



CONTRACT EXECUTIVE SUMMARY

1. Project Name: Great Hall - Special Counsel (First Amendment)	Current Action Requested: Contract Initiation & Final Contract Approval
2. Division: <u>Executive Office</u> Section# / Section Name: 1101- Executive Office	3. Project Manager: Dan Reimer Attorney: Lisa Rorden Assigned CA: Hannon
4. Contract Type: Expenditure	Type of Process: Non-Competitive Amendment
5. Is City Council Approval Required: Yes	6. Is Term over 3 Years: No
7. Contractor/Consultant/Vendor: Nossaman LLP Contractor Address: 777 South Figueroa St., 34 th Floor Los Angeles, CA 90017 Contact Name: Patrick Harder Phone: 213-612-7859 Email Address: pharder@nossaman.com Entity type: Partnership	8. Estimated or Current Amount: \$600,000.00 Amendment Amount: \$600,000.00 New Total Amount: \$1,200,000.00
9. 90-DAY FORECAST INFORMATION Anticipated Advertisement: N/A If requesting a change to the Forecast List, state reason for the change: <u>Choose an item.</u> N/A	<input checked="" type="checkbox"/> No Forecast (Professional Preference/Informal Bid/etc.) <input type="checkbox"/> 30 Day Forecast (Design/Professional Services) <input type="checkbox"/> 90 Day Forecast (Construction/Revenue) <input type="checkbox"/> Justification for Waiver: N/A
10. SELECTION INFORMATION Date placed on Forecast List: N/A Date Advertised: N/A Date Selection Made: N/A Date Manager of Aviation approved: N/A	11. Current Term: <u>9/5/2016</u> to <u>12/31/2017</u> Term Extension of Amendment: <u>N/A</u> to <u>N/A</u> Total Term in Years: 1 year, 3 months
12. Alfresco Contract #: 201629808 Amendment Number: 01 PeopleSoft Requisition #: 0000051001	13. DSBO Goals: N/A

A. **Brief Project Description** *(Describe briefly, and, if applicable, will be used for the 90-Day Forecast List)*

This is a first amendment to agreement, which is not listed on the 90-Day Forecast. Further details are provided in Paragraph D below.

B. **Memorandum No. 8B to Mayoral Executive Order No. 8** *(Justification for deviation from Competitive Selection Policy, e.g. for Non-Competitive Process, Term > 3 Years, and Amendments)*

For continuity of service, we are amending the existing agreement to add to the maximum contract liability. Nossaman was originally selected due to their reputation in the Public Private Partnership (P3) community, experience with similar projects, and ability to use precedent projects and agreements to efficiently work through the short and intense predevelopment phase.

C. **Selection Process Details or Other Related Actions**

This is a first amendment to the original agreement. This procurement was originally solicited through a Request for Qualifications (RFQ) competitive selection process.

D. **Provide in detail the Scope of Work, Agreement, Amendment, or Project** *(Explain any changes in the term)*

Airport Legal Services (ALS) identified the need for assistance from outside counsel during the predevelopment phase of the Great Hall Project. From a legal perspective, the 6-month phase will mean drafting and negotiating a complex Development Agreement that will govern the P3 for the next +/- 30 years. Though ALS attorneys will be deeply involved in this process, outside expertise in P3 transactions is needed, as well as additional bandwidth.

- Advise the City on all aspects of the Development Agreement, including the structure of the Agreement and the implications of various deal points and proposed terms

- Assist the City in negotiations with the private developer, which will include participation in face-to-face meetings with the private developer and its counsel

- Assume primary drafting responsibility for the Development Agreement

E. **Alternatives Considered**

This is a first amendment to the original agreement to add to the maximum contract liability.

F. **Goal Details** *(Enter the goal, amount achieved to date, level of participation, and name of certified company)*

The Division of Small Business Opportunity has determined that this contract's Scope of Services does not fall under provisions of Denver's CEI (Construction Empowerment Initiative) Ordinance.

G. Expenditure Contract Funding (Please contact the Budget Group for assistance)

This contract is encumbered by (check all that apply) <input type="checkbox"/> O&M Annually <input type="checkbox"/> Task <input type="checkbox"/> At NTP <input checked="" type="checkbox"/> At Contract Execution	Funding Source: <input checked="" type="checkbox"/> O&M O&M Amount to be Encumbered 1st Year <input type="checkbox"/> CIP CIP Amount to be Encumbered 1st Year If CIP, PIRF#
Federally funded contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Total amount to be encumbered this year: \$600,000.00

AMS GL String:

Fund	Division Code	Section #	Cost Center	AMS Account (4-digit)	Project # (CIP Only)
81	RMB	1970	Z50B	6000	

PeopleSoft GL String:

Fund	Org	PeopleSoft Account (6-digit)
73810	6013000	602800

WESTIN HOTEL:

Does this contract include work for the Westin Hotel? Yes No

SIGNATURES:

Contract Initiation Approval:




Shafa Sandoval, Contract Services 3/2/17
Date

Bair, Chloe - DIA
Digitally signed by Bair, Chloe - DIA
DN: dc=com, dc=flydenver, dc=ad,
ou=Domain Users, ou=Employees, cn=Bair,
Chloe - DIA, email=Chloe.Bair@flydenver.com
Date: 2017.03.02 16:43:28 -07'00'

Finance Approval Date



Xavier DuRan, EVP General Counsel x2540 3/3/17
Date



Dan Reimer 3.3.17
Date
Assistant General Counsel
Airport Legal Services

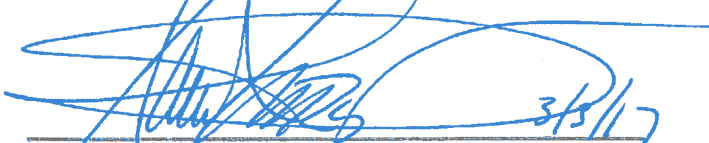
SIGNATURES:

Final Contract Approval:

Bair, Chloe - DIA

Digitally signed by Bair, Chloe - DIA
DN: dc=com, dc=flydenver, dc=ad, ou=Domain
Users, ou=Employees, cn=Bair, Chloe - DIA,
email=Chloe.Bair@flydenver.com
Date: 2017.03.03 09:03:48 -07'00'

Finance Approval Date



Xavier DuRán, EVP General Counsel x2540 Date



Dan Reimer Date
Assistant General Counsel
Airport Legal Services