Consent Item 5

TO: East Bay Community Energy Board of Directors
FROM: Melissa Brandt, Senior Director of Public Policy and Deputy General Counsel
SUBJECT: Amendment to Legal Services Agreement with Davis Wright Tremaine LLP for Regulatory Advocacy and Compliance (Action Item)
DATE: June 5, 2019

Recommendation

Approve the Third Amendment to the Legal Services Agreement with Davis Wright Tremaine LLP in an amount not to exceed $138,000 to provide legal services including regulatory advocacy and compliance matters.

Background and Discussion

Davis Wright Tremaine LLP (“DWT”) has been representing EBCE in matters involving regulatory advocacy, compliance, and as labor and employment since 2017. In 2018, DWT assisted EBCE with filing its first Integrated Resources Plan (“IRP”) and its first Renewables Portfolio Standard (“RPS”) Plan at the CPUC. DWT also helped EBCE file numerous Resource Adequacy (“RA”) compliance requirements, and its 2018 local RA waiver, along with accompanying documentation and confidentiality declarations. This support has resulted in EBCE remaining in compliance with CPUC requirements.

Over the course of the fiscal year, the DWT original agreement has been amended twice. In addition to ongoing work on RA compliance activities, research on RA cost allocation mechanisms, integrated resource plan proceeding representation, and analysis related to CPUC customer privacy requirements, EBCE seeks additional assistance from DWT for regulatory advocacy and compliance services in 2019, as set forth in the attached contract amendment. The CPUC is requiring CCAs to present more detailed and robust RPS plans in 2019, with significantly more content than was required by CCAs in previous years, and EBCE will be relying on DWT for advocacy in the RPS proceeding as well as the actual filing of the RPS plan.

As EBCE’s standard Legal Services Agreement has not materially changed from the form used in 2018, staff recommends signing a third contract amendment with DWT with updated contract terms, rather than executing a new agreement.
**Fiscal Impact**

This amendment will result in an additional $50,000 being added to the agreement in this fiscal year, for a not to exceed $138,000 spend across fiscal year 2018-2019. Legal services are included in the current fiscal year budget at this level.

**Attachment**

A. Third Amendment to Legal Services Agreement with Davis Wright Tremaine LLP
Third Amendment to Legal Services Agreement with Davis Wright Tremaine, a Limited Liability Partnership

This Third Amendment to the Agreement with Davis Wright Tremaine, LLP for Legal Services ("Amendment") is made this 23\textsuperscript{rd} day of May, 2019, by and between the East Bay Community Energy Authority, a Joint Powers Agency formed under the laws of the State of California ("EBCE") and Davis Wright Tremaine, a California limited liability partnership ("DWT"), for the purposes of adding additional funding.

Recitals

A. EBCE and DWT entered into that certain agreement for legal services dated October 24, 2018, wherein DWT agreed to provide legal services in the areas of labor and employment and regulatory compliance.

B. EBCE desires to continue to use DWT’s expertise in the area of labor & employment, and regulatory compliance, and DWT has the expertise and manpower available to assist EBCE in this area.

Now therefore, for good and valuable consideration, the amount and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. Section 3 of the Agreement is amended in part to increase the total compensation of the Agreement to $138,000 (adding an additional $50,000). This total amount includes Invoice #6629684 in the amount of $31,363.00.

2. All other terms and conditions in the Agreement not otherwise modified by this Amendment will remain in full force and effect, including the termination date of the Agreement being June 30, 2019.

In witness whereof, the Parties have entered into this Amendment on the date written above.

East Bay Community Energy Authority, A Joint Powers Authority

Nick Chaset

Davis Wright Tremaine, a Limited Liability Partnership

Patrick Ferguson, Partner
Chief Executive Officer