

Date: April 15, 2020  
To: Board of Retirement  
From: James Wilbanks, Executive Director  
Subject: Agreement with Nossaman, LLP for Legal Services

The Nossaman, LLP law firm provides MCERA with advice on fiduciary matters and issues relating to the '37 Act. The current contract includes a limit on fees of \$60,000 in Fiscal Year 2019-2020. We have been working on a number of projects with Nossaman, LLP including benefit questions raised by members, domestic relations orders (DRO) reviews, issues around the fiduciary responsibility of the Board of Retirement, as well as other projects.

One new project that has arisen of late involves Executive Orders relaxing the Brown Act requirements as well as retiree return to work rules and limits. With all of these changes and the full extent of the impacts of COVID-19 on MCERA still unknown, we need to increase the limit on fees in the Nossaman, LLP contract. After discussion with Ashley Dunning, I suggest the Board increase the limit on fees for Nossaman, LLP from the current \$60,000 limit to the \$100,000 limit as reflected in the attached contract amendment.

In light of these facts, I recommend the Board approve the proposed terms with the following motion:

“Madam Chair, I move approval of the proposed contract amendment with Nossaman, LLP and that the fiscal year 2019-2020 MCERA budget be amended in accordance with the contract amendment.”

## AMENDMENT NO. 1 TO LEGAL SERVICES AGREEMENT

This Amendment No. 1 amends paragraph 2 the Agreement that was fully-executed on April 4, 2019, by and between the Mendocino County Employees' Retirement Association ("MCERA") and the MCERA Board of Retirement ("MCERA Board") (collectively, hereinafter, "MCERA" or "Client"), on the one hand, and the law firm of Nossaman LLP ("Attorney" or the "Firm"), on the other (collectively, the "parties") ("Agreement").

### Amendment No. 1


In consideration for the legal services that Attorney is providing MCERA under the Agreement, and MCERA's desire to continue using such services for the remainder of the 2020 fiscal year, Paragraph No. 2 of the Agreement shall be replaced in its entirety with the following:

Compensation. Compensation to Attorney for services shall be at a 15% discount off Ashley Dunning's standard hourly rate, and a 10% discount off the standard hourly rates of all other billing attorneys. The 2020 hourly rates of Key Personnel with said agreed upon discounts are as follows: \$570 for Ashley Dunning per hour, \$603 for Peter Mixon, \$603 for Yuliya Oryol, \$504 for Jim Vorhis, and \$315 for Aalia Taufiq. From time to time, and generally annually, our rate structure in general, or the standard rates of particular attorneys, paralegals or clerks, may be increased. If so, you will be advised of the new rates. The new rates shall apply to all work performed after you have been advised of the new rates. Attorney fees, plus reasonable costs, including without limitation mileage for travel to MCERA and computer research costs, and total payments shall not exceed \$100,000.00 in fees (not including costs) during any fiscal year, unless written approval of Agency is provided to exceed that amount.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the last date signed below.

Dated: April 5, 2020

Nossaman LLP

By   
Ashley Dunning

Dated: April \_\_, 2020

Mendocino County Employees' Retirement  
Association and Its Board of Retirement

By \_\_\_\_\_  
James Wilbanks  
Executive Director

REVIEWED AS TO FORM:

Dated: April \_\_, 2020

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Jeffrey L. Berk  
Office of City Attorney of City of Santa Rosa