

Resolution No. \_\_\_\_\_

WHEREAS, the Los Angeles Department of Water and Power (LADWP) proposes to enter into Agreement No. 47814 (Agreement) with Kaplan Kirsch & Rockwell, LLP (Kaplan Kirsch & Rockwell) for a term of three years; and

WHEREAS, the Office of the City Attorney on behalf of LADWP solicited requests for proposals from law firms to assist the City Attorney in providing LADWP legal advice and representation in matters relating to site and groundwater contamination and remediation legal matters; and

WHEREAS, LADWP proposes to enter into Agreement with Kaplan, Kirsch & Rockwell for specialized legal services, including advice, representation and defense, in environmental matters, such as issues arising under the Comprehensive Environmental Response, Compensation, and Liability Act (commonly referred to as "Superfund"), the National Environmental Policy Act, the California Environmental Quality Act (CEQA), the Clean Water Act, the Porter-Cologne Act, and the Safe Drinking Water Act; and

WHEREAS, LADWP requires ongoing legal representation and advice in these occasional, unique and complex areas of law in order to assess, advise and assist LADWP on matters that may be necessary to implement and protect LADWP projects and operation and maintenance of its water and power infrastructure; and

WHEREAS, Kaplan Kirsch & Rockwell has reviewed the services to be provided and incorporated in the Agreement, and represent its attorneys and legal professionals have the qualities, expertise, skills and abilities to perform such work; and

WHEREAS, Kaplan Kirsch & Rockwell has previously identified certain potential conflicts of interest relating to its representation of other clients involving the City of Los Angeles pursuant to the Rules of Professional Responsibility of the State Bar of California; and

WHEREAS, due to the potential conflicts identified, Kaplan Kirsch & Rockwell has previously been granted a conflict waiver by LADWP for any potential conflicts that might arise out of such representation; and

WHEREAS, Kaplan Kirsch & Rockwell will continue to maintain ethical walls to ensure that personnel performing work on LADWP issues will not work on the potentially conflicted issues or have any access to any files or information on those LADWP matters; and

WHEREAS, the Office of the City Attorney recommends the renewal of a conflict waiver for Kaplan Kirsch & Rockwell as the potential conflicts of interest remain unchanged.

NOW, THEREFORE, BE IT RESOLVED that LADWP proposes to enter into Agreement with Kaplan Kirsch & Rockwell in the amount not to exceed \$1,600,000.

BE IT FURTHER RESOLVED that, in Compliance with City Charter Section 1022, the Board of Water and Power Commissioners (Board) finds it is more feasible to have the assistance of Outside Counsel due to the size and complexity of, and the expertise required in the aforementioned matters.

BE IT FURTHER RESOLVED that the Agreement, approved as to form and legality by the City Attorney, and filed with the Secretary of the Board, is hereby approved.

BE IT FURTHER RESOLVED that the Chief Accounting Employee of LADWP, upon proper certification, is authorized and directed to draw demands on the Water Revenue Fund, in accordance with the terms of the Agreement and this Resolution.

BE IT FURTHER RESOLVED that the conflict identified by Kaplan Kirsch & Rockwell is hereby waived and consent is given to such representation, so long as Kaplan Kirsch & Rockwell continues to maintain ethical walls to ensure that personnel performing work on LADWP matters and issues do not work on the conflicted matters or have any access to any LADWP files or information.

BE IT FURTHER RESOLVED that the President or Vice President, or the General Manager, or such person as the General Manager shall designate in writing, and the Secretary, Assistant Secretary, or the Acting Secretary of the Board are hereby authorized and directed to execute said Agreement for and on behalf of LADWP.

I HEREBY CERTIFY that the foregoing is a full, true, and correct copy of the Resolution adopted by the Board of Water and Power Commissioners of the City of Los Angeles at its meeting held

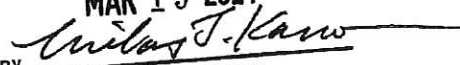
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Secretary

APPROVED AS TO FORM AND LEGALITY  
HYDEE FELDSTEIN SOTO, CITY ATTORNEY

MAR 19 2024

BY



NICHOLAS J. KARNO  
DEPUTY CITY ATTORNEY