



Agenda Item 2b
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TO: Clipper® Executive Board

DATE: April 9, 2018

FR: Carol Kuester

RE: Contract Amendment – Legal Services for Procurement of the Next-Generation Clipper® (C2) System: Thompson Coburn LLP (Thompson Coburn) (\$100,000)

This memorandum requests the Executive Board's approval for MTC to enter into a contract amendment with Thompson Coburn in an amount not to exceed \$100,000 to continue to provide legal services in support of the procurement of the C2 System through June 30, 2019.

Background

In May 2016, Thompson Coburn was selected through a competitive procurement to provide legal services to MTC, the Clipper® contracting agency, in connection with the C2 procurement. Thompson Coburn attorneys have participated closely with MTC's Office of General Counsel and MTC and transit operator staff and consultants in developing and implementing a C2 procurement strategy: drafting contractual requirements related to intellectual property and data protection, and advising MTC and C2 procurement participants on Federal Transit Administration procurement requirements, evaluation procedures, risk allocation, financial guaranties, privacy, performance standards, and other legal issues related to procurement. The amount in the approved Clipper® Capital Budgets for FYs 2016-17 and 2017-18 for outside legal services for C2 was \$750,000. In order to learn from the early stages of the C2 procurement and adapt as necessary to the C2 scope as it developed, the original contract budget amount was for \$450,000. Following the issuance and receipt of the industry review draft and the development of the request for proposal, the contract was amended under the MTC Executive Director's signature authority in October 2017 to add an additional \$200,000, of which approximately \$115,000 remains.

Amendment Scope of Work

MTC proposes to continue to consult with Thompson Coburn throughout the C2 procurement process. This amendment will draw on the remaining \$100,000 in the FY 2017-18 Clipper® Budget for C2 legal services and extend the contract for an additional year, keeping the total contract amount within the original \$750,000 budget.

Recommendation

MTC staff recommends that the Executive Board approve the proposed contract amendment with Thompson Coburn for C2 legal services as described in this memorandum, in an amount not to exceed \$100,000, bringing the total contract amount to \$750,000.

Carol Kuester

REQUEST FOR CLIPPER® EXECUTIVE BOARD APPROVAL
Summary of Proposed Contract Amendment

Firm:	Thompson Coburn LLP St. Louis, MO
Work Project Title:	Legal Services for Procurement of the Next-Generation (C2) Clipper® System
Purpose of Project:	To provide legal support for procurement, contract, funding, compliance and other legal matters relevant to the C2 project.
Brief Scope of Work:	Assist MTC's Office of General Counsel in providing legal services in connection with the C2 procurement, negotiation of the C2 contract, and related legal matters.
Project Cost Not to Exceed:	\$100,000 – this amendment Total contract amount before this amendment: \$650,000 Total contract amount: \$750,000
Funding Source:	TCP, STP, CMAQ, Regional Measure 2 Capital, LCTOP
Fiscal Impact:	\$100,000 is available in the FY 2017-18 Clipper® Budget
Motion:	That a contract amendment with the law firm of Thompson Coburn LLP to provide legal services as described above and in the Executive Director's memorandum dated April 9, 2018 is hereby approved by the Clipper® Executive Board.
Clipper® Executive Board:	<hr/> Denis Mulligan, Chair
Approved:	Date: April 16, 2018