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CLERK OF THE BOARD
OF COUNTY COMMISSIONERS
MIAMI-DADE COUNTY, FLORIDA

MEMORANDUM

Agenda Item No. 14(A)(5)

TO: Honorable Chairwoman Rebeca Sosa
and Members, Board of County Commissioners

DATE: December 16, 2014

FROM: R. A. Cuevas, Jr.
County Attorney

SUBJECT: Resolution approving assignment of Contract No. RFQ685b for governmental representation and consulting services in Washington, DC from Patton Boggs, LLP to Squire Patton Boggs (US) LLP due to the agreement between the firms to have the attorneys and other employees of Patton Boggs LLP be affiliated with Squire Patton Boggs (US) LLP

Resolution No. R-1138-14

The accompanying resolution was prepared and placed on the agenda at the request of Prime Sponsor Chairwoman Rebeca Sosa.

R. A. Cuevas, Jr.
County Attorney

RAC/smm

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MEMORANDUM
(Revised)

TO: Honorable Chairwoman Rebeca Sosa
and Members, Board of County Commissioners

DATE: December 16, 2014

FROM: R. A. Cuevas, Jr.
County Attorney

SUBJECT: Agenda Item No. 14(A)(5)

Please note any items checked.

_____ **"3-Day Rule" for committees applicable if raised**

_____ **6 weeks required between first reading and public hearing**

_____ **4 weeks notification to municipal officials required prior to public hearing**

_____ **Decreases revenues or increases expenditures without balancing budget**

_____ **Budget required**

_____ **Statement of fiscal impact required**

_____ **Ordinance creating a new board requires detailed County Mayor's report for public hearing**

_____ **No committee review**

_____ **Applicable legislation requires more than a majority vote (i.e., 2/3's ____, 3/5's ____, unanimous _____) to approve**

_____ **Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required**

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 14(A)(5)
12-16-14

RESOLUTION NO. R-1138-14

RESOLUTION APPROVING ASSIGNMENT OF CONTRACT NO. RFQ685B FOR GOVERNMENTAL REPRESENTATION AND CONSULTING SERVICES IN WASHINGTON, DC FROM PATTON BOGGS, LLP TO SQUIRE PATTON BOGGS (US) LLP DUE TO THE AGREEMENT BETWEEN THE FIRMS TO HAVE THE ATTORNEYS AND OTHER EMPLOYEES OF PATTON BOGGS LLP BE AFFILIATED WITH SQUIRE PATTON BOGGS (US) LLP; AUTHORIZING THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE TO EXECUTE A SUPPLEMENTAL AGREEMENT TO THE CONTRACT FOR AND ON BEHALF OF MIAMI-DADE COUNTY TO EFFECTUATE THE ASSIGNMENT; AND APPROVING SQUIRE PATTON BOGGS (US) LLP TO REPRESENT THE COUNTY BEFORE THE FEDERAL GOVERNMENT

WHEREAS, on November 16, 1999, this Board adopted Resolution No. R-1236-99, which requires that all County contracts and subcontracts for lobbying or representation at the state or federal level and/or individuals and firms hired to represent the County on intergovernmental issues be approved by the Board of County Commissioners; and

WHEREAS, on February 15, 2011, this Board adopted Resolution No. R-112-11 awarding Contract No. RFQ685b for Governmental Representation and Consulting Services in Washington, DC to Patton Boggs, LLP with subcontractor Washington Urban Collaborative, LLC; and

WHEREAS, Contract No. RFQ685b was effective as of March 1, 2011 and had an initial term of one year with three one-year renewal terms; and

WHEREAS, Contract No. RFQ685b is currently proceeding on a month-to-month basis pursuant to Resolution No. R-509-12; and

WHEREAS, Article 19 of Contract No. RFQ685b provides that the contractor shall not assign, transfer or convey the agreement without the prior written consent of the County; and

WHEREAS, on June 1, 2014, the Limited Liability Partnership of Patton Boggs LLP and Squire Sanders (US) LLP entered into an agreement to have the attorneys, professionals and other employees of Patton Boggs LLP be affiliated with Squire Patton Boggs (US) LLP; and

WHEREAS, Patton Boggs LLP assigned its assets and contractual rights to Squire Patton Boggs (US) LLP; and

WHEREAS, the individuals who have been providing services to the County from Patton Boggs LLP under Contract No. RFQ685b are now affiliated with Squire Patton Boggs (US) LLP and will continue to provide the County these services, along with the subcontractor Washington Urban Collaborative; and

WHEREAS, Squire Patton Boggs (US) LLP has assumed all contractual liabilities under Contract No. RFQ685b and will perform the required services, as set forth in the attached letter,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that this Board:

Section 1. Approves the assignment of Contract No. RFQ685b from Patton Boggs, LLP to Squire Patton Boggs (US) LLP and authorizes the County Mayor or County Mayor's designee to execute a supplemental agreement to effectuate the assignment in substantially the form attached for and on behalf of Miami-Dade County.

Section 2. Approves Squire Patton Boggs (US) LLP to represent the County before the federal government pursuant to Resolution No. R-1236-99.

The Prime Sponsor of the foregoing resolution is Chairwoman Rebeca Sosa. It was offered by Commissioner **Dennis C. Moss**, who moved its adoption. The motion was seconded by Commissioner **Sally A. Heyman** and upon being put to a vote, the vote was as follows:

Rebeca Sosa, Chairwoman			**aye**
Bruno A. Barreiro	**aye**	Esteban L. Bovo, Jr.	**absent**
Daniella Levine Cava	**aye**	Jose "Pepe" Diaz	**aye**
Audrey M. Edmonson	**aye**	Sally A. Heyman	**aye**
Barbara J. Jordan	**aye**	Jean Monestime	**aye**
Dennis C. Moss	**aye**	Sen. Javier D. Souto	**absent**
Xavier L. Suarez	**aye**	Juan C. Zapata	**absent**

The Chairperson thereupon declared the resolution duly passed and adopted this 16th day of December, 2014. This resolution shall become effective upon the earlier of (1) 10 days after the date of its adoption unless vetoed by the County Mayor, and if vetoed, shall become effective only upon an override by this Board, or (2) approval by the County Mayor of this Resolution and the filing of this approval with the Clerk of the Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

By: **Christopher Agrippa**
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency. JMM

Jess M. McCarty

MIAMI-DADE COUNTY, FLORIDA

SUPPLEMENTAL AGREEMENT NO. 2

Contract Number: **RFQ685b**

Contract Title: **Governmental Representation and Consulting Services in Washington, DC**

Contractor: **Squire Patton Boggs (US) LLP**
2550 M Street NW
Washington, DC 20037

In accordance with the above referenced Contract, this supplement, when properly executed, shall acknowledge the assignment of this Contract from Patton Boggs LLP to Squire Patton Boggs (US) LLP due to the agreement between the referenced companies to have the attorneys, professionals and other employees of Patton Boggs LLP be affiliated with Squire Patton Boggs (US) LLP. Accordingly, Squire Patton Boggs (US) LLP shall assume the obligations under the Contract and be bound by the provisions, duties, liabilities, and obligations of such Contract. The effective date for payments to Squire Patton Boggs (US) LLP shall be the execution date of this Supplemental Agreement. [Article 6, Item 2 of the Contract is modified to list the following address for the purposes of notice as Squire Patton Boggs (US) LLP, 2550 M Street NW, Washington, DC 20037, Attention: Carolina Mederos, e-mail: carolina.mederos@squirepb.com.] Squire Patton Boggs (US) LLP shall assume liability for all work completed as of the assignment date. The subcontractor Washington Urban Collaborative LLC shall continue to provide services under the Contract.

All terms, covenants and conditions of the original Contract and any supplemental agreements issued thereto shall remain in full force and effect, except to the extent herein amended.

IN WITNESS WHEREOF, the parties have executed this Supplemental Agreement to County Contract No. RFQ685b effective upon execution.

Assignor

Patton Boggs, LLP

By: _____

Name: Charles E. Talisman

Title: General Counsel

Date: 10-27-14

Attest: _____
Corporate Secretary/Notary

Corporate Seal/Notary

JOHANNE F. ARPIN
NOTARY PUBLIC
District of Columbia
My Commission Expires Dec. 14, 2015

PATTON BOGGS LLP
ATTORNEYS AT LAW
2550 M Street, NW
Washington, DC 20037
United States of America

JOHANNE F. ARPIN NOTARY PUBLIC My Comm. Expires Dec. 14, 2015 DISTRICT OF COLUMBIA

Assignee

Squire Patton Boggs (US) LLP

By: _____

Name: John A Burlingame

Title: Partner + Co-Managing Partner - DC

Date: 27 October 2014

Attest: _____
Corporate Secretary/Notary

Corporate Seal/Notary

JOHANNE F. ARPIN
NOTARY PUBLIC
District of Columbia
My Commission Expires Dec. 14, 2015

JOHANNE F. ARPIN NOTARY PUBLIC My Comm. Expires Dec. 14, 2015 DISTRICT OF COLUMBIA

Miami-Dade County

By: _____

Name: Carlos A. Gimenez

Title: Mayor

Date: _____

Attest: _____
Clerk of the Board

Approved as to form and legal sufficiency

_____
Assistant County Attorney