

Executive Session (7-22-19)

#0722-02: RECOMMENDATION REGARDING PROFESSIONAL LEGAL SERVICES (PROJECT COUNSEL)

Pursuant to Gateway Development Corporation Request for Proposals #2019-01 (RFP), Gateway Program Development Corporation (GDC) sought one or more providers of legal services relating to the development and implementation of the Gateway Program, including developing and finalizing key governance, procurement, transaction, funding and financing and real estate documents (the Services).

The RFP provided that each proposal would be evaluated based on the following selection criteria: the quality and experience of proposed staff to perform the Services; the proposer's qualifications and experience to perform the Services; the proposer's management approach; the proposer's ability to work cooperatively with other professional entities and willingness and ability to identify portions of the legal work which could be undertaken by a disadvantaged, minority or women-owned business enterprise; and proposed fees and charges.

GDC staff oversaw the evaluation process. GDC received 20 proposals from both individual firms and teams of firms (each individual firm or team, a proposer). A committee comprised of representatives from GDC, Amtrak and NJ Transit, reviewed and evaluated the proposals based on the selection criteria set forth in the RFP, conducted interviews and recommended that the Trustees consider the three most highly rated proposers. Following discussion regarding the recommended proposals in executive session, with Trustee Cohen recused to avoid a potential conflict of interest or perceived conflict of interest, it was determined that a team comprised of Sullivan & Cromwell LLP, Mayer Brown LLP, Steptoe & Johnson LLP and Bond Schoeneck & King LLP (Preferred Proposer) had demonstrated that it is best able to perform the Services.

Funding support for the engagement will come from the amounts made available to GDC by the Port Authority for GDC's program management and operational expenses, as part of the \$44 million authorized by the Port Authority Board of Commissioners on February 15, 2018.

Pursuant to the foregoing, the following resolution was adopted, with Trustees Coscia and Zaro voting in favor, and Trustee Cohen recused.

RESOLVED, that GDC is hereby authorized, upon conclusion of negotiations and completion of any required due diligence, to enter into one or more retainer agreements with Preferred Proposer or any firms comprising the Proposer for the performance of the Services which agreement(s) shall provide that the Preferred Proposer shall at GDC's request, retain such additional subcontractors as may be required to fully execute the Services, including the retention of New Jersey local counsel to work with Preferred Proposer on New Jersey-related issues, and contain such other terms, including with respect to fees, as the Interim Executive Director or his designee(s), in consultation with the General Counsel, deems appropriate; and be it further

RESOLVED, that the Interim Executive Director of GDC, or his designee(s), be, and each of them hereby is, authorized and directed, in the name and on behalf of GDC, to execute and deliver any and all documents and take all such actions as the Interim Executive Director of GDC or his designee(s) may deem necessary or proper to effectuate the foregoing and in connection with the implementation of the Services pursuant to the agreement.; and be it further

RESOLVED, that following the completion of contract execution or termination of contract discussions, as the case may be, these resolutions may be made available for public inspection.