

RESOLUTION NO. 2021-26

AUTHORIZING CONTRACT NO. 2021-035 WITH SPECIAL COUNSEL, INC. TO PROVIDE TEMPORARY LEGAL SERVICES, AS REQUIRED, FOR A PERIOD OF SIX MONTHS IN AN AMOUNT NOT TO EXCEED \$115,000.00 (GENERAL FUND, LEGAL DEPARTMENT BUDGET)

WHEREAS, the Authority currently utilizes temporary legal services under a small purchase agreement to supplemental legal staff when necessary; and

WHEREAS, the Coronavirus Pandemic has presented an unprecedented need to ensure that the Legal Department can continue to provide effective and efficient service to the Authority in the event that employees become ill, quarantined or otherwise prevented from working and being in the office; and

WHEREAS, these services are available from Special Counsel, Inc., located at 12989 Lake Avenue, Lakewood, OH 44107; and

WHEREAS, the Ohio Revised Code, Section 306.43(H)(6) provides an exemption from competitive procedures when the purchase substantially involves services of a personal, professional, highly technical, or scientific nature, including but not limited to the services of an attorney, physician, surveyor, appraiser, investigator, court reporter, adjuster, advertising consultant, or licensed broker, or involves the special skills or proprietary knowledge required for the servicing of specialized equipment owned by the regional transit authority; and

WHEREAS, Special Counsel, Inc. has offered to provide said temporary legal services, as required, at a negotiated amount not to exceed \$115,000.00 for a period of six months; and

WHEREAS, the General Manager, Chief Executive Officer deems the offer of Special Counsel, Inc., as negotiated, to provide temporary legal services, as required, to be in the best interest of the Authority and recommends acceptance thereof by the Board of Trustees.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Greater Cleveland Regional Transit Authority, Cuyahoga County, Ohio:

Section 1. That the offer of Special Counsel, Inc., as negotiated, to provide temporary legal services, as required, for a period of six months be and the same is hereby accepted.

Section 2. That the General Manager, Chief Executive Officer of the Authority be and she is hereby authorized to enter into a sole source contract with Special Counsel, Inc. to provide said services.

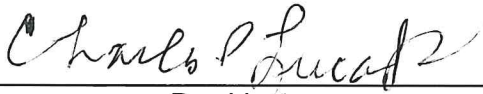
Section 3. The contract will be funded through the General Fund, Legal Department budget, in an amount not to exceed \$115,000.00 for a period of six months.

Section 4. That said contract shall be binding upon and an obligation of the Authority contingent upon compliance by the contractor to the Specifications and Addenda, if any; the Affirmative Action Plan adopted by the Board of Trustees, bonding and insurance requirements and all applicable laws relating to contractual obligations of the Authority.

Section 5. That the Greater Cleveland Regional Transit Authority's Board of Trustees expects that Special Counsel, Inc. will attempt to exceed the 0% minimum DBE goal assigned to this procurement.

Section 6. That this resolution shall become effective immediately upon its adoption.

Adopted: March 23, 2021



President

Attest: 

Interim Secretary-Treasurer



TITLE/DESCRIPTION: CONTRACT: TEMPORARY LEGAL SERVICES, AS REQUIRED VENDOR: SPECIAL COUNSEL, INC. AMOUNT: NTE \$115,000.00 FOR A SIX MONTH PERIOD	Resolution No.: 2021-26
	Date: March 18, 2021
	Initiator: Legal Department
ACTION REQUEST: <input checked="" type="checkbox"/> Approval <input type="checkbox"/> Review/Comment <input type="checkbox"/> Information Only <input type="checkbox"/> Other _____	

- 1.0 **PURPOSE/SCOPE:** This action will allow the Authority to enter into a sole source agreement for temporary legal services, as required, for a period of six months.

- 2.0 **DESCRIPTION/JUSTIFICATION:** Occasionally, the Legal Department needs to use temporary legal services to fill-in for employees who are on-leave for a period of time. In addition, the Coronavirus Pandemic has created the potential for staff attorneys and legal secretaries, to be out of the office due to illness, quarantine or other accommodations. The Legal Department must be staffed appropriately to ensure that daily activities are not negatively impacted. A contract for temporary legal services can allow the Legal Department to continue to maintain efficiency and productivity, in the event unexpected circumstances arise.

- 3.0 **PROCUREMENT BACKGROUND:** This contract for temporary legal services is exempt from competitive procedures as authorized under Section 306.43(H)(6) of the Ohio Revised Code. In September 2020, Special Counsel, Inc. was competitively contracted through the Authority's Human Resources Department, under a small purchase contract. Due to continuation of the pandemic and its impact on staffing, it was necessary to extend and increase that small purchase contract so the temporary legal services to the Authority, procured under that contract, could continue until a new contract can be awarded. Under a separate resolution being presented at the March, 23 2021 Board of Trustees meeting, staff will request approval of a ratification to increase and extend the small purchase contract allowing the Authority to maintain the temporary legal services currently being provided until April 1, 2021. This request with authorize the award of a new sole source agreement for temporary legal services, as required, expected to begin April 1, 2021.

 The negotiated price is commensurate with the budget estimate. A price analysis has been performed and the Procurement Department has determined that the negotiated price is fair and reasonable to the Authority.

- 4.0 **AFFIRMATIVE ACTION/DBE BACKGROUND:** All Affirmative Action requirements have been met. A 0% DBE goal was established for this procurement due to the lack of certified DBE firms.

- 5.0 **POLICY IMPACT:** Does not apply.

- 6.0 ECONOMIC IMPACT: The contract will be funded through the General Fund, Legal Department budget, in an amount not to exceed \$115,000.00 for a period of six months.
- 7.0 ALTERNATIVES: Reject this offer. Rejection of this offer would leave the Authority's Legal Department at risk of being inadequately staffed due to COVID-19 related staff absences and accommodations.
- 8.0 RECOMMENDATION: It is recommended that the offer of Special Counsel, Inc. be accepted and the resolution passed authorizing the General Manager, Chief Executive Officer to enter into a contract.
- 9.0 ATTACHMENTS: None.

Recommended and certified as appropriate to the availability of funds, legal form and conformance with the Procurement requirements.



General Manager, Chief Executive Officer