He assists with benefits administration and has an understanding of public retirement systems which can help to put problems and his advice in context. He also provides advice and representation in discipline matters at administrative hearings.
- Roy has conducted administrative investigations of sexual harassment and other employee misconduct complaints and has conducted discipline hearings before arbitrators and civil service commissions. He has represented employers in disputed unemployment and wage claims before state hearing personnel and has represented local government in other administrative hearings. He serves as special counsel to commissions and hearing boards on discipline appeals, unfair labor practice charges, and civil service system administration.

- Roy also helps public clients comply with employment laws such as those covering wages and hours (FLSA, California Labor Code), equal employment (Title VII, FEHA, ADA, ADEA), protected leaves of absence (FMLA, CFRA, PDL, Kin Care, Labor Code, Paid Sick Leave), and other employee rights (privacy, whistleblower). He also has experience with the Procedural Bill of Rights Acts for police and fire.
- Roy provides training in areas such as the prevention of sexual harassment, performance evaluations, workplace investigations, family and medical leaves, and compliance with the Firefighters Bill of Rights Act.



Rebecca T. Green | Lead Attorney and Point of Contact

355 South Grand Avenue, 40th Floor
Los Angeles, California 90071
Phone: 213.626.8484
E-mail: rgreen@rwglaw.com

Rebecca is a senior attorney specializing in advisory matters and litigation. Rebecca has been practicing law for over 12 years. She represents cities and public entities on labor and employment issues including hiring employees, compliance with state and federal regulations, implementing personnel policies, preventing discrimination and harassment, providing reasonable accommodations, and administering discipline and termination. Rebecca also assists in drafting employment contracts and separation agreements, conducts investigations into alleged wrongdoing, and provides training to employers to ensure compliance with employment laws.

- A seasoned trial attorney, Rebecca represents public clients in employment disputes, including in mediation, arbitration, administrative hearings, and litigation in state and federal court. Rebecca's decade-long experience as a litigator gives her a unique insight into the prevention and negotiation of employment disputes, with an eye toward staying off litigation.
- Rebecca clerked for the Honorable Richard A. Paez on the United States Court of Appeals for the Ninth Circuit, and has been in private practice since then. Rebecca's appellate-level clerkship has helped her write many winning appellate briefs.

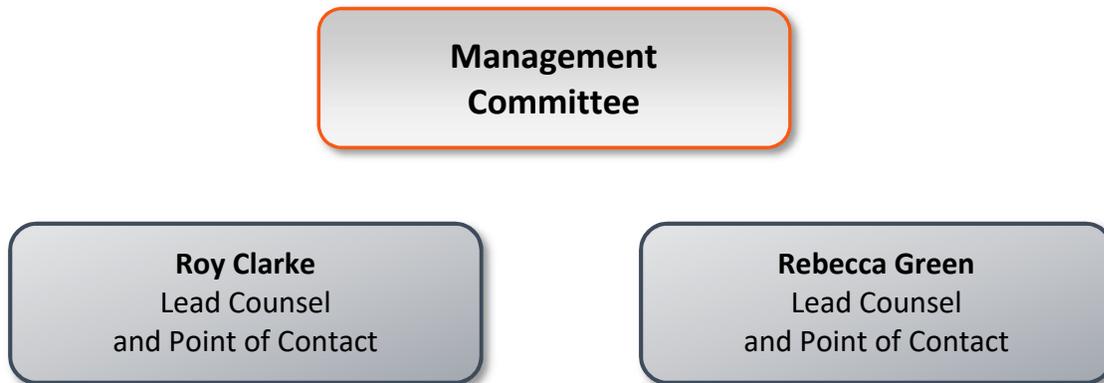
In addition to the summaries above, resumes for Roy and Rebecca are included as Exhibit A.

References

Client Name	Services Provided	Contact Information
City of Beverly Hills	General human resources advice and representation (Since 1996)	Shelley Ovrom Assistant Director of Administrative Services/Human Resources 455 North Rexford Drive Beverly Hills, California 90210 Phone: 310.285.1067 Email: sovrom@beverlyhills.org
First 5 LA	General human resources advice (Since 2001)	Gala Collins Human Resources Director 750 North Alameda Street Los Angeles, California 90012 Phone: 213.482.5902 E-mail: gcollins@first5la.org
City of Fairfield	General human resources advice and representation (Since 2001)	Barbara Dillon Retired Director of Human Resources Cell Phone: 707.249.8467 David White City Manager 1000 Webster Street Fairfield, California 94533 Phone: 707.428.7400 E-mail: bcsmithson@gmail.com
City of Gardena	General human resources advice and representation (Since 2018)	Edward Medrano City Manager 1700 West 162nd Street Gardena, California 90247 Phone: 310.217.9503 E-mail: emedrano@cityofgardena.org
City of Manhattan Beach	General human resources advice and representation (Since 2015)	Lisa Jenkins Human Resources Director 1400 Highland Avenue Manhattan Beach, California 90266 Phone: 310.802.5258 E-mail: lisabjenkins@gmail.com

Firm Information

Organizational Chart



Office Locations

RWG has offices in Los Angeles, Orange County, San Francisco, Temecula, and the Central Coast. Work for the District primarily would be performed from our Orange County and Los Angeles offices. The contact information for each of our offices is:

<p>Los Angeles 355 South Grand Avenue, 40th Floor Los Angeles, California 90071-3101 Telephone: 213.626.8484 Facsimile: 213.626.0078 e-mail: la@rwglaw.com</p>	<p>Orange County 1 Civic Center Circle, PO Box 1059 Brea, California 92822-1059 Telephone: 714.990.0901 Facsimile: 714.990.6230 e-mail: oc@rwglaw.com</p>	
<p>San Francisco 44 Montgomery Street, Suite 3800 San Francisco, California 94104 Telephone: 415.421.8484 Facsimile: 415.421.8486 e-mail: sf@rwglaw.com</p>	<p>Temecula 41000 Main Street, Suite 309 Temecula, California 92590-2764 Telephone: 951.695.2373 Facsimile: 951.695.2372 e-mail: tem@rwglaw.com</p>	<p>Central Coast 847 Monterey Street, Suite 201 San Luis Obispo, California 93401 Telephone: 805.439.3515 Facsimile: 800.552.0078 e-mail: cc@rwglaw.com</p>

Firm Structure

Our Firm is organized as a professional corporation. As such, our legal professionals holding equity interests in the Firm are designated as shareholders. RWG is managed by a five-member Board of Directors consisting of shareholders elected to the Board. In regard to the request for the Firm’s financial information, we consider such information proprietary and, as a policy, we do not produce it. RWG is in strong financial condition. There are no current or anticipated

conditions that would impede the Firm’s ability to complete the legal services solicited in this RFP. The Firm has not declared bankruptcy in its over 60-year history.

Neither RWG, nor any attorney while employed at RWG, has ever been disciplined by the California State Bar. We are unaware of any complaints to the State Bar even being made against any of our attorneys. Additionally, neither the Firm nor any attorney while employed at RWG has ever been successfully sued for malpractice.

Six Decades of Service

Founded in 1954, RWG employs a dedicated team of lawyers who have specialized in the representation of public entities of all types. We take an interdisciplinary approach to the challenges faced by California public agencies. Our attorneys deliver practical and solution-oriented advice tailored to the unique needs of our public clients. We have built a reputation as the lawyers of choice for clients seeking reliable, efficient, and effective legal counsel to help achieve their goals.

A Premier Full-Service Firm

RWG is a premier, full-service law firm serving public entities. While our proposal focuses on the labor and employment services addressed in the RFP, our attorneys have a thorough understanding of California public agencies and how they operate. This understanding provides a solid base for the practical labor and employment advice and representation we provide to clients. Throughout California, local public officials rely on our Firm because we have assembled a large and diverse group of talented attorneys who are dedicated to successful local government.

RWG has expertise in the wide variety of legal issues faced by public entities. We regularly represent our clients in transactional matters, administrative proceedings, and in litigation at all levels of the state and federal court systems. Our areas of expertise include:

- Brown Act
- CEQA
- Coastal Act
- Code Enforcement
- Conflicts of Interest
- Constitutional Law
- Elections
- Human Resources
- Labor Negotiations
- Landlord Tenant Law
- Municipal Law
- NPDES
- Police and Fire practices
- Public Finance
- Public Retirement
- Public Works
- Real Estate Law
- Tort Defense
- Transportation Law
- Water Law
- Writs and Appeals

Demonstrated Experience

The Firm's Labor and Employment Law Department represents public entity employers in all aspects of the employment relationship. We offer a full range of labor and employment legal services in human resources administration, legal compliance, employer-employee relations, and employment litigation, including the following:

- Human resources administration, including work involving the application, interpretation, and updating of personnel systems, personnel rules, classification plans, compensation plans, and agency policies. We assist with benefits administration, including issues involving Public Employees' Retirement System (PERS). We also provide advice and representation in discipline matters and arbitration. We have conducted training programs covering performance evaluations, workplace investigations, family and medical leave programs, and the prevention of sexual harassment.
- Compliance with employment laws such as those governing wages and hours (FLSA, California Labor Code), equal employment (Title VII, FEHA, ADA, ADEA), protected leaves of absence (FMLA, CFRA, PDL, Kin Care, Labor Code, military leave), and other employee rights (privacy, whistleblower). We have extensive experience with the Procedural Bill of Rights Acts for police and fire department employees.
- Employee relations including MOU administration, meet and confer issues, grievances, and unfair labor practice charges. We work to remain flexible in providing the employee relations services that will best serve the specific client involved.
- Employment litigation, with the overall goal of labor and employment counseling avoiding litigation through a positive personnel program, preventive advice, and legally compliant procedures. When litigation is unavoidable, we have been very successful in defending the decisions of public entities in actions involving public employee labor problems, employment discrimination, civil rights claims, and challenges to administrative decisions. On behalf of our public entity clients, we also appear in administrative proceedings, such as those before the Office of Administrative Hearings, the California Public Employment Relations Board, the California State Labor Commission, the California Public Employees' Retirement System Board of Administration, the California Department of Fair Employment and Housing (DFEH), and the U.S. Equal Employment Opportunity Commission (EEOC).

Employment Litigation Defense

RWG's experienced Litigation Department defends a broad variety of cases. RWG's litigators have tried numerous cases to verdict before juries and judges in both state and federal courts. In high stakes cases, RWG's appellate team will work directly with trial counsel where warranted with client approval to ensure the most favorable record if the matter is appealed.

Our litigators bring significant experience in defending against claims brought against public agencies by current and former employees. Lawsuits in this area range from alleged discriminatory action based on protected status to high-profile sexual harassment claims to constructive or wrongful termination. RWG attorneys have successfully defended public agencies throughout California in numerous administrative hearings and arbitrations involving alleged employment discrimination.

As diverse as the cases we handle might be, there is one task common to every case we handle - our job as litigators to fully understand and appreciate the challenges that confront our clients' busy staff members, and the multi-faceted challenges that elected or appointed officials regularly face. The law frequently weighs in a public entity's favor, but it is a court's comprehension of the "real world" circumstances the agency faces, and the practical consequences of ruling against it, that often dictate the outcome of a case. We never lose sight of our responsibility to effectively communicate those messages to the court.

Cost Proposal

Attachment A-1 Cost Proposal Form is completed and attached as Attachment 2.

Unburdened Rate/Reimbursable Costs

If the District were to choose RWG under an unburdened rate structure, copying costs will be charged at 5 cents per page. There will be no charge for facsimiles. All other costs, such as long distance telephone charges, travel, messenger and delivery services, and legal research services will be charged at RWG's actual out-of-pocket expenses. RWG will not charge for word processing and similar clerical tasks. Travel time and costs would be billed from our San Francisco office.

Adjustments

RWG proposes that commencing on July 1, 2020, and on each July 1 thereafter, the rates charged above automatically shall be increased by a percentage amount equal to the percentage increase in the United States Department of Labor, Bureau of Labor Statistics' Consumer Price Index for All Urban Consumers for the Western Region (or other applicable region as agreed upon by RWG

and the City) (“CPI”) for the twelve-month period ending on the immediately prior March 31. Should the Western Region CPI cease to be published in its entirety or on a periodic basis ending on March 31, RWG and the City shall negotiate in good faith for a mutually acceptable alternative. Any other adjustments in the rates shall require prior approval of the Harbor Commission Board.

Estimate of Monthly Costs

Based on the estimates and average monthly demand discussed in the addendum, a typical month could be 20 hours of service where all work is performed remotely and communications are by phone or e-mail. We anticipate that in such a month any documents will be sent by e-mail in PDF or MSWord format. No messenger, copying or separately billed telephone costs would apply. The cost for this typical month would be 20 hours x \$ 300 = \$6,000 under our unburdened hourly rate proposal. Of course, the monthly cost will vary, depending on the services and other costs involved in a particular month and could be higher or lower. Travel time and travel costs, where applicable, will be billed from our San Francisco Office.

Exhibit 1

Attorney Resumes

Roy CLARKE

Shareholder

ORANGE COUNTY

T 714.990.0901

E rclarke@rwglaw.com



Roy represents cities and public agencies on labor and employment law issues with an emphasis on advisory matters and administrative hearings. His experience spans all aspects of the employment relationship, including hiring employees, managing the workforce with policies and personnel practices, paying employees under wage and hour laws, providing employee benefits, preventing discrimination and harassment, managing leave programs, administering discipline and termination. Roy has additional experience with unions and labor relations, including the administration of labor relations rules, certification, unit determination, contract administration, and grievance handling. He has worked with clients to draft or review employment agreements, personnel rules, employee handbooks, labor relations resolutions, discipline notices and severance agreements.

WORK FOR CLIENTS

Roy is regular labor and employment counsel to the City of Beverly Hills as well as First 5 LA. He serves as Special Counsel to the Newport Beach Civil Service Board and regularly advises the Cities of Agoura Hills, Mill Valley, and Moorpark. Roy also advises a diverse group of special purpose entities, such as Foothill Transit, the Solano Land Trust, Marin Clean Energy, Mountains Recreation & Conservation Authority, and the Ross Valley Fire Department.

Roy has conducted administrative investigations of sexual harassment and other employee misconduct complaints. He has conducted discipline hearings before arbitrators and civil service commissions. Roy has represented employers in disputed unemployment and wage claims before state hearing personnel and has represented local government in hearings and disputes involving the California Public Employees' Retirement System. Roy serves as Special Counsel to commissions and hearing boards on discipline appeals, unfair labor practice charges, and civil service system administration.

PRACTICE AREAS

Labor & Employment

FOCUS AREAS

Discipline & Termination

Discrimination & Harassment

Litigation (Labor & Employment)

Personnel & Human Resources

Training

EDUCATION

J.D., Order of the Coif, Loyola Law School, Los Angeles

B.S., *magna cum laude*, Pepperdine University

Roy is Chair of the Labor and Employment Department at Richards, Watson & Gershon.

PROFESSIONAL EXPERIENCE

Prior to joining Richards, Watson & Gershon, Roy served as Staff Attorney and Risk Manager for the City of Beverly Hills, working primarily in the Human Services Office. Roy was also Corporate Counsel for a Fortune 100 Corporation, responsible for personnel and general business matters.

EXPERIENCE

HIGHLIGHTED REPRESENTATIONS

Roy provides advice and assistance with personnel administration, including work involving the application, interpretation, and updating of personnel systems, personnel rules, classification plans, compensation plans, and policies. Roy has worked with clients to draft or review employment agreements, personnel rules, employee handbooks, labor relations resolutions, discipline notices, and severance agreements. He assists with benefits administration, including issues involving the public retirement systems. He also provides advice and representation in discipline matters at administrative hearings.

Roy also assists public clients with compliance with employment laws such as those covering wages and hours (FLSA, California Labor Code), equal employment (Title VII, FEHA, ADA, ADEA), protected leaves of absence (FMLA, CFRA, PDL, Kin Care, Labor Code), and other employee rights (privacy, whistleblower).

Roy provides training in areas such as the prevention of sexual harassment, performance evaluations, and workplace investigations.

NEWS

Court of Appeal Takes Practical Approach to Police Discipline Statute of Limitations

07.09.2018

Mandatory Union Agency Fees Violate First Amendment

06.27.2018

Rebecca GREEN

Senior Attorney

LOS ANGELES

T 213.626.8484

E rgreen@rwglaw.com



Rebecca represents cities and public entities on labor and employment issues including hiring employees, compliance with state and federal labor regulations, implementing personnel policies, preventing discrimination and harassment, providing reasonable accommodations, and administering discipline and termination. Rebecca also assists in drafting employment contracts and separation agreements, conducts investigations into alleged wrongdoing, and provides training to employers to ensure compliance with employment laws. A seasoned trial attorney, Rebecca represents public clients in employment disputes, including in mediation, arbitration, administrative hearings and litigation.

PROFESSIONAL EXPERIENCE

After earning her law degree, Rebecca began her career as a white collar criminal defense attorney at Kirkland & Ellis in Washington, D.C., where she worked with clients to ensure compliance with federal and international laws. She moved to California to clerk for the Honorable Richard A. Paez on the United States Court of Appeals for the Ninth Circuit. Following her clerkship, Rebecca worked as a civil trial attorney, representing clients in a wide variety of areas and focusing on employment litigation. She also gained significant experience advising clients on employment matters and negotiating employment disputes to prevent litigation from occurring.

PROFESSIONAL AND COMMUNITY AFFILIATIONS

Member, Leadership Council on Legal Diversity

PRACTICE AREAS

Labor & Employment

FOCUS AREAS

Discipline & Termination

Discrimination & Harassment

Litigation (Labor & Employment)

EDUCATION

J.D., Harvard Law School

M.A., Harvard University

B.A., cum laude, Swarthmore College

NEWS

Court of Appeal Takes Practical Approach to Police Discipline Statute of Limitations
07.09.2018

Mandatory Union Agency Fees Violate First Amendment
06.27.2018

PRESENTATIONS

Policy and Procedure Writing
Victorville City Hall, 03.13.2019

Attachment 1

Acknowledgement of Addenda

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

SAN MATEO COUNTY HARBOR DISTRICT

ACKNOWLEDGEMENT OF ADDENDA

The undersigned Proposer acknowledges receipt of the following addenda, if issued, to the RFP Documents. If none received, write "None Received."

Addendum No. One, dated February 13, 2019

Addendum No. _____, dated _____

Addendum No. _____, dated _____

Date: February 27, 2019

Firm: Richards, Watson & Gershon, A Professional Corporation

Print Name: Kayser O. Sume

Signature: 

Title: Chairman, Board of Directors

Attachment 2

A-1 Cost Proposal Forms

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

COST PROPOSAL FORMS

Pursuant to the Notice Inviting Proposals, the undersigned Proposer herewith submits a Proposal on the Proposal Form or Forms attached hereto and made a part hereof and binds itself on award by the San Mateo County Harbor District under this Proposal to execute a Contract in accordance with its Proposal, the Proposal Documents, and the award. The attached Notice Inviting Proposals and Addenda, if any, are made a part of this Proposal and all provisions thereof are accepted, and all representations and warranties required thereby are hereby affirmed.

THE PROPOSAL BELOW INCLUDES ANY AND ALL LABOR, MATERIALS, APPLICABLE TAXES, INSURANCE, SUBCONTRACTOR COSTS, TRAVEL EXPENSES, TELEPHONE COSTS, COPYING COSTS, PROFIT, ADMINISTRATIVE AND OVERHEAD FEES, AND ALL OTHER COSTS NECESSARY FOR THE PERFORMANCE OF ALL THE SERVICES CALLED FOR UNDER THE FOLLOWING CONTRACT. ANY PROPOSED REIMBURSABLE COSTS SHALL BE SEPERATELY IDENTIFIED (E.G. OVERNIGHT DELIVERY, UPCHARGE ON 3RD PARTY INVOICES).

Position	Unburdened Hourly Rate	All inclusive Hourly Rate*	Estimated Hours per Month**	Example of Duties
Special Counsel	\$300	\$325 without additional billed costs, exclusive of litigation.	20	All duties included in Scope of Services.
Alternate Special Counsel				
(add positions as necessary)				

*Hourly Rate should include overhead costs as listed above. Time spent traveling to and from District meetings held within San Mateo County and any travel costs associated with such travel is not reimbursable.

**Estimated Hours should be based on comparable size and complexity of similar governmental entity.

The Cost Proposal Form must be signed on the next pages (page 2 or 3 of Attachment A). Proposals submitted in any other form will be considered non-responsive and may be rejected. Signatures herein bind Proposer to the entirety of its Proposal, including all documents submitted with these Cost Proposal Forms.

SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES

CORPORATION OR LLC, sign here*: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Entity Name: Richards, Watson & Gershon, A Professional Corporation

By:  Title: Chairman, Board of Directors

By:  Title: Vice President, Board of Directors

Incorporated under the laws of the State

** If the Proposer is a corporation, this Cost Proposal Form must be executed by two corporate officers, consisting of: (1) the president, vice president or chair of the board; and (2) the secretary, assistant secretary, chief financial officer or assistant treasurer. In the alternative, this Cost Proposal Form may be executed by a single officer or a person other than an officer provided that evidence satisfactory to the District is provided demonstrating that such individual is authorized to bind the corporation or LLC (e.g. a copy of a certified resolution from the corporation's board or LLC's board or a copy of the corporation's bylaws or LLC's operating agreement.)*

IF JOINT VENTURE, officers of each participating firm sign here: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Joint Venture Name: _____

By: _____ Title: _____

By: _____ Title: _____



RICHARDS WATSON GERSHON

ORANGE COUNTY OFFICE

1 Civic Center Circle, PO Box 1059
Brea, California 92822-1059
Telephone: 714.990.0901
Facsimile: 714.990.6230
e-mail: oc@rwglaw.com

LOS ANGELES OFFICE

355 South Grand Avenue, 40th Floor
Los Angeles, California 90071-3101
Telephone: 213.626.8484
Facsimile: 213.626.0078
e-mail: la@rwglaw.com

SAN FRANCISCO OFFICE

44 Montgomery Street, Suite 3800
San Francisco, California 94104-4811
Telephone: 415.421.8484
Facsimile: 415.421.8486
e-mail: sf@rwglaw.com

CENTRAL COAST OFFICE

847 Monterey Street, Suite 201
San Luis Obispo, California 93401
Telephone: 805 439-3515
Facsimile: 800-552-0078
e-mail : cc@rwglaw.com

TEMECULA OFFICE

41000 Main Street, Suite 309
Temecula, California 92590-2764
Telephone: 951.695.2373
Facsimile: 951.695.2372
e-mail: tem@rwglaw.com

RICHARDS WATSON GERSHON

San Mateo County Harbor District
Proposal for Labor and Employment Legal Services

SAN MATEO COUNTY HARBOR DISTRICT
RESPONSE TO REQUEST FOR PROPOSALS
(RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES

JOINTLY SUBMITTED BY:

Joseph E. Wiley
WILEY PRICE & RADULOVICH, LLP
1301 Marina Village Parkway, Suite 310
Alameda, California 94501
Telephone: (510) 337-2810
Email: jwiley@wprlaw.com
www.wprlaw.com

Linda L. Daube
LAW OFFICE OF LINDA L. DAUBE, APLC
438 First Street, 4th Floor
Santa Rosa, California 95401
Telephone: (707) 578-9530
Email: LDaube@DaubeLaw.com
www.DaubeLaw.com

**RESPONSE TO SAN MATEO COUNTY HARBOR DISTRICT’S RFP TO PROVIDE
LABOR AND EMPLOYMENT LEGAL SERVICES**

On behalf of Wiley Price & Radulovich, LLP (“WPR) and the Law Office of Linda L. Daube, APLC, we are pleased to have this opportunity to express our joint interest in providing labor and employment legal services to the San Mateo County Harbor District (“District”).¹

1. Contact Information

Joseph E. Wiley
WILEY PRICE & RADULOVICH, LLP
1301 Marina Village Parkway, Suite 310
Alameda, California 94501
Telephone: (510) 337-2810
Email: jwiley@wprlaw.com
www.wprlaw.com

Linda L. Daube
LAW OFFICE OF LINDA L. DAUBE, APLC
438 First Street, 4th Floor
Santa Rosa, California 95401
Telephone: (707) 578-9530
Email: ldaube@daubelaw.com
www.daubelaw.com

2. Description of Wiley, Price & Radulovich, LLP

Wiley Price & Radulovich, LLP practices exclusively labor and employment law. The firm employs six attorneys, and three experienced support staff personnel. Our firm has two locations. Our principal office is located at 1301 Marina Village Parkway, Suite 310, Alameda, California. We also have a San Diego branch office located at 11622 El Camino Real, Suite 100, San Diego, California. The work for the District will be performed out of our Alameda office, which is within close proximity and driving distance to the District.

Joe Wiley, Suzanne Price and Monna Radulovich founded Wiley Price & Radulovich, LLP in 1996. Since that time, our attorneys and staff have built a law firm that offers its employer-clients responsive, individualized representation in labor and employment law and litigation. Our attorneys have extensive experience representing public agencies in all areas of California public sector labor and employment law. Approximately 70-75% of our work is performed on behalf of our public agency clients. We have in depth knowledge of, and significant expertise and experience working with, the labor and employment laws, regulations, and case law developments affecting our clients.

With the exception of our newest attorney, all of our firm’s attorneys each has over 20 years’ experience doing so, and we have also worked together as a team for many years. Collectively, our team possess both the technical and practical expertise in providing timely and responsive solutions to our clients.

We are excited that, in April 2018, our firm welcomed our new Associate Attorney, Christopher K. Boucher, who has over a decade of experience as a public sector human resources executive, including most recently serving as the Port of Oakland’s Director of Human Resources.

¹ Accordingly, this proposal is submitted as a joint-venture proposal to provide labor and employment legal services to the District.

Christopher possesses substantial practical knowledge and experience in labor and employment matters for the fifth busiest container seaport in the United States and the second largest San Francisco Bay Area airport (Oakland International Airport), and given that the RFP specified the proposer's familiarity with maritime operations as a preferred qualification, Christopher's background and experience is most suitable for the District's needs. In addition, our firm has also represented the Port of Oakland on its labor and employment matters, and have achieved successful outcomes in the context of labor negotiations, administrative agency charges, and arbitrations.

We recognize the unique obligations of public sector employers and are mindful of their public accountability, especially in the context of labor negotiations with the public agency's represented units. We have extensive experience working with elected officials and addressing their needs and concerns. For the reasons set forth below, we believe we can well serve the District.

Our firm represents a variety of public agencies, including Courts, cities, and special districts, such as wastewater, clean water, park, hospital, mosquito abatement and fire protection districts. Other public agency employers we have represented include:

- | | |
|---|---|
| Alameda County Superior Court | North Marin Water District |
| Amador Water Agency | Orange County Superior Court |
| Bay Area Rapid Transit | Port of Oakland |
| City of Alameda | Riverside County Superior Court |
| City of Albany | Sacramento County Superior Court |
| City of Berkeley | Sacramento-Yolo Mosquito & Vector Control |
| City of Cupertino | San Diego County Superior Court |
| City of Hercules | San Francisco County Superior Court |
| City of Martinez | San Luis Obispo County Superior Court |
| City of Pacifica | Santa Barbara County Superior Court |
| City of Pleasant Hill | Santa Clara County Superior Court |
| City of Redwood City | Shasta County Superior Court |
| City of San Bruno | Shasta Mosquito & Vector Control District |
| Contra Costa County Employees' Retirement Association | South Coast Air Quality Management District |
| Contra Costa County Superior Court | Tahoe Forest Hospital District |
| Contra Costa Water District | Tahoe-Truckee Sanitation Agency |
| County of Santa Clara | Truckee Sanitary District |
| East Bay Municipal Utility District | Union Sanitary District |
| Hastings College of Law | West County Wastewater District |
| Judicial Council of California/ Administrative Office of the Courts | Yuba County Water Agency |
| Los Angeles County Superior Court | |
| Marin County Superior Court | |
| Menlo Park Fire Protection District | |

Our public agency clients range in size from two employees to nearly six thousand employees. As a result, we have learned to be flexible and that "one size" does not "fit all" when identifying solutions to labor and employment law issues.

Our attorneys have experience representing public agencies in labor negotiations, disciplinary and grievance arbitrations, proceedings before the Public Employment Relations Board (PERB), investigations by the Equal Employment Opportunity Commission (EEOC) and Department of Fair Employment and Housing (DFEH), and employment litigation in State and Federal Court. We have expertise in all areas of employment law, including the Meyers-Milias-Brown Act (MMBA) and other public employment labor relations statutes, employment discrimination laws, disability discrimination and accommodation laws, family and medical leave laws, First Amendment and due process Constitutional obligations, rights of privacy, and the Fair Labor Standards Act (FLSA).

Our attorneys have represented our clients in hundreds of labor arbitrations involving disciplinary and contract interpretation issues. We are familiar with a number of the labor arbitrators and believe our firm has an outstanding reputation among California labor arbitrators.

Our attorneys provide day-to-day advice regarding a variety of labor and employment law matters. We are frequently called upon to assist our public agency clients with questions regarding proposed disciplinary matters; questions regarding disciplinary due process obligations; responses to complaints of harassment, discrimination and retaliation; questions relating to reasonable accommodations of disabled employees and applicants; questions relating to leaves of absences and compliance with various leave laws; interpretation and administration of their labor agreements; and evaluation with respect to exempt status under the FLSA.

We have represented a variety of our public sector clients in employment litigation in State and Federal Courts, including cases involving claims of employment discrimination/harassment (race, national origin, gender, sexual orientation, religion and disability); the failure to provide reasonable accommodation to disabled employees/applicants; unlawful retaliation, including alleged whistleblowing; violations of the Fair Labor Standards Act; and violations of section 1983 of the Civil Rights Act, including free speech, privacy, due process, equal protection and false arrest/imprisonment claims. We have also represented our clients in writ proceedings seeking to overturn disciplinary actions, and other administrative determinations. We work closely with our clients to represent them in a cost effective manner. We have achieved a number of successful outcomes on motions for summary judgment. We have also achieved favorable settlements through direct negotiations or through mediation. Although most employment cases are resolved before trial, we have represented several of our clients at trial.

Below is a sampling of published court decisions of matters represented by our firm:

- *Schmidt v. Contra Costa County Superior Court* (9th Cir. 2012) 693 F.3d. 1122;
- *Haas v. Meisner* (2002) 103 Cal. App. 4th 580;
- *Alameda County Management Employees Association v. Superior Court of Alameda County* (2011) 195 Cal. App. 4th 325.

In addition, PERB has published many decisions on cases in which we have represented a variety of public agencies which are available on PERB's website or through a Westlaw search.

With respect to labor negotiations, our attorneys have substantial experience representing public agencies in labor negotiations, including matters subject to the meet-and-confer process as required by Government Code 3500 *et seq.* (the Meyers-Milias-Brown Act), advising management on issues related to mediation, impasse proceedings, fact-finding, arbitration and related procedures, and other public employment labor relations statutes. We also regularly attend closed sessions with elected officials to apprise them on the status of negotiations and to seek direction for bargaining. We pride ourselves in working well with public agency governing boards and staff to develop strategies for the labor negotiations, ascertain the interests and goals of the public agency, and develop proposals. We have experience participating in mediation and factfinding to resolve impasses that may occur.

In addition, several attorneys in the firm regularly advise clients about their obligations to meet and confer with unions before implementing managerial or operational changes that affect the wages, hours or terms and conditions of employment of represented employees. We are also frequently called upon to assist our clients with interpretation and administration of their labor agreements and responses to grievances.

We also have negotiated with a number of public sector labor unions, including, Service Employees International Union (SEIU), International Brotherhood of Electrical Workers (IBEW), American Federation of State, County and Municipal Employees, United Public Employees, Local 1, the Teamsters' Union, Local 39 Stationary Engineers, Local 3 Operating Engineers, and Technical Engineers, IFPTE, Local 21, Western Conference of Engineers, as well as public safety unions for police and fire personnel, such as affiliates of the California Peace Officers Association (CPOA) and the International Association of Fire Fighters (IAFF).²

Attorneys in our office have given, and are available to conduct, training on a variety of labor and employment law topics including labor relations, collective bargaining, required sexual harassment/abusive conduct training, leaves of absence, disability accommodation and the interactive process, employee discipline, and unconscious bias. At least once a year, our firm presents a Breakfast Briefing on labor and employment law topics of interest to our clients. The Briefings are practical and informative. We also regularly send out email alerts regarding significant labor and employment law developments that include practical guidance concerning how to comply with the new developments.

We rely heavily on technology (i.e. email, cell phones, remote access) to enhance our efficiency and, in this way, reduce costs. We also work closely with our clients to develop strategies that can accomplish their budget objectives.

² Although the RFP Addendum noted that the District had recently completed labor negotiations and does not anticipate any negotiations for another five years, given that there is no specific end date for the contract period, and the selected firm is expected to provide ongoing legal services to the District, we believe our successful track record in successfully negotiating with many public sector labor unions is relevant in considering the overall experience and qualifications of our firm.

3. Description of Law Office of Linda L. Daube

Linda Daube is a seasoned California attorney with extensive expertise in the areas of labor and employment law and provides legal counsel and advocacy services to clients on issues relating to employee discipline and grievances, labor and employee relations, leave and retirement benefits, risk management claims, and compliance with federal and state employment laws. Throughout her career, she has served as management's chief spokesperson and strategist in negotiating numerous collective bargaining agreements.

Linda has advised and represented clients in both state and federal courts on matters of discrimination, harassment, retaliation, and whistle-blowing claims under Title VII and the California Fair Employment and Housing Act (FEHA). From her office in Santa Rosa, she has extensive experience representing agencies in administrative proceedings involving disciplinary challenges and serves as a hearing officer in resolving employee grievance matters. She also serves on the pro bono panel of mediators for the Equal Employment Opportunity Commission (EEOC).

As a seasoned investigator, Linda has conducted more than 250 investigations and has litigated issues involving disclosure of the investigative reports as well as maintaining the privacy rights of witnesses. Specifically, Linda's investigations experience includes: employee claims of discrimination, harassment, retaliation, and/or disability accommodation under the California Fair Employment and Housing Act (FEHA) and Title VII; unfair labor practices under local labor relations rules and the Meyers-Milias-Brown Act (MMBA); employee misconduct; violations of Brown Act Open Meeting laws; and, public safety officers in compliance with the POBAR and FOBAR due process rights. In her oversight role as in-house and contract counsel, Linda has facilitated the resolution of numerous investigations completed by human resources staff and/or outside consultants.

4. Personnel We Propose Assigning to San Mateo County Harbor District

We propose assigning Joe Wiley, Monna Radulovich, Ian Fellerman, Joan Pugh Newman, and Christopher Boucher to assist the District from WPR, and Linda Daube from the Law Office of Linda L. Daube.

As part of this joint venture proposal, the Law Office of Linda L. Daube will provide routine labor and employment legal advice, workplace investigations, and mediation matters. WPR will assist with any administrative agency matters and/or proceedings (i.e. EEOC, DFEH or PERB), arbitrations, labor negotiations and consultation (if such services are needed by the District), complex legal research and/or consultation matters, and representation before any litigation matters.

a. Resumes of Proposed Personnel

Joseph E. Wiley (State Bar No. 84154)

Joe Wiley has worked extensively in public and private sector labor and employment law. He was graduated with high honors from the Michigan State University Honors College in 1972 and received his Master's Degree from the Industrial Relations Research Institute, University of Wisconsin, Madison in 1975. He received his legal education at Santa Clara University, graduating magna cum laude in 1978. Joe was admitted to the practice of law in California in 1978. He served as a regional representative for the California Public Employment Relations Board and as a field attorney for the Oakland office of the National Labor Relations Board. He also has taught public sector labor and employment law at the University of Santa Clara School of Law. Joe is a member of the Labor and Employment Law Section of the State Bar of California and the Labor and Employment Law Section of the American Bar Association. He was a member of the Executive Committee of the Labor and Employment Law Section of the State Bar of California from 1998 to 2002. For over fifteen years, Joe has served the United States District Court for the Northern District of California as an Early Neutral Evaluator in labor and employment law cases. He is licensed to appear in all State and Federal Courts in the State of California.

Joe is recognized as an expert at representing public and private sector employers in traditional labor relations and employment law matters. He regularly advises our clients about the requirements and application of their labor agreements, their obligations to meet and confer with unions before implementing managerial or operational changes that affect the wages, hours or terms and conditions of employment of represented employees, the scope of employer obligations to bargain decisions affecting changes in the workplace and/or the impacts of those decisions, and the possible impediments presented by the labor agreement to making changes during the contract term. Joe provides expert counsel to employers regarding employee discipline and grievance procedure issues. His extensive background on such matters is of great value to our clients.

Joe has represented clients in over 300 grievance/disciplinary arbitrations or administrative hearings. He has also successfully represented employers in numerous civil service commission hearings. He has an excellent reputation among labor arbitrators and other hearing officers. He thoroughly prepares witnesses, serves as a strong advocate at the hearing, and also presents a thorough and persuasive post-hearing brief. Joe's approach to arbitration will serve the District well both in disciplinary matters and contract interpretation grievances.

Joe, a former Regional Representative of California's Public Employment Relations Board, has represented our clients in approximately 80 unfair practice proceedings before PERB. He has recently litigated before PERB an employer's right to determine staffing levels, alleged bad faith bargaining regarding the decision/impact to layoff employees, alleged bad faith bargaining relating to unilateral implementation of terms of employment, wearing of union buttons, and union access generally, as well as, specifically, union access to the employer's email system. He has also represented clients in union elections, severance petitions, decertification matters, and unit modifications.

Joe has been the lead spokesperson in over 200 labor agreement negotiations. He has a strong commitment to the collective bargaining process as a way for labor and management to address concerns and find mutually acceptable resolutions. He has gained the respect of both management and labor as a strong and professional negotiator. He has experience with a number of public sector labor unions, including the Unions which represent employees at the District: OE3 and Teamsters. Also, as chief spokesperson, he is knowledgeable concerning pension and health care benefit issues faced by public agencies, such as the District.³

He has represented clients in impasse procedures, including mediation and factfinding. He is particularly effective in working with staff and governing boards to develop strategies for the labor negotiations and keeping the governing board apprised of developments.

Joe has represented employers in approximately 120 civil actions. As in most civil matters, the overwhelming majority of these cases were either dismissed on summary judgment or settled. Joe has had three jury trials, successfully obtaining a defense verdict in all three matters. In recognition of his many years of litigation experience, the United States District Court for the Northern District of California selected Joe to serve as an Early Neutral Evaluator in labor and employment law cases.

Based upon his work, Joe has been named a Top Rated Labor and Employment Law Attorney in 2012 and 2013 by American Lawyer Media, and he has received the highest rating awarded by Martindale-Hubbell, which rates lawyers concerning their ethical standards and professional abilities based upon a survey of peers and Judges.

Joe's articles on employment discrimination and due process obligations of public employers have appeared in the *National Law Journal*, *Law Practice Management*, *California Labor & Employment Law Quarterly* and *California Public Employee Relations (CPER)*. He has presented trainings on a variety of topics including harassment preventions, due process obligations, First Amendment issues involving public employees, labor negotiations preparation, communicating effectively during labor negotiations, responding to union organizing, disability accommodations and the interactive process, social media issues in the workplace, and effective discipline. He is a frequent speaker at the California Public Employers Labor Relations Association (CALPELRA) and the Association for California Governmental Human Resources Professionals (CalGovHR) annual conferences.

Linda L. Daube (State Bar No. 115782)

Linda is licensed to practice law in California and has been providing legal services to public agencies for over 25 years, serving both as an in-house counsel and outside contract attorney. She was the contract City Attorney for the City of Pittsburg, California, for 6 years, spent 9 years as the Deputy City Attorney for the City of Long Beach responsible for all labor and employment matters involving the City's 6,000 employees and 19 departments, and for 5 years

³ Our firm consults with a law firm that specializes in employment benefit issues when our clients require more specialized assistance on benefit matters.

served as the Chair of the Labor and Employment Practice group for a large California law firm that provided legal services to public entities.

Linda served as labor counsel to the City of San Bernardino on matters related to the City's Chapter 9 Bankruptcy proceedings. In addition to assisting the Human Resources Department, Linda worked with the City Attorney's and the City Manager's offices to coordinate efforts related to the labor issues resulting from the bankruptcy filing including serving as chief spokesperson in the negotiations of new bargaining agreements with the City's seven (7) labor unions and employee units.

Linda is a graduate of Purdue University with a Bachelor of Science degree in Education and a Master of Science degree in Economics, and earned a Juris Doctor degree from Southwestern University – College of Law. She is the author of various publications including "Improving Management, Personality and Communication Techniques (IMPACT);" "The Law, Your Job and Other Things;" and a manual entitled, "Skelly – Discipline and Due Process." She also has been a contributing author to the California League of Cities' Municipal Handbook.

Ian P. Fellerman (State Bar No. 119725)

Ian specializes in employment litigation, representing clients in wage and hour, wrongful termination, discrimination, harassment, unfair competition and trade secret lawsuits. He has successfully handled numerous trials in both state and federal courts. Among his recent successes, Ian won a disability discrimination case against a high tech client, successfully defended a financial institution sued by its former President/CEO for alleged wrongful termination, obtained summary judgment on behalf of a security guard company sued for race/sex discrimination and harassment, and defeated a motion for class certification in a wage and hour class action brought against a communications company.

In addition to his effective representation in litigation, Ian regularly responds to charges filed with various state and federal agencies, including the EEOC, DFEH, DLSE, DOL, and OFCCP. He also counsels employers on discipline and discharge, wage/hour requirements, reductions in force, workplace violence, leave of absence laws, trade secrets/confidentiality agreements, drug testing, affirmative action programs, internal investigations, privacy rights and reasonable accommodation of protected disabilities.

Ian also conducts investigations into allegations of workplace misconduct, and trains both management and staff on employment law issues.

Ian has published numerous articles, including ones on electronic privacy in the workplace and the use of the judicial estoppel doctrine to preclude disability discrimination claims. He was named by The BTI Consulting Group, Inc. as a BTI Client Service All-Star — one of a select group of 148 attorneys identified by corporate counsel at Fortune 1000 and large companies as providing superior client service. Ian was also named "Top Rated Labor and Employment Law Attorney" by American Lawyer Media in 2013.

Ian graduated from the University of California, San Diego in 1982. He received his law degree from the University of California, Davis in 1985, where he was a member of the Trial Practice Honors Board.

Monna R. Radulovich (State Bar No. 120991)

Monna Radulovich has represented California public agencies in labor and employment law for over 20 years. She received her Juris Doctor in 1985 from Boalt Hall School of Law at the University of California at Berkeley. Monna became a member of the State Bar of California in 1985. She is also a member of the Labor and Employment Law Sections of the California State Bar, and the San Diego County Bar Association. She is licensed to appear in all State and Federal Courts in California.

Monna regularly advises our public sector clients on a variety of employment and labor relations issues, including employee discipline, due process, First Amendment, leaves of absence, disability accommodations, privacy issues, and the Public Employees' Pension Reform Act. Her extensive experience enables her to provide practical advice to our public agency clients on a wide variety of employment law issues.

She also represents our clients in employment litigation, as well as proceedings before the DFEH and EEOC. Monna has represented public agencies in over 50 civil actions, including employment discrimination, harassment, retaliation, wrongful termination, writs, Fair Labor Standards Act, petitions to compel or vacate arbitration decisions, petitions for injunctive relief, and section 1983 of the Civil Rights Act, including free speech, privacy, due process and equal protection claims. She has obtained successful results through motions for summary judgment, as well as mediation. She has had two bench trials, and one jury trial.

Monna has represented public agency clients in 15 to 20 proceedings before PERB. Most recently, she and Joe Wiley successfully defended against a retaliation claim brought by a former public agency employee and obtained its dismissal before the issuance of a complaint; obtained favorable decisions in a variety of unlawful unilateral change cases, including an unfair practice complaint alleging an unlawful unilateral change relating to a staffing decision; and received a favorable decision in a severance petition. Joe and Monna also recently assisted several clients who faced threatened strikes, and one who experienced an actual two day strike. They were able to bring all such matters to a resolution that best served our clients. She and Joe also have represented successfully a public agency client in an unfair practice complaint alleging the agency's unilateral implementation of the elimination of the employer paid member contribution violated the Public Employees' Pension Reform Act.

Monna has represented public agency clients in numerous labor arbitrations, involving either challenges to disciplinary actions or contract interpretation grievances. She is a strong written advocate which has helped lead to successful outcomes for many of our public agency clients.

A variety of private and public agencies have retained Monna to conduct workplace misconduct investigations. The allegations have included sexual harassment, race discrimination, retaliation, theft, favoritism, and abusive conduct. Clients appreciate her easy demeanor, as well as her knowledge of the law, both of which lead to effective investigations.

She has been a speaker at a variety of conferences, including CALPELRA, the League of California Cities, the Labor and Employment Law Section of the State Bar, Association for California Governmental Human Resources Professionals, and the Public Employers' Labor Relations Association of California. Monna has authored articles concerning the salary basis test under the Fair Labor Standards Act, and issues involving drug testing of public employees. She also authored a white paper on California's pregnancy disability leave laws which has been published by BNA.

Joan Pugh Newman (State Bar No. 148562)

Joan's specialty is advising employers regarding employee relations and compliance with employment laws, including the Family and Medical Leave Act, the California Family Rights Act, the Pregnancy Disability Leave Act, the Americans with Disabilities Act, and State discrimination laws. She often helps clients prepare and revise their personnel policies so they are clear and comply with developments in the law.

She has extensive experience responding to charges of discrimination filed with the Equal Employment Opportunity Commission and the Department of Fair Employment and Housing, and representing clients in investigations by these agencies. Joan represents employers in wrongful termination and employment discrimination litigation, and she has frequently succeeded in obtaining dismissals of cases before trial. Joan also gives supervisory training on such topics as leaves of absence, discipline and sexual harassment.

Joan was graduated with distinction from Stanford University in 1981, and she received her law degree in 1990 from the University of California at Los Angeles School of Law.

Christopher K. Boucher (State Bar No. 316463)

Christopher's practice focuses on labor and employment law, and his expertise includes representing employers in a union environment, including labor negotiations, changes to existing terms and conditions of employment and/or the effects of those changes, and the meaning and application of labor contract provisions. He also serves as trusted counsel to employers throughout California regarding employee discipline, due process, grievance procedure issues, workplace investigations, reasonable accommodation/interactive process issues, and other labor and employment law matters.

Prior to joining the firm, Christopher spent over a decade as a seasoned human resources executive with a broad spectrum of industry experience, including municipalities, public utilities, aviation, maritime, special districts, school districts, as well as higher education. Most notably, Christopher served as the Port of Oakland's Director of Human Resources from 2014 to 2018,

where he directed the Port's human resources, labor relations, benefits, equal employment opportunity, leaves management and disability compliance, occupational health and safety, and workers' compensation functions. Christopher also led two successful negotiations for successor memoranda of understanding with the Port's labor unions during this time.

In recognition of his accomplishments, Christopher was featured as one of 2016's national "Top Five Rising Stars" by *Human Resource Executive* magazine and was awarded the Muriel M. Morse Achievement Award by the Western Region of the International Public Management Association in 2016. The firm's clients greatly value his extensive practical human resources and labor negotiations experience, in addition to his legal skills.

As an experienced workplace investigator, Christopher has conducted investigations related to workplace misconduct, sexual harassment, race discrimination, retaliation, sexual orientation harassment, theft, fraud, favoritism, misconduct, and abusive conduct. Christopher completed extensive training from the Association of Workplace Investigators and passed the rigorous examination to earn the Certificate Holder (AWI-CH) credential, in addition to serving as part-time faculty for the Association's Training Institute for Workplace Investigators.

In addition to his advocacy skills, Christopher has completed successfully the requisite training to serve as a mediator in compliance with Sections 466 - 471.5 of the Business and Professions Code. Christopher has successfully utilized his mediation training to achieve settlements on labor and employment matters.

Christopher is an experienced trainer and has given management training programs on a variety of issues including unlawful harassments and discrimination, statutory leaves and disability accommodations, workplace investigations, labor negotiations strategies, bullying, due process rights, employee misconduct and discipline, the legalization of recreational marijuana and its impact to employers, violence in the workplace, and workers' compensation fraud. In addition, he is a frequent speaker at a variety of conferences on labor and employment law topics, including legal updates and keynotes.

Christopher has written articles on topics such as workplace bullying, the legalization of recreational marijuana and its impact to the workplace, and general labor and employment law updates, which have been published by professional organizations throughout California.

5. Project Approach / Methodology

WPR and the Law Office of Linda L. Daube intend to work collaboratively in providing labor and employment legal services to the District.

In all matters – whether labor relations advice, responding to grievances, unfair practice charges, DFEH or EEOC complaints of discrimination, or employment litigation – we will carefully investigate the facts so we can assess the merits early on and discuss likely outcomes and strategies. We will be guided by the District's objectives in the matter, such as whether it wishes to try to settle the issue or to defend vigorously against the claim or charge. We will also evaluate

with the District the impact of various options on District continuing relationships with its employees and workforce.

On advice questions, we will respond promptly (usually, the same business day), as we understand the need for quick decision-making when personnel issues are involved. With agency matters (e.g., PERB, DFEH), arbitrations, appeals of discipline, and litigation, we will work closely with assigned District personnel to investigate the facts, meet with potential witnesses, and prepare the defense strategy consistent with the District's objectives.

On litigation matters, we generally conduct an initial investigation, including gathering relevant documents and data to arrive at a proposed strategy which we discuss with the client. We also develop a case budget and provide regular status reports to the client. Our overall goal in the majority of litigation is to position the case to obtain its dismissal through summary judgment or, when feasible, by demurrer.

On labor negotiation matters, we work with the client to determine what proposals to make, to obtain the authority from the Board of Commissioners, and to obtain authority on operational issues from the appropriate management personnel. We conduct the negotiations in a professional manner. We carefully draft proposals and counter-proposals to include clear language. We document all tentative agreements for the parties to sign. We maintain communications with the client concerning the status of the negotiations. We attempt to maintain a positive relationship with the labor organization throughout the process.

On arbitrations, both disciplinary and grievance matters, we seek to select an arbitrator who we believe will be suitable for the case. We plan and prepare for the arbitration well in advance of the hearing by gathering necessary documents, interviewing potential witnesses, and carefully preparing the witnesses for the hearing. We serve as strong advocates during the hearing, as well as in the post-hearing briefs.

As to personnel policy reviews, the attorney assigned generally obtains a Word version of the client's existing policies; reviews the policies to make sure they comply with the law and are clearly written; and makes red-lined changes to the documents, and adds comments to explain the proposed changes. The attorney then works with the client to discuss questions or changes the client may have, and assists with finalizing the policies.

On investigation matters, the attorney commences the investigation promptly by gathering background information and any documents that pertain to the employees or issues involved. The attorney then interviews the necessary persons, and generally conducts follow-up interviews with, for instance, the accuser and the accused, to determine whether they maintain consistency in their respective accounts. The attorney prepares a thorough and detailed report of the findings.

With respect to responses to the DFEH and/or EEOC, we work with the client to learn the background and make sure that an appropriate investigation has been conducted of the allegations. We prepare a response that clearly explains and advocates the employer's position. In the event

that the allegations in the charge have merit, we explore with the client its interest in seeking to resolve the matter.

We generally have only one attorney working on a matter; however, some litigation matters may require the assignment of two attorneys. We propose Linda Daube as co-lead counsel to provide services involving traditional labor and employment issues such as advice and consultation, workplace investigations, discipline and termination. We propose that Joe Wiley, Monna Radulovich, and Christopher Boucher (with Joe Wiley as co-lead counsel to Linda Daube) to provide representation in negotiations, labor arbitrations, and administrative agency (i.e. PERB) proceedings. We propose that Joan Pugh Newman provide education and training, assistance with personnel policy revisions and representation in matters brought to the DFEH and/or EEOC. We propose that Ian Fellerman and Joan Pugh Newman represent the District in employment litigation. These proposals are based on each attorney's specialization and depth of experience with the subject matter involved.

6. Maritime Labor Law Experience

As discussed above, both WPR and the Law Office of Linda Daube have experience in serving as specialized outside counsels for the Port of Oakland in providing labor and employment law advice and services. Specifically, WPR provided labor negotiations representation in 2014 – 2015 and again in 2017 – 2018 as chief spokespersons with SEIU, Local 1021, IBEW, Local 1245, IFPTE, Local 21, and Western Council of Engineers, as well as labor and employment law services, including labor arbitrations and PERB representations (Joe Wiley, Monna Radulovich, and Christopher Boucher). The Law Office of Linda L. Daube has conducted complex workplace investigations and provided counsel to Port Attorney's Office on labor and employment law matters for the Maritime Division (Linda Daube). In addition, while working for the City of Long Beach City Attorney's Office, Linda assisted staff with labor and employment issues for the Port of Long Beach, the Long Beach Water Department, and the Long Beach Airport.

7. References

We invite you to contact the following clients for whom we have performed similar labor and employment legal services within the past several years:

- a. Mr. Michael Mitchell
Director of Human Resources
Port of Oakland
530 Water Street
Oakland, California 94607
Telephone No.: (510) 627-1516
Email: mmitchell@portoakland.com
Provided labor negotiations representation in 2017 – 2018 as chief spokespersons with SEIU, Local 1021, IBEW, Local 1245, IFPTE, Local 21, and Western Council of Engineers, as well as labor and

employment law services (Joe Wiley, Suzanne Price, Monna Radulovich, and Christopher Boucher). Conducted complex workplace investigations and provided counsel to Port Attorney's Office on labor and employment law matters (Linda Daube).

- b. Ms. Sonja Stanchina
Human Resources and Risk Manager
Contra Costa Water District
1331 Concord Avenue
Concord, CA 94520
Telephone No.: (925) 688-8191
Email: [sstanchina@ccwater.com](mailto:ssanchina@ccwater.com)
Provided labor negotiations representation as chief spokesperson, as well as other meet-and-confer issues with IUOE, Local 39 and IFPTE, Local 21 and ongoing labor and employment advice (Joe Wiley, Monna Radulovich, and Christopher Boucher).

- c. Ms. Christina Dunn
Deputy Chief Executive Officer
Contra Costa Employees' Retirement Association
1355 Willow Way, Suite 221
Concord, CA 94520
Telephone No.: (925) 521-3960
Email: cdunn@cccera.org
Provided labor negotiations representation in 2018 - 2019 as chief spokesperson, as well as other meet-and-confer issues with AFSCME, Local 2700 and ongoing labor and employment advice (Joe Wiley and Christopher Boucher).

- d. Mr. Drew McIntyre
General Manager
North Marin Water District
999 Rush Creek Place
Novato, California 94945
Telephone No.: (415) 897-4133
Email: dmcintyre@nmwd.com
Provided labor negotiations representation in 2018 as chief spokespersons with the NMWD Employee Association and ongoing labor and employment advice (Joe Wiley and Christopher Boucher).

8. Price Proposal

The following rates are effective January 1, 2019.

ATTORNEYS	HOURLY RATE
Joseph E. Wiley	\$330
Ian P. Fellerman	\$330
Monna R. Radulovich	\$310
Linda L. Daube	
[Investigations/Case Assessment/Advice]	\$ 250
[Administrative Hearings/Litigation/ Expert Witness]	\$ 300
Joan Pugh Newman	\$290
Christopher K. Boucher	\$270
Legal Assistant	\$130

All reimbursable expenses are billed to clients at cost and there is no mark-up. Reimbursable expenses include all costs and expenses reasonably incurred by our firm to render said professional services, including, but not limited to, process servers' fees, fees fixed by law or assessed by courts or other agencies, court reporters' fees, deposition costs, messenger and other delivery fees, postage, photocopying, parking, mileage, investigation expenses, consultants' fees, expert witness fees and other similar items. In house photocopies will be charged at \$0.10 per page. Travel time shall be charged for any meetings outside of the District's main office, along with out-of-town transportation, meals and lodging where appropriate.⁴

Based on estimates provided by the District, we anticipate an average of 15 to 20 hours per month of legal services rendered to the District. This estimate is comparable to other similar size public agencies that we serve, and may fluctuate depending on the matter(s) involved and complexity of the cases.

⁴ Per the terms of the RFP, we acknowledge that the District will not reimburse any travel expenses or time spent traveling to or from District meetings held in San Mateo County.

9. Sample Professional Services Contract

The Sample Professional Services Agreement, including all applicable addenda, is acceptable.

10. Insurance Requirements

The insurance requirements are acceptable. Proof of current insurance is included as Exhibit A.

11. Financial Stability

As stated above, WPR has been founded since 1996, and has a successful business track record over the past 20+ years. WPR is not subject to any administrative proceedings, claims lawsuits, settlements, or other exposures that are pending.

Similarly, the Law Office of Linda L. Daube, APLC, was founded in 1998, and has a successful business track record over the past 20+ years. It is not subject to any administrative proceedings, claims lawsuits, settlements, or other exposures that are pending. Both firms possess adequate financial resources to perform the services described in this RFP.

12. Closing

In closing, both WPR and the Law Office of Linda L. Daube are committed to meeting the requirements of this request for quote. If you have any questions related to this proposal, please do not hesitate to contact Christopher Boucher at (510) 337-2810 or via email at cboucher@wprlaw.com.

We hope the above information sufficiently responds to the District's Request for Proposals. We welcome the opportunity to represent the San Mateo County Harbor District.



WILEY PRICE & RADULOVICH, LLP

Joseph E. Wiley
jwiley@wprlaw.com

1301 Marina Village Parkway · Suite 310
Alameda · California · 94501
T 510.337.2810 · F 510.337.2811

11622 El Camino Real · Suite 100
San Diego · California · 92130
T 858.509.2683 · F 760.431.8220

WPRLAW.COM

February 28, 2019

San Mateo County Harbor District
504 Avenue Alhambra, 2nd Floor
El Granada, CA 94018
Attn: Deputy Secretary

Re: Request for Proposals for Labor and Employment Legal Services

To Whom It May Concern:

On behalf of Wiley Price & Radulovich, LLP ("WPR") and the Law Office of Linda L. Daube, APLC, I am pleased to enclose our joint venture response to the San Mateo County Harbor District's Request for Proposals for Labor and Employment Legal Services.

With a strong commitment to public sector employers, WPR's attorneys have substantial experience representing public agencies in labor and employment law matters, including matters subject to the meet-and-confer process as required by Government Code 3500 *et seq.* (the Meyers-Milias-Brown Act). We regularly give counsel to our clients on questions regarding workplace investigations; proposed disciplinary matters; questions regarding disciplinary due process obligations; responses to complaints of harassment, discrimination and retaliation; questions relating to reasonable accommodations of disabled employees and applicants; questions relating to leaves of absences and compliance with various leave laws; interpretation and administration of their labor agreements; and evaluation with respect to exempt status under the FLSA.

In 2018, our firm was joined by Christopher Boucher, our newest Associate Attorney. Immediately prior to joining the firm, Christopher served as the Port of Oakland's Director of Human Resources, and has substantial practical knowledge and experience in labor and employment matters for the fifth busiest container port in the United States. Given that the RFP specified the proposer's familiarity with maritime operations as a preferred qualification, Christopher's background and experience is most suitable for the District's needs. In addition, WPR has also represented the Port of Oakland on its labor and employment matters, and have achieved successful outcomes in the context of labor negotiations, administrative agency charges, and arbitrations.

Additionally, we are also pleased to submit this joint venture proposal with the Law Office of Linda L. Daube, APLC. Founded in 1998 and specializing in providing legal services on labor and employment matters to public agencies, the Law Office of Linda L. Daube is a certified California Small Business Enterprise (#1567740), and Linda possesses over 25 years of experience serving both as in-house counsel and a contract City Attorney for a number of public agencies throughout California, including the City of Long Beach.

ALAMEDA · SAN DIEGO

San Mateo County Harbor District
Re: Request for Proposals for Labor and Employment Legal Services
February 28, 2019
Page 2

WPRLAW.COM

Collectively, we believe our unique partnership will allow us to provide responsive and high quality counsel and legal services to the District.

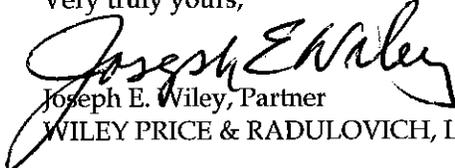
The attached proposal shall be valid for a 120 calendar day period, and Joseph Wiley, one of the firm's partners, is authorized to execute a contract with the District on behalf of Wiley Price & Radulovich, LLP ("WPR") and to bind WPR to any such contract. His contact information is as follows:

Joseph E. Wiley, Partner
Wiley Price & Radulovich, LLP
1301 Marina Village Parkway, Suite 310
Alameda, CA 94501
Telephone: (510) 337-2810
Facsimile: (510) 337-2811
Email: jwiley@wprlaw.com (cc to cboucher@wprlaw.com)
Firm Tax ID No.: 93-1218293

We further confirm that all elements of the RFP (including all applicable addenda) have been reviewed and understood, and should our firm be selected to engage in legal services by the District, we are willing to enter into a contract under the terms and conditions prescribed by the RFP and in the Sample Professional Services Agreement. At the present time, we are not aware of any conflicts of interest that would limit our ability to provide the requested legal services (subject to a final conflicts check prior to the commencement of any legal services).

In closing, we very much appreciate this opportunity to express our interest in providing labor and employment legal services to the San Mateo County Harbor District and to describe our background and expertise in labor and employment law.

Very truly yours,


Joseph E. Wiley, Partner
WILEY PRICE & RADULOVICH, LLP

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Enclosures

Via Messenger Delivery

SAN MATEO COUNTY HARBOR DISTRICT
RESPONSE TO REQUEST FOR PROPOSALS
(RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES

JOINTLY SUBMITTED BY:

Joseph E. Wiley
WILEY PRICE & RADULOVICH, LLP
1301 Marina Village Parkway, Suite 310
Alameda, California 94501
Telephone: (510) 337-2810
Email: jwiley@wprlaw.com
www.wprlaw.com

Linda L. Daube
LAW OFFICE OF LINDA L. DAUBE, APLC
438 First Street, 4th Floor
Santa Rosa, California 95401
Telephone: (707) 578-9530
Email: LDaube@DaubeLaw.com
www.DaubeLaw.com

**RESPONSE TO SAN MATEO COUNTY HARBOR DISTRICT'S RFP TO PROVIDE
LABOR AND EMPLOYMENT LEGAL SERVICES**

On behalf of Wiley Price & Radulovich, LLP ("WPR) and the Law Office of Linda L. Daube, APLC, we are pleased to have this opportunity to express our joint interest in providing labor and employment legal services to the San Mateo County Harbor District ("District").¹

1. Contact Information

Joseph E. Wiley
WILEY PRICE & RADULOVICH, LLP
1301 Marina Village Parkway, Suite 310
Alameda, California 94501
Telephone: (510) 337-2810
Email: jwiley@wprlaw.com
www.wprlaw.com

Linda L. Daube
LAW OFFICE OF LINDA L. DAUBE, APLC
438 First Street, 4th Floor
Santa Rosa, California 95401
Telephone: (707) 578-9530
Email: lداube@daubelaw.com
www.daubelaw.com

2. Description of Wiley, Price & Radulovich, LLP

Wiley Price & Radulovich, LLP practices exclusively labor and employment law. The firm employs six attorneys, and three experienced support staff personnel. Our firm has two locations. Our principal office is located at 1301 Marina Village Parkway, Suite 310, Alameda, California. We also have a San Diego branch office located at 11622 El Camino Real, Suite 100, San Diego, California. The work for the District will be performed out of our Alameda office, which is within close proximity and driving distance to the District.

Joe Wiley, Suzanne Price and Monna Radulovich founded Wiley Price & Radulovich, LLP in 1996. Since that time, our attorneys and staff have built a law firm that offers its employer-clients responsive, individualized representation in labor and employment law and litigation. Our attorneys have extensive experience representing public agencies in all areas of California public sector labor and employment law. Approximately 70-75% of our work is performed on behalf of our public agency clients. We have in depth knowledge of, and significant expertise and experience working with, the labor and employment laws, regulations, and case law developments affecting our clients.

With the exception of our newest attorney, all of our firm's attorneys each has over 20 years' experience doing so, and we have also worked together as a team for many years. Collectively, our team possess both the technical and practical expertise in providing timely and responsive solutions to our clients.

We are excited that, in April 2018, our firm welcomed our new Associate Attorney, Christopher K. Boucher, who has over a decade of experience as a public sector human resources executive, including most recently serving as the Port of Oakland's Director of Human Resources.

¹ Accordingly, this proposal is submitted as a joint-venture proposal to provide labor and employment legal services to the District.

Christopher possesses substantial practical knowledge and experience in labor and employment matters for the fifth busiest container seaport in the United States and the second largest San Francisco Bay Area airport (Oakland International Airport), and given that the RFP specified the proposer's familiarity with maritime operations as a preferred qualification, Christopher's background and experience is most suitable for the District's needs. In addition, our firm has also represented the Port of Oakland on its labor and employment matters, and have achieved successful outcomes in the context of labor negotiations, administrative agency charges, and arbitrations.

We recognize the unique obligations of public sector employers and are mindful of their public accountability, especially in the context of labor negotiations with the public agency's represented units. We have extensive experience working with elected officials and addressing their needs and concerns. For the reasons set forth below, we believe we can well serve the District.

Our firm represents a variety of public agencies, including Courts, cities, and special districts, such as wastewater, clean water, park, hospital, mosquito abatement and fire protection districts. Other public agency employers we have represented include:

Alameda County Superior Court	North Marin Water District
Amador Water Agency	Orange County Superior Court
Bay Area Rapid Transit	Port of Oakland
City of Alameda	Riverside County Superior Court
City of Albany	Sacramento County Superior Court
City of Berkeley	Sacramento-Yolo Mosquito & Vector Control
City of Cupertino	San Diego County Superior Court
City of Hercules	San Francisco County Superior Court
City of Martinez	San Luis Obispo County Superior Court
City of Pacifica	Santa Barbara County Superior Court
City of Pleasant Hill	Santa Clara County Superior Court
City of Redwood City	Shasta County Superior Court
City of San Bruno	Shasta Mosquito & Vector Control District
Contra Costa County Employees' Retirement Association	South Coast Air Quality Management District
Contra Costa County Superior Court	Tahoe Forest Hospital District
Contra Costa Water District	Tahoe-Truckee Sanitation Agency
County of Santa Clara	Truckee Sanitary District
East Bay Municipal Utility District	Union Sanitary District
Hastings College of Law	West County Wastewater District
Judicial Council of California/ Administrative Office of the Courts	Yuba County Water Agency
Los Angeles County Superior Court	
Marin County Superior Court	
Menlo Park Fire Protection District	

Our public agency clients range in size from two employees to nearly six thousand employees. As a result, we have learned to be flexible and that "one size" does not "fit all" when identifying solutions to labor and employment law issues.

Our attorneys have experience representing public agencies in labor negotiations, disciplinary and grievance arbitrations, proceedings before the Public Employment Relations Board (PERB), investigations by the Equal Employment Opportunity Commission (EEOC) and Department of Fair Employment and Housing (DFEH), and employment litigation in State and Federal Court. We have expertise in all areas of employment law, including the Meyers-Milias-Brown Act (MMBA) and other public employment labor relations statutes, employment discrimination laws, disability discrimination and accommodation laws, family and medical leave laws, First Amendment and due process Constitutional obligations, rights of privacy, and the Fair Labor Standards Act (FLSA).

Our attorneys have represented our clients in hundreds of labor arbitrations involving disciplinary and contract interpretation issues. We are familiar with a number of the labor arbitrators and believe our firm has an outstanding reputation among California labor arbitrators.

Our attorneys provide day-to-day advice regarding a variety of labor and employment law matters. We are frequently called upon to assist our public agency clients with questions regarding proposed disciplinary matters; questions regarding disciplinary due process obligations; responses to complaints of harassment, discrimination and retaliation; questions relating to reasonable accommodations of disabled employees and applicants; questions relating to leaves of absences and compliance with various leave laws; interpretation and administration of their labor agreements; and evaluation with respect to exempt status under the FLSA.

We have represented a variety of our public sector clients in employment litigation in State and Federal Courts, including cases involving claims of employment discrimination/harassment (race, national origin, gender, sexual orientation, religion and disability); the failure to provide reasonable accommodation to disabled employees/applicants; unlawful retaliation, including alleged whistleblowing; violations of the Fair Labor Standards Act; and violations of section 1983 of the Civil Rights Act, including free speech, privacy, due process, equal protection and false arrest/imprisonment claims. We have also represented our clients in writ proceedings seeking to overturn disciplinary actions, and other administrative determinations. We work closely with our clients to represent them in a cost effective manner. We have achieved a number of successful outcomes on motions for summary judgment. We have also achieved favorable settlements through direct negotiations or through mediation. Although most employment cases are resolved before trial, we have represented several of our clients at trial.

Below is a sampling of published court decisions of matters represented by our firm:

- *Schmidt v. Contra Costa County Superior Court* (9th Cir. 2012) 693 F.3d. 1122;
- *Haas v. Meisner* (2002) 103 Cal. App. 4th 580;
- *Alameda County Management Employees Association v. Superior Court of Alameda County* (2011) 195 Cal. App. 4th 325.

In addition, PERB has published many decisions on cases in which we have represented a variety of public agencies which are available on PERB's website or through a Westlaw search.

With respect to labor negotiations, our attorneys have substantial experience representing public agencies in labor negotiations, including matters subject to the meet-and-confer process as required by Government Code 3500 *et seq.* (the Meyers-Milias-Brown Act), advising management on issues related to mediation, impasse proceedings, fact-finding, arbitration and related procedures, and other public employment labor relations statutes. We also regularly attend closed sessions with elected officials to apprise them on the status of negotiations and to seek direction for bargaining. We pride ourselves in working well with public agency governing boards and staff to develop strategies for the labor negotiations, ascertain the interests and goals of the public agency, and develop proposals. We have experience participating in mediation and factfinding to resolve impasses that may occur.

In addition, several attorneys in the firm regularly advise clients about their obligations to meet and confer with unions before implementing managerial or operational changes that affect the wages, hours or terms and conditions of employment of represented employees. We are also frequently called upon to assist our clients with interpretation and administration of their labor agreements and responses to grievances.

We also have negotiated with a number of public sector labor unions, including, Service Employees International Union (SEIU), International Brotherhood of Electrical Workers (IBEW), American Federation of State, County and Municipal Employees, United Public Employees, Local 1, the Teamsters' Union, Local 39 Stationary Engineers, Local 3 Operating Engineers, and Technical Engineers, IFPTE, Local 21, Western Conference of Engineers, as well as public safety unions for police and fire personnel, such as affiliates of the California Peace Officers Association (CPOA) and the International Association of Fire Fighters (IAFF).²

Attorneys in our office have given, and are available to conduct, training on a variety of labor and employment law topics including labor relations, collective bargaining, required sexual harassment/abusive conduct training, leaves of absence, disability accommodation and the interactive process, employee discipline, and unconscious bias. At least once a year, our firm presents a Breakfast Briefing on labor and employment law topics of interest to our clients. The Briefings are practical and informative. We also regularly send out email alerts regarding significant labor and employment law developments that include practical guidance concerning how to comply with the new developments.

We rely heavily on technology (i.e. email, cell phones, remote access) to enhance our efficiency and, in this way, reduce costs. We also work closely with our clients to develop strategies that can accomplish their budget objectives.

² Although the RFP Addendum noted that the District had recently completed labor negotiations and does not anticipate any negotiations for another five years, given that there is no specific end date for the contract period, and the selected firm is expected to provide ongoing legal services to the District, we believe our successful track record in successfully negotiating with many public sector labor unions is relevant in considering the overall experience and qualifications of our firm.

3. Description of Law Office of Linda L. Daube

Linda Daube is a seasoned California attorney with extensive expertise in the areas of labor and employment law and provides legal counsel and advocacy services to clients on issues relating to employee discipline and grievances, labor and employee relations, leave and retirement benefits, risk management claims, and compliance with federal and state employment laws. Throughout her career, she has served as management's chief spokesperson and strategist in negotiating numerous collective bargaining agreements.

Linda has advised and represented clients in both state and federal courts on matters of discrimination, harassment, retaliation, and whistle-blowing claims under Title VII and the California Fair Employment and Housing Act (FEHA). From her office in Santa Rosa, she has extensive experience representing agencies in administrative proceedings involving disciplinary challenges and serves as a hearing officer in resolving employee grievance matters. She also serves on the pro bono panel of mediators for the Equal Employment Opportunity Commission (EEOC).

As a seasoned investigator, Linda has conducted more than 250 investigations and has litigated issues involving disclosure of the investigative reports as well as maintaining the privacy rights of witnesses. Specifically, Linda's investigations experience includes: employee claims of discrimination, harassment, retaliation, and/or disability accommodation under the California Fair Employment and Housing Act (FEHA) and Title VII; unfair labor practices under local labor relations rules and the Meyers-Milias-Brown Act (MMBA); employee misconduct; violations of Brown Act Open Meeting laws; and, public safety officers in compliance with the POBAR and FOBAR due process rights. In her oversight role as in-house and contract counsel, Linda has facilitated the resolution of numerous investigations completed by human resources staff and/or outside consultants.

4. Personnel We Propose Assigning to San Mateo County Harbor District

We propose assigning Joe Wiley, Monna Radulovich, Ian Fellerman, Joan Pugh Newman, and Christopher Boucher to assist the District from WPR, and Linda Daube from the Law Office of Linda L. Daube.

As part of this joint venture proposal, the Law Office of Linda L. Daube will provide routine labor and employment legal advice, workplace investigations, and mediation matters. WPR will assist with any administrative agency matters and/or proceedings (i.e. EEOC, DFEH or PERB), arbitrations, labor negotiations and consultation (if such services are needed by the District), complex legal research and/or consultation matters, and representation before any litigation matters.

a. **Resumes of Proposed Personnel**

Joseph E. Wiley (State Bar No. 84154)

Joe Wiley has worked extensively in public and private sector labor and employment law. He was graduated with high honors from the Michigan State University Honors College in 1972 and received his Master's Degree from the Industrial Relations Research Institute, University of Wisconsin, Madison in 1975. He received his legal education at Santa Clara University, graduating magna cum laude in 1978. Joe was admitted to the practice of law in California in 1978. He served as a regional representative for the California Public Employment Relations Board and as a field attorney for the Oakland office of the National Labor Relations Board. He also has taught public sector labor and employment law at the University of Santa Clara School of Law. Joe is a member of the Labor and Employment Law Section of the State Bar of California and the Labor and Employment Law Section of the American Bar Association. He was a member of the Executive Committee of the Labor and Employment Law Section of the State Bar of California from 1998 to 2002. For over fifteen years, Joe has served the United States District Court for the Northern District of California as an Early Neutral Evaluator in labor and employment law cases. He is licensed to appear in all State and Federal Courts in the State of California.

Joe is recognized as an expert at representing public and private sector employers in traditional labor relations and employment law matters. He regularly advises our clients about the requirements and application of their labor agreements, their obligations to meet and confer with unions before implementing managerial or operational changes that affect the wages, hours or terms and conditions of employment of represented employees, the scope of employer obligations to bargain decisions affecting changes in the workplace and/or the impacts of those decisions, and the possible impediments presented by the labor agreement to making changes during the contract term. Joe provides expert counsel to employers regarding employee discipline and grievance procedure issues. His extensive background on such matters is of great value to our clients.

Joe has represented clients in over 300 grievance/disciplinary arbitrations or administrative hearings. He has also successfully represented employers in numerous civil service commission hearings. He has an excellent reputation among labor arbitrators and other hearing officers. He thoroughly prepares witnesses, serves as a strong advocate at the hearing, and also presents a thorough and persuasive post-hearing brief. Joe's approach to arbitration will serve the District well both in disciplinary matters and contract interpretation grievances.

Joe, a former Regional Representative of California's Public Employment Relations Board, has represented our clients in approximately 80 unfair practice proceedings before PERB. He has recently litigated before PERB an employer's right to determine staffing levels, alleged bad faith bargaining regarding the decision/impact to layoff employees, alleged bad faith bargaining relating to unilateral implementation of terms of employment, wearing of union buttons, and union access generally, as well as, specifically, union access to the employer's email system. He has also represented clients in union elections, severance petitions, decertification matters, and unit modifications.

Joe has been the lead spokesperson in over 200 labor agreement negotiations. He has a strong commitment to the collective bargaining process as a way for labor and management to address concerns and find mutually acceptable resolutions. He has gained the respect of both management and labor as a strong and professional negotiator. He has experience with a number of public sector labor unions, including the Unions which represent employees at the District: OE3 and Teamsters. Also, as chief spokesperson, he is knowledgeable concerning pension and health care benefit issues faced by public agencies, such as the District.³

He has represented clients in impasse procedures, including mediation and factfinding. He is particularly effective in working with staff and governing boards to develop strategies for the labor negotiations and keeping the governing board apprised of developments.

Joe has represented employers in approximately 120 civil actions. As in most civil matters, the overwhelming majority of these cases were either dismissed on summary judgment or settled. Joe has had three jury trials, successfully obtaining a defense verdict in all three matters. In recognition of his many years of litigation experience, the United States District Court for the Northern District of California selected Joe to serve as an Early Neutral Evaluator in labor and employment law cases.

Based upon his work, Joe has been named a Top Rated Labor and Employment Law Attorney in 2012 and 2013 by American Lawyer Media, and he has received the highest rating awarded by Martindale-Hubbell, which rates lawyers concerning their ethical standards and professional abilities based upon a survey of peers and Judges.

Joe's articles on employment discrimination and due process obligations of public employers have appeared in the *National Law Journal*, *Law Practice Management*, *California Labor & Employment Law Quarterly* and *California Public Employee Relations (CPER)*. He has presented trainings on a variety of topics including harassment preventions, due process obligations, First Amendment issues involving public employees, labor negotiations preparation, communicating effectively during labor negotiations, responding to union organizing, disability accommodations and the interactive process, social media issues in the workplace, and effective discipline. He is a frequent speaker at the California Public Employers Labor Relations Association (CALPELRA) and the Association for California Governmental Human Resources Professionals (CalGovHR) annual conferences.

Linda L. Daube (State Bar No. 115782)

Linda is licensed to practice law in California and has been providing legal services to public agencies for over 25 years, serving both as an in-house counsel and outside contract attorney. She was the contract City Attorney for the City of Pittsburg, California, for 6 years, spent 9 years as the Deputy City Attorney for the City of Long Beach responsible for all labor and employment matters involving the City's 6,000 employees and 19 departments, and for 5 years

³ Our firm consults with a law firm that specializes in employment benefit issues when our clients require more specialized assistance on benefit matters.

served as the Chair of the Labor and Employment Practice group for a large California law firm that provided legal services to public entities.

Linda served as labor counsel to the City of San Bernardino on matters related to the City's Chapter 9 Bankruptcy proceedings. In addition to assisting the Human Resources Department, Linda worked with the City Attorney's and the City Manager's offices to coordinate efforts related to the labor issues resulting from the bankruptcy filing including serving as chief spokesperson in the negotiations of new bargaining agreements with the City's seven (7) labor unions and employee units.

Linda is a graduate of Purdue University with a Bachelor of Science degree in Education and a Master of Science degree in Economics, and earned a Juris Doctor degree from Southwestern University – College of Law. She is the author of various publications including "Improving Management, Personality and Communication Techniques (IMPACT);" "The Law, Your Job and Other Things;" and a manual entitled, "Skelly – Discipline and Due Process." She also has been a contributing author to the California League of Cities' Municipal Handbook.

Ian P. Fellerman (State Bar No. 119725)

Ian specializes in employment litigation, representing clients in wage and hour, wrongful termination, discrimination, harassment, unfair competition and trade secret lawsuits. He has successfully handled numerous trials in both state and federal courts. Among his recent successes, Ian won a disability discrimination case against a high tech client, successfully defended a financial institution sued by its former President/CEO for alleged wrongful termination, obtained summary judgment on behalf of a security guard company sued for race/sex discrimination and harassment, and defeated a motion for class certification in a wage and hour class action brought against a communications company.

In addition to his effective representation in litigation, Ian regularly responds to charges filed with various state and federal agencies, including the EEOC, DFEH, DLSE, DOL, and OFCCP. He also counsels employers on discipline and discharge, wage/hour requirements, reductions in force, workplace violence, leave of absence laws, trade secrets/confidentiality agreements, drug testing, affirmative action programs, internal investigations, privacy rights and reasonable accommodation of protected disabilities.

Ian also conducts investigations into allegations of workplace misconduct, and trains both management and staff on employment law issues.

Ian has published numerous articles, including ones on electronic privacy in the workplace and the use of the judicial estoppel doctrine to preclude disability discrimination claims. He was named by The BTI Consulting Group, Inc. as a BTI Client Service All-Star — one of a select group of 148 attorneys identified by corporate counsel at Fortune 1000 and large companies as providing superior client service. Ian was also named "Top Rated Labor and Employment Law Attorney" by American Lawyer Media in 2013.

Ian graduated from the University of California, San Diego in 1982. He received his law degree from the University of California, Davis in 1985, where he was a member of the Trial Practice Honors Board.

Monna R. Radulovich (State Bar No. 120991)

Monna Radulovich has represented California public agencies in labor and employment law for over 20 years. She received her Juris Doctor in 1985 from Boalt Hall School of Law at the University of California at Berkeley. Monna became a member of the State Bar of California in 1985. She is also a member of the Labor and Employment Law Sections of the California State Bar, and the San Diego County Bar Association. She is licensed to appear in all State and Federal Courts in California.

Monna regularly advises our public sector clients on a variety of employment and labor relations issues, including employee discipline, due process, First Amendment, leaves of absence, disability accommodations, privacy issues, and the Public Employees' Pension Reform Act. Her extensive experience enables her to provide practical advice to our public agency clients on a wide variety of employment law issues.

She also represents our clients in employment litigation, as well as proceedings before the DFEH and EEOC. Monna has represented public agencies in over 50 civil actions, including employment discrimination, harassment, retaliation, wrongful termination, writs, Fair Labor Standards Act, petitions to compel or vacate arbitration decisions, petitions for injunctive relief, and section 1983 of the Civil Rights Act, including free speech, privacy, due process and equal protection claims. She has obtained successful results through motions for summary judgment, as well as mediation. She has had two bench trials, and one jury trial.

Monna has represented public agency clients in 15 to 20 proceedings before PERB. Most recently, she and Joe Wiley successfully defended against a retaliation claim brought by a former public agency employee and obtained its dismissal before the issuance of a complaint; obtained favorable decisions in a variety of unlawful unilateral change cases, including an unfair practice complaint alleging an unlawful unilateral change relating to a staffing decision; and received a favorable decision in a severance petition. Joe and Monna also recently assisted several clients who faced threatened strikes, and one who experienced an actual two day strike. They were able to bring all such matters to a resolution that best served our clients. She and Joe also have represented successfully a public agency client in an unfair practice complaint alleging the agency's unilateral implementation of the elimination of the employer paid member contribution violated the Public Employees' Pension Reform Act.

Monna has represented public agency clients in numerous labor arbitrations, involving either challenges to disciplinary actions or contract interpretation grievances. She is a strong written advocate which has helped lead to successful outcomes for many of our public agency clients.

A variety of private and public agencies have retained Monna to conduct workplace misconduct investigations. The allegations have included sexual harassment, race discrimination, retaliation, theft, favoritism, and abusive conduct. Clients appreciate her easy demeanor, as well as her knowledge of the law, both of which lead to effective investigations.

She has been a speaker at a variety of conferences, including CALPELRA, the League of California Cities, the Labor and Employment Law Section of the State Bar, Association for California Governmental Human Resources Professionals, and the Public Employers' Labor Relations Association of California. Monna has authored articles concerning the salary basis test under the Fair Labor Standards Act, and issues involving drug testing of public employees. She also authored a white paper on California's pregnancy disability leave laws which has been published by BNA.

Joan Pugh Newman (State Bar No. 148562)

Joan's specialty is advising employers regarding employee relations and compliance with employment laws, including the Family and Medical Leave Act, the California Family Rights Act, the Pregnancy Disability Leave Act, the Americans with Disabilities Act, and State discrimination laws. She often helps clients prepare and revise their personnel policies so they are clear and comply with developments in the law.

She has extensive experience responding to charges of discrimination filed with the Equal Employment Opportunity Commission and the Department of Fair Employment and Housing, and representing clients in investigations by these agencies. Joan represents employers in wrongful termination and employment discrimination litigation, and she has frequently succeeded in obtaining dismissals of cases before trial. Joan also gives supervisory training on such topics as leaves of absence, discipline and sexual harassment.

Joan was graduated with distinction from Stanford University in 1981, and she received her law degree in 1990 from the University of California at Los Angeles School of Law.

Christopher K. Boucher (State Bar No. 316463)

Christopher's practice focuses on labor and employment law, and his expertise includes representing employers in a union environment, including labor negotiations, changes to existing terms and conditions of employment and/or the effects of those changes, and the meaning and application of labor contract provisions. He also serves as trusted counsel to employers throughout California regarding employee discipline, due process, grievance procedure issues, workplace investigations, reasonable accommodation/interactive process issues, and other labor and employment law matters.

Prior to joining the firm, Christopher spent over a decade as a seasoned human resources executive with a broad spectrum of industry experience, including municipalities, public utilities, aviation, maritime, special districts, school districts, as well as higher education. Most notably, Christopher served as the Port of Oakland's Director of Human Resources from 2014 to 2018,

where he directed the Port's human resources, labor relations, benefits, equal employment opportunity, leaves management and disability compliance, occupational health and safety, and workers' compensation functions. Christopher also led two successful negotiations for successor memoranda of understanding with the Port's labor unions during this time.

In recognition of his accomplishments, Christopher was featured as one of 2016's national "Top Five Rising Stars" by *Human Resource Executive* magazine and was awarded the Muriel M. Morse Achievement Award by the Western Region of the International Public Management Association in 2016. The firm's clients greatly value his extensive practical human resources and labor negotiations experience, in addition to his legal skills.

As an experienced workplace investigator, Christopher has conducted investigations related to workplace misconduct, sexual harassment, race discrimination, retaliation, sexual orientation harassment, theft, fraud, favoritism, misconduct, and abusive conduct. Christopher completed extensive training from the Association of Workplace Investigators and passed the rigorous examination to earn the Certificate Holder (AWI-CH) credential, in addition to serving as part-time faculty for the Association's Training Institute for Workplace Investigators.

In addition to his advocacy skills, Christopher has completed successfully the requisite training to serve as a mediator in compliance with Sections 466 - 471.5 of the Business and Professions Code. Christopher has successfully utilized his mediation training to achieve settlements on labor and employment matters.

Christopher is an experienced trainer and has given management training programs on a variety of issues including unlawful harassments and discrimination, statutory leaves and disability accommodations, workplace investigations, labor negotiations strategies, bullying, due process rights, employee misconduct and discipline, the legalization of recreational marijuana and its impact to employers, violence in the workplace, and workers' compensation fraud. In addition, he is a frequent speaker at a variety of conferences on labor and employment law topics, including legal updates and keynotes.

Christopher has written articles on topics such as workplace bullying, the legalization of recreational marijuana and its impact to the workplace, and general labor and employment law updates, which have been published by professional organizations throughout California.

5. Project Approach / Methodology

WPR and the Law Office of Linda L. Daube intend to work collaboratively in providing labor and employment legal services to the District.

In all matters – whether labor relations advice, responding to grievances, unfair practice charges, DFEH or EEOC complaints of discrimination, or employment litigation – we will carefully investigate the facts so we can assess the merits early on and discuss likely outcomes and strategies. We will be guided by the District's objectives in the matter, such as whether it wishes to try to settle the issue or to defend vigorously against the claim or charge. We will also evaluate

with the District the impact of various options on District continuing relationships with its employees and workforce.

On advice questions, we will respond promptly (usually, the same business day), as we understand the need for quick decision-making when personnel issues are involved. With agency matters (e.g., PERB, DFEH), arbitrations, appeals of discipline, and litigation, we will work closely with assigned District personnel to investigate the facts, meet with potential witnesses, and prepare the defense strategy consistent with the District's objectives.

On litigation matters, we generally conduct an initial investigation, including gathering relevant documents and data to arrive at a proposed strategy which we discuss with the client. We also develop a case budget and provide regular status reports to the client. Our overall goal in the majority of litigation is to position the case to obtain its dismissal through summary judgment or, when feasible, by demurrer.

On labor negotiation matters, we work with the client to determine what proposals to make, to obtain the authority from the Board of Commissioners, and to obtain authority on operational issues from the appropriate management personnel. We conduct the negotiations in a professional manner. We carefully draft proposals and counter-proposals to include clear language. We document all tentative agreements for the parties to sign. We maintain communications with the client concerning the status of the negotiations. We attempt to maintain a positive relationship with the labor organization throughout the process.

On arbitrations, both disciplinary and grievance matters, we seek to select an arbitrator who we believe will be suitable for the case. We plan and prepare for the arbitration well in advance of the hearing by gathering necessary documents, interviewing potential witnesses, and carefully preparing the witnesses for the hearing. We serve as strong advocates during the hearing, as well as in the post-hearing briefs.

As to personnel policy reviews, the attorney assigned generally obtains a Word version of the client's existing policies; reviews the policies to make sure they comply with the law and are clearly written; and makes red-lined changes to the documents, and adds comments to explain the proposed changes. The attorney then works with the client to discuss questions or changes the client may have, and assists with finalizing the policies.

On investigation matters, the attorney commences the investigation promptly by gathering background information and any documents that pertain to the employees or issues involved. The attorney then interviews the necessary persons, and generally conducts follow-up interviews with, for instance, the accuser and the accused, to determine whether they maintain consistency in their respective accounts. The attorney prepares a thorough and detailed report of the findings.

With respect to responses to the DFEH and/or EEOC, we work with the client to learn the background and make sure that an appropriate investigation has been conducted of the allegations. We prepare a response that clearly explains and advocates the employer's position. In the event

that the allegations in the charge have merit, we explore with the client its interest in seeking to resolve the matter.

We generally have only one attorney working on a matter; however, some litigation matters may require the assignment of two attorneys. We propose Linda Daube as co-lead counsel to provide services involving traditional labor and employment issues such as advice and consultation, workplace investigations, discipline and termination. We propose that Joe Wiley, Monna Radulovich, and Christopher Boucher (with Joe Wiley as co-lead counsel to Linda Daube) to provide representation in negotiations, labor arbitrations, and administrative agency (i.e. PERB) proceedings. We propose that Joan Pugh Newman provide education and training, assistance with personnel policy revisions and representation in matters brought to the DFEH and/or EEOC. We propose that Ian Fellerman and Joan Pugh Newman represent the District in employment litigation. These proposals are based on each attorney's specialization and depth of experience with the subject matter involved.

6. Maritime Labor Law Experience

As discussed above, both WPR and the Law Office of Linda Daube have experience in serving as specialized outside counsels for the Port of Oakland in providing labor and employment law advice and services. Specifically, WPR provided labor negotiations representation in 2014 – 2015 and again in 2017 – 2018 as chief spokespersons with SEIU, Local 1021, IBEW, Local 1245, IFPTE, Local 21, and Western Council of Engineers, as well as labor and employment law services, including labor arbitrations and PERB representations (Joe Wiley, Monna Radulovich, and Christopher Boucher). The Law Office of Linda L. Daube has conducted complex workplace investigations and provided counsel to Port Attorney's Office on labor and employment law matters for the Maritime Division (Linda Daube). In addition, while working for the City of Long Beach City Attorney's Office, Linda assisted staff with labor and employment issues for the Port of Long Beach, the Long Beach Water Department, and the Long Beach Airport.

7. References

We invite you to contact the following clients for whom we have performed similar labor and employment legal services within the past several years:

- a. Mr. Michael Mitchell
Director of Human Resources
Port of Oakland
530 Water Street
Oakland, California 94607
Telephone No.: (510) 627-1516
Email: mmitchell@portoakland.com
*Provided labor negotiations representation in 2017
– 2018 as chief spokespersons with SEIU, Local
1021, IBEW, Local 1245, IFPTE, Local 21, and
Western Council of Engineers, as well as labor and*

employment law services (Joe Wiley, Suzanne Price, Monna Radulovich, and Christopher Boucher). Conducted complex workplace investigations and provided counsel to Port Attorney's Office on labor and employment law matters (Linda Daube).

- b. Ms. Sonja Stanchina
Human Resources and Risk Manager
Contra Costa Water District
1331 Concord Avenue
Concord, CA 94520
Telephone No.: (925) 688-8191
Email: [sstanchina@ccwater.com](mailto:ssanchina@ccwater.com)
Provided labor negotiations representation as chief spokesperson, as well as other meet-and-confer issues with IUOE, Local 39 and IFPTE, Local 21 and ongoing labor and employment advice (Joe Wiley, Monna Radulovich, and Christopher Boucher).

- c. Ms. Christina Dunn
Deputy Chief Executive Officer
Contra Costa Employees' Retirement Association
1355 Willow Way, Suite 221
Concord, CA 94520
Telephone No.: (925) 521-3960
Email: cdunn@cccera.org
Provided labor negotiations representation in 2018 - 2019 as chief spokesperson, as well as other meet-and-confer issues with AFSCME, Local 2700 and ongoing labor and employment advice (Joe Wiley and Christopher Boucher).

- d. Mr. Drew McIntyre
General Manager
North Marin Water District
999 Rush Creek Place
Novato, California 94945
Telephone No.: (415) 897-4133
Email: dmcintyre@nmwd.com
Provided labor negotiations representation in 2018 as chief spokespersons with the NMWD Employee Association and ongoing labor and employment advice (Joe Wiley and Christopher Boucher).

8. Price Proposal

The following rates are effective January 1, 2019.

ATTORNEYS	HOURLY RATE
Joseph E. Wiley	\$330
Ian P. Fellerman	\$330
Monna R. Radulovich	\$310
Linda L. Daube	
[Investigations/Case Assessment/Advice]	\$ 250
[Administrative Hearings/Litigation/ Expert Witness]	\$ 300
Joan Pugh Newman	\$290
Christopher K. Boucher	\$270
Legal Assistant	\$130

All reimbursable expenses are billed to clients at cost and there is no mark-up. Reimbursable expenses include all costs and expenses reasonably incurred by our firm to render said professional services, including, but not limited to, process servers' fees, fees fixed by law or assessed by courts or other agencies, court reporters' fees, deposition costs, messenger and other delivery fees, postage, photocopying, parking, mileage, investigation expenses, consultants' fees, expert witness fees and other similar items. In house photocopies will be charged at \$0.10 per page. Travel time shall be charged for any meetings outside of the District's main office, along with out-of-town transportation, meals and lodging where appropriate.⁴

Based on estimates provided by the District, we anticipate an average of 15 to 20 hours per month of legal services rendered to the District. This estimate is comparable to other similar size public agencies that we serve, and may fluctuate depending on the matter(s) involved and complexity of the cases.

⁴ Per the terms of the RFP, we acknowledge that the District will not reimburse any travel expenses or time spent traveling to or from District meetings held in San Mateo County.

9. Sample Professional Services Contract

The Sample Professional Services Agreement, including all applicable addenda, is acceptable.

10. Insurance Requirements

The insurance requirements are acceptable. Proof of current insurance is included as Exhibit A.

11. Financial Stability

As stated above, WPR has been founded since 1996, and has a successful business track record over the past 20+ years. WPR is not subject to any administrative proceedings, claims lawsuits, settlements, or other exposures that are pending.

Similarly, the Law Office of Linda L. Daube, APLC, was founded in 1998, and has a successful business track record over the past 20+ years. It is not subject to any administrative proceedings, claims lawsuits, settlements, or other exposures that are pending. Both firms possess adequate financial resources to perform the services described in this RFP.

12. Closing

In closing, both WPR and the Law Office of Linda L. Daube are committed to meeting the requirements of this request for quote. If you have any questions related to this proposal, please do not hesitate to contact Christopher Boucher at (510) 337-2810 or via email at cboucher@wprlaw.com.

We hope the above information sufficiently responds to the District's Request for Proposals. We welcome the opportunity to represent the San Mateo County Harbor District.

Attachments

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

**ATTACHMENT A
COST PROPOSAL FORMS**

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

COST PROPOSAL FORMS

Pursuant to the Notice Inviting Proposals, the undersigned Proposer herewith submits a Proposal on the Proposal Form or Forms attached hereto and made a part hereof and binds itself on award by the San Mateo County Harbor District under this Proposal to execute a Contract in accordance with its Proposal, the Proposal Documents, and the award. The attached Notice Inviting Proposals and Addenda, if any, are made a part of this Proposal and all provisions thereof are accepted, and all representations and warranties required thereby are hereby affirmed.

THE PROPOSAL BELOW INCLUDES ANY AND ALL LABOR, MATERIALS, APPLICABLE TAXES, INSURANCE, SUBCONTRACTOR COSTS, TRAVEL EXPENSES, TELEPHONE COSTS, COPYING COSTS, PROFIT, ADMINISTRATIVE AND OVERHEAD FEES, AND ALL OTHER COSTS NECESSARY FOR THE PERFORMANCE OF ALL THE SERVICES CALLED FOR UNDER THE FOLLOWING CONTRACT. ANY PROPOSED REIMBURSABLE COSTS SHALL BE SEPERATELY IDENTIFIED (E.G. OVERNIGHT DELIVERY, UPCHARGE ON 3RD PARTY INVOICES).

Position	Unburdened Hourly Rate	All inclusive Hourly Rate*	Estimated Hours per Month**	Example of Duties
Special Counsel - WPR	\$270-\$330	\$270-\$330	10	Consultation & Advice
Alternate Special Counsel - Daube	\$250 / \$300	\$250 / \$300	10	Consultation & Advice

*Hourly Rate should include overhead costs as listed above. Time spent traveling to and from District meetings held within San Mateo County and any travel costs associated with such travel is not reimbursable.

**Estimated Hours should be based on comparable size and complexity of similar governmental entity.

The Cost Proposal Form must be signed on the next pages (page 2 or 3 of Attachment A). Proposals submitted in any other form will be considered non-responsive and may be rejected. Signatures herein bind Proposer to the entirety of its Proposal, including all documents submitted with these Cost Proposal Forms.

SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES

DOCUMENTS TO ACCOMPANY COST PROPOSAL:

Items 7 A-G of the Proposal Content must accompany the Cost Proposal for a Proposal to be deemed responsive.

NAME UNDER WHICH BUSINESS IS CONDUCTED Wiley Price & Radulovich, LLP

CONTACT INFORMATION OF PERSON AUTHORIZED TO EXECUTE CONTRACT

Name: Joseph E. Wiley, Partner

Business Address: 1301 Marina Village Pkwy, Suite 310

City/State/Zip: Alameda, CA 94501

Telephone Number: (510) 337-2810

Facsimile Number: (510) 337-2811

E-Mail Address: jwiley@wprlaw.com (cc to cboucher@wprlaw.com)

MANDATORY SIGNATURE(S)

SOLE OWNER, sign here: I sign as sole owner of the business named above.

PARTNERSHIP, one or more partners sign here: The undersigned certify that we are partners in the business named above and that we sign this Proposal with full authority to do so.



**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

CORPORATION OR LLC, sign here*: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Entity Name:

By: _____ Title: _____

By: _____ Title: _____

Incorporated under the laws of the State

** If the Proposer is a corporation, this Cost Proposal Form must be executed by two corporate officers, consisting of: (1) the president, vice president or chair of the board; and (2) the secretary, assistant secretary, chief financial officer or assistant treasurer. In the alternative, this Cost Proposal Form may be executed by a single officer or a person other than an officer provided that evidence satisfactory to the District is provided demonstrating that such individual is authorized to bind the corporation or LLC (e.g. a copy of a certified resolution from the corporation's board or LLC's board or a copy of the corporation's bylaws or LLC's operating agreement.)*

IF JOINT VENTURE, officers of each participating firm sign here: The undersigned certify that they sign this Proposal with full and proper authorization to do so.

Joint Venture Name: Linda L. Daube, A Professional Corporation

By:  Title: President

By: _____ Title: _____

**SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES**

**ATTACHMENT C
ACKNOWLEDGEMENT OF ADDENDA**

SAN MATEO COUNTY HARBOR DISTRICT
REQUEST FOR PROPOSALS (RFP) #2019-02
LABOR AND EMPLOYMENT LEGAL SERVICES

SAN MATEO COUNTY HARBOR DISTRICT

ACKNOWLEDGEMENT OF ADDENDA

The undersigned Proposer acknowledges receipt of the following addenda, if issued, to the RFP Documents. If none received, write "None Received."

Addendum No. 1, dated 2/13/19

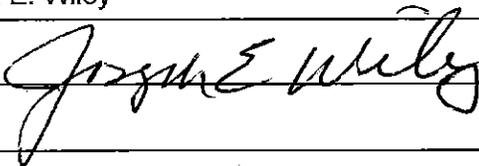
Addendum No. _____, dated _____

Addendum No. _____, dated _____

Date: 2/27/19

Firm: Wiley Price & Radulovich, LLP

Print Name: Joseph E. Wiley

Signature: 

Title: Partner

Insurance



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

9/21/2018

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Dealey, Renton & Associates P. O. Box 12675 Oakland CA 94604-2675	CONTACT NAME: Jessica C. Thai PHONE (A/C No. Ext): 510-465-3090 E-MAIL ADDRESS: jthai@dealeyrenton.com		FAX (A/C, No): 510-452-2193
	INSURER(S) AFFORDING COVERAGE		
INSURED WILEYPRIC1 Wiley Price & Radulovich, LLP 1301 Marina Village Parkway, Suite 310 Alameda CA 94501	INSURER A: Sentinel Insurance Co. LTD		NAIC # 11000
	INSURER B: Twin City Fire Ins. Co.		29459
	INSURER C: Aspen American Insurance Company		
	INSURER D:		
	INSURER E:		
	INSURER F:		

COVERAGES

CERTIFICATE NUMBER: 2007225728

REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS	
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:	Y	Y	57SBABD5533	9/1/2018	9/1/2019	EACH OCCURRENCE	\$ 1,000,000
							DAMAGE TO RENTED PREMISES (Ea occurrence)	\$ 1,000,000
							MED EXP (Any one person)	\$ 10,000
							PERSONAL & ADV INJURY	\$ 1,000,000
							GENERAL AGGREGATE	\$ 2,000,000
							PRODUCTS - COMP/OP AGG	\$ 2,000,000
								\$
A	AUTOMOBILE LIABILITY ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input checked="" type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS ONLY <input checked="" type="checkbox"/> NON-OWNED AUTOS ONLY <input type="checkbox"/> AUTOS ONLY	Y	Y	57UECAM2489	9/1/2018	9/1/2019	COMBINED SINGLE LIMIT (Ea accident)	\$ 1,000,000
							BODILY INJURY (Per person)	\$
							BODILY INJURY (Per accident)	\$
							PROPERTY DAMAGE (Per accident)	\$
								\$
	UMBRELLA LIAB <input type="checkbox"/> OCCUR EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED <input type="checkbox"/> RETENTION \$						EACH OCCURRENCE	\$
							AGGREGATE	\$
								\$
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N	N/A	57WECCA5750	9/1/2018	9/1/2019	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER	
							E.L. EACH ACCIDENT	\$ 1,000,000
							E.L. DISEASE - EA EMPLOYEE	\$ 1,000,000
							E.L. DISEASE - POLICY LIMIT	\$ 1,000,000
C	Lawyers E&O			LPP00097105	9/1/2018	9/1/2019	Each Claim Aggregate	1,000,000 2,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required) FOR INSURANCE PURPOSES ONLY.

CERTIFICATE HOLDER

CANCELLATION 30 Day NOC/10 Day for Non-Payment

Proof of Insurance	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE 

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ADDITIONAL COVERAGES BY WRITTEN CONTRACT, AGREEMENT OR PERMIT

This is a summary of the coverage provided under the following form (complete form available):

BUSINESS LIABILITY COVERAGE FORM SS 00 08 04 05**Additional Insured When Required by Written Contract, Written Agreement or Permit**

WHO IS AN INSURED under Section C. is amended to include as an additional insured, but only with respect to liability for "bodily injury", "property damage" or "personal and advertising injury" caused, in whole or in part, by your acts or omissions or the acts or omissions of those acting on your behalf:

- (a) In the performance of your ongoing operations;
- (b) In connection with your premises owned by or rented to you; or
- (c) In connection with "your work" and included within the "products completed operations hazard", but only if
 - (i) The written contract or written agreement requires you to provide such coverage to such additional insured; and
 - (ii) This Coverage Part provides coverage for "bodily injury" or "property damage" included within the "products completed operations hazard".

The person(s) or organization(s) are additional insureds when you have agreed, in a written contract, written agreement or because of a permit issued by a state or political subdivision, that such person or organization be added as an additional insured on your policy, provided the injury or damage occurs subsequent to the execution of the contract or agreement, or the issuance of the permit.

A person or organization is an additional insured under the provision only for that period of time required by the contract, agreement or permit.

With respect to the insurance afforded to the additional insured, this insurance does not apply to: "Bodily injury", "property damage" or "personal and advertising injury" arising out of the rendering of, or failure to render, any professional architectural, engineering or surveying services, including:

- (a) The preparing, approving, or failure to prepare or approve, maps, shop drawings, opinions, reports, surveys, field orders, change orders, designs or drawings and specification; or
- (b) Supervisory, inspection, architectural or engineering activities.

The limits of insurance that apply to additional insureds are described in Section D. Limits Of Insurance.

How this insurance applies when other insurance is available to an additional insured is described in the Other Insurance Condition in Section E. Liability And Medical Expenses General Conditions.

No person or organization is an insured with respect to the conduct of any current or past partnership, joint venture or limited liability company that is not shown as a Named Insured in the Declarations.

Other Insurance

If other valid and collectible insurance is available for a loss we cover under this Coverage Part, our obligations are limited as follows:

When You Add Others As An Additional Insured To This Insurance: That is other insurance available to an additional insured. However, the following provisions apply to other insurance available to any person or organization who is an additional insured under this Coverage Part:

- (a) **Primary Insurance When Required By Contract:** This insurance is primary if you have agreed in a written contract, written agreement or permit that this insurance be primary. If other insurance is also primary, we will share with all that other insurance by the method described in c. below.
- (b) **Primary And Non-Contributory To Other Insurance When Required By Contract:** If you have agreed in a written contract, written agreement or permit that this insurance is primary and non-contributory with the additional insured's own insurance, this insurance is primary and we will not seek contribution from that other insurance.

Paragraphs **(a)** and **(b)** do not apply to other insurance to which the additional insured has been added as an additional insured.

c. Method Of Sharing

If all the other insurance permits contribution by equal shares, we will follow this method also. Under this approach, each insurer contributes equal amounts until it has paid its applicable limit of insurance or none of the loss remains, whichever comes first.

If any of the other insurance does not permit contribution by equal shares, we will contribute by limits. Under this method, each insurer's share is based on the ratio of its applicable limit of insurance to the total applicable limits of insurance of all insurers.

Waiver of Subrogation

If you have waived any rights of recovery against any person or organization for all or part of any payment, including Supplementary Payments, we have made under this Coverage Part, we also waive that right, provided you waived your rights of recovery against such person or organization in a contract, agreement or permit that was executed prior to the injury or damage

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

COMMERCIAL AUTOMOBILE BROAD FORM ENDORSEMENT

This endorsement modifies insurance provided under the following:

BUSINESS AUTO COVERAGE FORM

To the extent that the provisions of this endorsement provide broader benefits to the "insured" than other provisions of the Coverage Form, the provisions of this endorsement apply.

1. BROAD FORM INSURED

A. Subsidiaries and Newly Acquired or Formed Organizations

The Named Insured shown in the Declarations is amended to include:

- (1) Any legal business entity other than a partnership or joint venture, formed as a subsidiary in which you have an ownership interest of more than 50% on the effective date of the Coverage Form. However, the Named Insured does not include any subsidiary that is an "insured" under any other automobile policy or would be an "insured" under such a policy but for its termination or the exhaustion of its Limit of Insurance.
- (2) Any organization that is acquired or formed by you and over which you maintain majority ownership. However, the Named Insured does not include any newly formed or acquired organization:
 - (a) That is a partnership or joint venture,
 - (b) That is an "insured" under any other policy,
 - (c) That has exhausted its Limit of Insurance under any other policy, or
 - (d) 180 days or more after its acquisition or formation by you, unless you have given us notice of the acquisition or formation.

Coverage does not apply to "bodily injury" or "property damage" that results from an "accident" that occurred before you formed or acquired the organization.

B. Employees as Insureds

Paragraph A.1. - WHO IS AN INSURED - of SECTION II - LIABILITY COVERAGE is amended to add:

- d. Any "employee" of yours while using a covered "auto" you don't own, hire or borrow in your business or your personal affairs.

C. Lessors as Insureds

Paragraph A.1. - WHO IS AN INSURED - of Section II - Liability Coverage is amended to add:

- e. The lessor of a covered "auto" while the "auto" is leased to you under a written agreement if:
 - (1) The agreement requires you to provide direct primary insurance for the lessor and
 - (2) The "auto" is leased without a driver.

Such a leased "auto" will be considered a covered "auto" you own and not a covered "auto" you hire.

D. Additional Insured if Required by Contract

- (1) Paragraph A.1. - WHO IS AN INSURED - of Section II - Liability Coverage is amended to add:
 - f. When you have agreed, in a written contract or written agreement, that a person or organization be added as an additional insured on your business auto policy, such person or organization is an "insured", but only to the extent such person or organization is liable for "bodily injury" or "property damage" caused by the conduct of an "insured" under paragraphs a. or b. of Who Is An Insured with regard to the ownership, maintenance or use of a covered "auto."

The insurance afforded to any such additional insured applies only if the "bodily injury" or "property damage" occurs:

- (1) During the policy period, and
- (2) Subsequent to the execution of such written contract, and
- (3) Prior to the expiration of the period of time that the written contract requires such insurance be provided to the additional insured.

(2) How Limits Apply

If you have agreed in a written contract or written agreement that another person or organization be added as an additional insured on your policy, the most we will pay on behalf of such additional insured is the lesser of:

- (a) The limits of insurance specified in the written contract or written agreement; or
- (b) The Limits of Insurance shown in the Declarations.

Such amount shall be a part of and not in addition to Limits of Insurance shown in the Declarations and described in this Section.

(3) Additional Insureds Other Insurance

If we cover a claim or "suit" under this Coverage Part that may also be covered by other insurance available to an additional insured, such additional insured must submit such claim or "suit" to the other insurer for defense and indemnity.

However, this provision does not apply to the extent that you have agreed in a written contract or written agreement that this insurance is primary and non-contributory with the additional insured's own insurance.

(4) Duties in The Event Of Accident, Claim, Suit or Loss

If you have agreed in a written contract or written agreement that another person or organization be added as an additional insured on your policy, the additional insured shall be required to comply with the provisions in LOSS CONDITIONS 2. - DUTIES IN THE EVENT OF ACCIDENT, CLAIM, SUIT OR LOSS - OF SECTION IV - BUSINESS AUTO CONDITIONS, in the same manner as the Named Insured.

E. Primary and Non-Contributory if Required by Contract

Only with respect to insurance provided to an additional insured in 1.D. - Additional Insured If Required by Contract, the following provisions apply:

(3) Primary Insurance When Required By Contract

This insurance is primary if you have agreed in a written contract or written agreement that this insurance be primary. If other insurance is also primary, we will share with all that other insurance by the method described in Other Insurance 5.d.

(4) Primary And Non-Contributory To Other Insurance When Required By Contract

If you have agreed in a written contract or written agreement that this insurance is primary and non-contributory with the additional insured's own insurance, this insurance is primary and we will not seek contribution from that other insurance.

Paragraphs (3) and (4) do not apply to other insurance to which the additional insured has been added as an additional insured.

When this insurance is excess, we will have no duty to defend the insured against any "suit" if any other insurer has a duty to defend the insured against that "suit". If no other insurer defends, we will undertake to do so, but we will be entitled to the insured's rights against all those other insurers.

When this insurance is excess over other insurance, we will pay only our share of the amount of the loss, if any, that exceeds the sum of:

- (1) The total amount that all such other insurance would pay for the loss in the absence of this insurance; and
- (2) The total of all deductible and self-insured amounts under all that other insurance.

We will share the remaining loss, if any, by the method described in Other Insurance 5.d.

2. AUTOS RENTED BY EMPLOYEES

Any "auto" hired or rented by your "employee" on your behalf and at your direction will be considered an "auto" you hire.

The OTHER INSURANCE Condition is amended by adding the following:

If an "employee's" personal insurance also applies on an excess basis to a covered "auto" hired or rented by your "employee" on your behalf and at your direction, this insurance will be primary to the "employee's" personal insurance.

3. AMENDED FELLOW EMPLOYEE EXCLUSION

EXCLUSION 5. - FELLOW EMPLOYEE - of SECTION II - LIABILITY COVERAGE does not apply if you have workers' compensation insurance in-force covering all of your "employees".

Coverage is excess over any other collectible insurance.

4. HIRED AUTO PHYSICAL DAMAGE COVERAGE

If hired "autos" are covered "autos" for Liability Coverage and if Comprehensive, Specified Causes of Loss, or Collision coverages are provided under this Coverage Form for any "auto" you own, then the Physical Damage Coverages provided are extended to "autos" you hire or borrow, subject to the following limit.

The most we will pay for "loss" to any hired "auto" is:

- (1) \$100,000;
- (2) The actual cash value of the damaged or stolen property at the time of the "loss"; or
- (3) The cost of repairing or replacing the damaged or stolen property,

whichever is smallest, minus a deductible. The deductible will be equal to the largest deductible applicable to any owned "auto" for that coverage. No deductible applies to "loss" caused by fire or lightning. Hired Auto Physical Damage coverage is excess over any other collectible insurance. Subject to the above limit, deductible and excess provisions, we will provide coverage equal to the broadest coverage applicable to any covered "auto" you own.

We will also cover loss of use of the hired "auto" if it results from an "accident", you are legally liable and the lessor incurs an actual financial loss, subject to a maximum of \$1000 per "accident".

This extension of coverage does not apply to any "auto" you hire or borrow from any of your "employees", partners (if you are a partnership), members (if you are a limited liability company), or members of their households.

5. PHYSICAL DAMAGE - ADDITIONAL TEMPORARY TRANSPORTATION EXPENSE COVERAGE

Paragraph A.4.a. of SECTION III - PHYSICAL DAMAGE COVERAGE is amended to provide a limit of \$50 per day and a maximum limit of \$1,000.

6. LOAN/LEASE GAP COVERAGE

Under SECTION III - PHYSICAL DAMAGE COVERAGE, in the event of a total "loss" to a covered "auto", we will pay your additional legal obligation for any difference between the actual cash value of the "auto" at the time of the "loss" and the "outstanding balance" of the loan/lease.

"Outstanding balance" means the amount you owe on the loan/lease at the time of "loss" less any amounts representing taxes; overdue payments; penalties, interest or charges resulting from overdue payments; additional mileage charges; excess wear and tear charges; lease termination fees; security deposits not returned by the lessor; costs for extended warranties, credit life Insurance, health, accident or disability insurance purchased with the loan or lease; and carry-over balances from previous loans or leases.

7. AIRBAG COVERAGE

Under Paragraph B. EXCLUSIONS - of SECTION III - PHYSICAL DAMAGE COVERAGE, the following is added:

The exclusion relating to mechanical breakdown does not apply to the accidental discharge of an airbag.

8. ELECTRONIC EQUIPMENT - BROADENED COVERAGE

a. The exceptions to Paragraphs B.4 - EXCLUSIONS - of SECTION III - PHYSICAL DAMAGE COVERAGE are replaced by the following:

Exclusions 4.c. and 4.d. do not apply to equipment designed to be operated solely by use of the power from the "auto's" electrical system that, at the time of "loss", is:

- (1) Permanently installed in or upon the covered "auto";
- (2) Removable from a housing unit which is permanently installed in or upon the covered "auto";
- (3) An integral part of the same unit housing any electronic equipment described in Paragraphs (1) and (2) above; or

- (4) Necessary for the normal operation of the covered "auto" or the monitoring of the covered "auto's" operating system.

b. Section III – Version CA 00 01 03 10 of the Business Auto Coverage Form, Physical Damage Coverage, Limit of Insurance, Paragraph C.2 and Version CA 00 01 10 01 of the Business Auto Coverage Form, Physical Damage Coverage, Limit of Insurance, Paragraph C are each amended to add the following:

\$1,500 is the most we will pay for "loss" in any one "accident" to all electronic equipment (other than equipment designed solely for the reproduction of sound, and accessories used with such equipment) that reproduces, receives or transmits audio, visual or data signals which, at the time of "loss", is:

- (1) Permanently installed in or upon the covered "auto" in a housing, opening or other location that is not normally used by the "auto" manufacturer for the installation of such equipment;
- (2) Removable from a permanently installed housing unit as described in Paragraph 2.a. above or is an integral part of that equipment; or
- (3) An integral part of such equipment.

c. For each covered "auto", should loss be limited to electronic equipment only, our obligation to pay for, repair, return or replace damaged or stolen electronic equipment will be reduced by the applicable deductible shown in the Declarations, or \$250, whichever deductible is less.

9. EXTRA EXPENSE - BROADENED COVERAGE

Under Paragraph A. - COVERAGE - of SECTION III - PHYSICAL DAMAGE COVERAGE, we will pay for the expense of returning a stolen covered "auto" to you.

10. GLASS REPAIR - WAIVER OF DEDUCTIBLE

Under Paragraph D. - DEDUCTIBLE - of SECTION III - PHYSICAL DAMAGE COVERAGE, the following is added:

No deductible applies to glass damage if the glass is repaired rather than replaced.

11. TWO OR MORE DEDUCTIBLES

Under Paragraph D. - DEDUCTIBLE - of SECTION III - PHYSICAL DAMAGE COVERAGE, the following is added:

If another Hartford Financial Services Group, Inc. company policy or coverage form that is not an automobile policy or coverage form applies to the same "accident", the following applies:

- (1) If the deductible under this Business Auto Coverage Form is the smaller (or smallest) deductible, it will be waived;
- (2) If the deductible under this Business Auto Coverage Form is not the smaller (or smallest) deductible, it will be reduced by the amount of the smaller (or smallest) deductible.

12. AMENDED DUTIES IN THE EVENT OF ACCIDENT, CLAIM, SUIT OR LOSS

The requirement in LOSS CONDITIONS 2.a. - DUTIES IN THE EVENT OF ACCIDENT, CLAIM, SUIT OR LOSS - of SECTION IV - BUSINESS AUTO CONDITIONS that you must notify us of an "accident" applies only when the "accident" is known to:

- (1) You, if you are an individual;
- (2) A partner, if you are a partnership;
- (3) A member, if you are a limited liability company; or
- (4) An executive officer or insurance manager, if you are a corporation.

13. UNINTENTIONAL FAILURE TO DISCLOSE HAZARDS

If you unintentionally fail to disclose any hazards existing at the inception date of your policy, we will not deny coverage under this Coverage Form because of such failure.

14. HIRED AUTO - COVERAGE TERRITORY

Paragraph e. of GENERAL CONDITIONS 7. - POLICY PERIOD, COVERAGE TERRITORY - of SECTION IV - BUSINESS AUTO CONDITIONS is replaced by the following:

- e. For short-term hired "autos", the coverage territory with respect to Liability Coverage is anywhere in the world provided that if the "insured's" responsibility to pay damages for "bodily injury" or "property damage" is determined in a "suit," the "suit" is brought in the United States of America, the territories and possessions of the United States of America, Puerto Rico or Canada or in a settlement we agree to.

15. WAIVER OF SUBROGATION

TRANSFER OF RIGHTS OF RECOVERY AGAINST OTHERS TO US - of SECTION IV - BUSINESS AUTO CONDITIONS is amended by adding the following:

We waive any right of recovery we may have against any person or organization with whom you have a written contract that requires such waiver because of payments we make for damages under this Coverage Form.

16. RESULTANT MENTAL ANGUISH COVERAGE

The definition of "bodily injury" in SECTION V-DEFINITIONS is replaced by the following:

"Bodily injury" means bodily injury, sickness or disease sustained by any person, including mental anguish or death resulting from any of these.

17. EXTENDED CANCELLATION CONDITION

Paragraph 2. of the COMMON POLICY CONDITIONS - CANCELLATION - applies except as follows:

If we cancel for any reason other than nonpayment of premium, we will mail or deliver to the first Named Insured written notice of cancellation at least 60 days before the effective date of cancellation.

18. HYBRID, ELECTRIC, OR NATURAL GAS VEHICLE PAYMENT COVERAGE

In the event of a total loss to a "non-hybrid" auto for which Comprehensive, Specified Causes of Loss, or Collision coverages are provided under this Coverage Form, then such Physical Damage Coverages are amended as follows:

- a. If the auto is replaced with a "hybrid" auto or an auto powered solely by electricity or natural gas, we will pay an additional 10%, to a maximum of \$2,500, of the "non-hybrid" auto's actual cash value or replacement cost, whichever is less,
- b. The auto must be replaced and a copy of a bill of sale or new lease agreement received by us within 60 calendar days of the date of "loss,"

c. Regardless of the number of autos deemed a total loss, the most we will pay under this Hybrid, Electric, or Natural Gas Vehicle Payment Coverage provision for any one "loss" is \$10,000.

For the purposes of the coverage provision,

- a. A "non-hybrid" auto is defined as an auto that uses only an internal combustion engine to move the auto but does not include autos powered solely by electricity or natural gas.
- b. A "hybrid" auto is defined as an auto with an internal combustion engine and one or more electric motors; and that uses the internal combustion engine and one or more electric motors to move the auto, or the internal combustion engine to charge one or more electric motors, which move the auto.

19. VEHICLE WRAP COVERAGE

In the event of a total loss to an "auto" for which Comprehensive, Specified Causes of Loss, or Collision coverages are provided under this Coverage Form, then such Physical Damage Coverages are amended to add the following:

In addition to the actual cash value of the "auto", we will pay up to \$1,000 for vinyl vehicle wraps which are displayed on the covered "auto" at the time of total loss. Regardless of the number of autos deemed a total loss, the most we will pay under this Vehicle Wrap Coverage provision for any one "loss" is \$5,000. For purposes of this coverage provision, signs or other graphics painted or magnetically affixed to the vehicle are not considered vehicle wraps.



THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

**WAIVER OF OUR RIGHT TO RECOVER FROM
OTHERS ENDORSEMENT - CALIFORNIA**

Policy Number: 57WECGA5750

Endorsement Number:

Effective Date: 09/01/2018 Effective hour is the same as stated on the Information Page of the policy.

Named Insured and Address: Wiley Price & Radulovich, LLP
1301 Marina Village Parkway,
Suite 310

We have the right to recover our payments from anyone liable for an injury covered by this policy. We will not enforce our right against the person or organization named in the Schedule. (This agreement applies only to the extent that you perform work under a written contract that requires you to obtain this agreement from us.)

You must maintain payroll records accurately segregating the remuneration of your employees while engaged in the work described in the Schedule.

The additional premium for this endorsement shall be 2 % of the California workers' compensation premium otherwise due on such remuneration.

SCHEDULE

Person or Organization

Job Description

Any person or organization from whom you are required by written contract or agreement to obtain this waiver of rights from us

Countersigned by _____

Authorized Representative

February 28, 2019

San Mateo County Harbor District
504 Avenue Alhambra, 2nd Floor
El Granada, CA 94018
Attn: Deputy Secretary

Re: Request for Proposals for Labor and Employment Legal Services

To Whom It May Concern:

On behalf of Wiley Price & Radulovich, LLP (“WPR”) and the Law Office of Linda L. Daube, APLC, I am pleased to enclose our joint venture response to the San Mateo County Harbor District’s Request for Proposals for Labor and Employment Legal Services.

With a strong commitment to public sector employers, WPR’s attorneys have substantial experience representing public agencies in labor and employment law matters, including matters subject to the meet-and-confer process as required by Government Code 3500 *et seq.* (the Meyers-Milias-Brown Act). We regularly give counsel to our clients on questions regarding workplace investigations; proposed disciplinary matters; questions regarding disciplinary due process obligations; responses to complaints of harassment, discrimination and retaliation; questions relating to reasonable accommodations of disabled employees and applicants; questions relating to leaves of absences and compliance with various leave laws; interpretation and administration of their labor agreements; and evaluation with respect to exempt status under the FLSA.

In 2018, our firm was joined by Christopher Boucher, our newest Associate Attorney. Immediately prior to joining the firm, Christopher served as the Port of Oakland’s Director of Human Resources, and has substantial practical knowledge and experience in labor and employment matters for the fifth busiest container port in the United States. Given that the RFP specified the proposer’s familiarity with maritime operations as a preferred qualification, Christopher’s background and experience is most suitable for the District’s needs. In addition, WPR has also represented the Port of Oakland on its labor and employment matters, and have achieved successful outcomes in the context of labor negotiations, administrative agency charges, and arbitrations.

Additionally, we are also pleased to submit this joint venture proposal with the Law Office of Linda L. Daube, APLC. Founded in 1998 and specializing in providing legal services on labor and employment matters to public agencies, the Law Office of Linda L. Daube is a certified California Small Business Enterprise (#1567740), and Linda possesses over 25 years of experience serving both as in-house counsel and a contract City Attorney for a number of public agencies throughout California, including the City of Long Beach.

San Mateo County Harbor District
Re: Request for Proposals for Labor and Employment Legal Services
February 28, 2019
Page 2

Collectively, we believe our unique partnership will allow us to provide responsive and high quality counsel and legal services to the District.

The attached proposal shall be valid for a 120 calendar day period, and Joseph Wiley, one of the firm's partners, is authorized to execute a contract with the District on behalf of Wiley Price & Radulovich, LLP ("WPR") and to bind WPR to any such contract. His contact information is as follows:

Joseph E. Wiley, Partner
Wiley Price & Radulovich, LLP
1301 Marina Village Parkway, Suite 310
Alameda, CA 94501
Telephone: (510) 337-2810
Facsimile: (510) 337-2811
Email: jwiley@wprlaw.com (cc to cboucher@wprlaw.com)
Firm Tax ID No.: 93-1218293

We further confirm that all elements of the RFP (including all applicable addenda) have been reviewed and understood, and should our firm be selected to engage in legal services by the District, we are willing to enter into a contract under the terms and conditions prescribed by the RFP and in the Sample Professional Services Agreement. At the present time, we are not aware of any conflicts of interest that would limit our ability to provide the requested legal services (subject to a final conflicts check prior to the commencement of any legal services).

In closing, we very much appreciate this opportunity to express our interest in providing labor and employment legal services to the San Mateo County Harbor District and to describe our background and expertise in labor and employment law.

Very truly yours,

Joseph E. Wiley, Partner
WILEY PRICE & RADULOVICH, LLP

JEW:ana

Enclosures

Via Messenger Delivery