

#100
4/17/18

(R-2018-447)

RESOLUTION NUMBER R- 311677

DATE OF FINAL PASSAGE APR 24 2018

A RESOLUTION OF THE COUNCIL OF THE CITY OF SAN DIEGO AUTHORIZING THE CITY ATTORNEY TO RETAIN THE LAW FIRM OF NIXON PEABODY LLP TO PROVIDE ONGOING LEGAL SERVICES IN CONNECTION WITH THE CITY'S SECURING A U.S. EPA WATER INFRASTRUCTURE FINANCE AND INNOVATION ACT LOAN TO THE WATER SYSTEM FOR PURE WATER PROGRAM PHASE I PROJECTS AND CERTAIN OTHER ACTIONS IN CONNECTION THEREWITH.

WHEREAS, in July 2017, the City of San Diego (City) submitted a Letter of Interest to the United States Environmental Protection Agency (EPA) and was invited to apply for a loan to be made by the EPA under authority of the Water Infrastructure Finance and Innovation Act (WIFIA), the proceeds of which loan (WIFIA Loan) would be used to assist in financing the cost of Pure Water Phase I Projects (Projects) because it is a low cost financing option; and

WHEREAS, the total cost of the Projects allocated to the City's Water System is currently estimated to be between \$700 and \$800 million; and

WHEREAS, the City has determined that it will apply for a WIFIA Loan of up to \$530 million; and

WHEREAS, the WIFIA loan program is a new federal program lacking in standard documentation and as a result, the City Attorney's Office is not able to provide legal services necessary to secure a WIFIA Loan; and

WHEREAS, Nixon Peabody LLP (Nixon) has relevant experience in a parallel federal loan program involving general infrastructure loans (TIFIA), the template documents for which Nixon helped draft, and it is anticipated that the loan documents for any WIFIA Loan will be very similar to those of TIFIA; and

WHEREAS, it is also anticipated that Nixon's experience with credit agreements for TIFIA loans will be directly on point with regard to the firm's ability to provide the highest expertise with regard to its review and negotiation of credit agreements necessary to secure a WIFIA Loan; and


WHEREAS, the City Attorney requests authorization to retain Nixon to provide legal services to assist the City in securing a WIFIA Loan; NOW, THEREFORE,

BE IT RESOLVED, by the City Council of the City of San Diego as follows:

1. That the City Attorney is authorized to enter into an agreement with Nixon, substantially in the form on file with the City Clerk as Document No. RR- 311677, to provide ongoing legal services in connection with the City's securing a WIFIA Loan. The amount authorized for ongoing legal services shall not exceed \$157,500.
2. That the Chief Financial Officer is authorized to expend an amount not to exceed \$157,500 related to the ongoing legal services.
3. This resolution shall take effect immediately upon its adoption by the City Council and approval by the Mayor.

APPROVED: MARA W. ELLIOTT, City Attorney

By



Bret A. Bartolotta
Deputy City Attorney

BAB:jdf
4/3/2018
Or.Dept: City Attorney
Doc. No.: 1687498_2

I certify that the foregoing Resolution was passed by the Council of the City of San Diego, at this meeting of APR 17 2018.

ELIZABETH S. MALAND
City Clerk

By *Linda Bravin*
Deputy City Clerk

Approved: 4/24/18
(date)

Kevin L. Faulconer
KEVIN L. FAULCONER, Mayor

Vetoed: _____
(date)

KEVIN L. FAULCONER, Mayor

APR 17 2018

Passed by the Council of The City of San Diego on _____, by the following vote:

Councilmembers	Yeas	Nays	Not Present	Recused
Barbara Bry	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Lorie Zapf	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Chris Ward	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Myrtle Cole	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mark Kersey	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Chris Cate	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Scott Sherman	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
David Alvarez	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Georgette Gomez	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

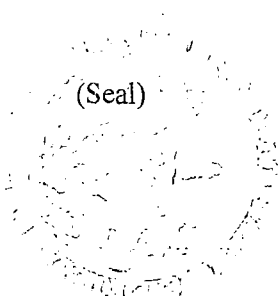
Date of final passage **APR 24 2018**

(Please note: When a resolution is approved by the Mayor, the date of final passage is the date the approved resolution was returned to the Office of the City Clerk.)

AUTHENTICATED BY:

KEVIN L. FAULCONER
Mayor of The City of San Diego, California.

ELIZABETH S. MALAND
City Clerk of The City of San Diego, California.



By *Linda Bruen*, Deputy

Office of the City Clerk, San Diego, California
Resolution Number R- 311677