

## **RESOLUTION 2015-52**

### **RESOLUTION AUTHORIZING A TEST RENTAL AND USE AGREEMENT WITH COOPERATIVE PERSONNEL SERVICES DBA CPS HR CONSULTING (CPS), FOR SERVICES ON AN AS-NEEDED BASIS AND GRANTING INDEMNITY TO CPS AND AUTHORITY TO GRANT SAME OR SIMILAR INDEMNITY FOR FUTURE AGREEMENTS WITHOUT RETURNING TO THE BOARD OF PORT COMMISSIONERS**

**WHEREAS**, the San Diego Unified Port District (District) is a public corporation created by the legislature in 1962 pursuant to Harbors and Navigation Code Appendix 1, (Port Act); and

**WHEREAS**, the Board of Port Commissioners (BPC) adopted BPC Policy 110 to govern the processing and administration of public projects, consulting and service agreements, the purchasing of supplies, materials, and equipment, and grants; and

**WHEREAS**, Cooperative Personnel Services (CPS), a California Joint Powers Authority, develops and rents tests to public agencies to be used in the recruitment process; and

**WHEREAS**, the District has used CPS testing materials and services as part of our recruitment process for Harbor Police Officers and several other positions throughout the District; and

**WHEREAS**, CPS provides expert consultation, free test review copies, detailed scoring results, validation reports, convenient and easy ordering, prompt and secure delivery of materials; and

**WHEREAS**, District staff administers the test materials and process and are responsible for the security and confidentiality of the materials; and

**WHEREAS**, the proposed two year agreement shall be in effect from May 12, 2015 through May 11, 2017 and shall not exceed a total expenditure of \$5,000, which would normally not require approval by the BPC, however, the proposed agreement contains language requiring the District to indemnify and hold CPS harmless from and against any and all claims, costs, damages, losses, liabilities and expenses (including reasonable attorney fees and costs) arising out of or in connection with administration of a test, or with maintaining confidentiality of the test materials; and

**WHEREAS**, the risk of the District incurring liability in connection with the administration of a test or with maintaining the confidentiality of the test materials is minimal, especially when balanced against the benefits to the District in utilizing CPS's materials and services; and

**WHEREAS**, staff recommends that the BPC grant indemnity to CPS and authority to grant same or similar indemnity for future agreements without BPC approval.

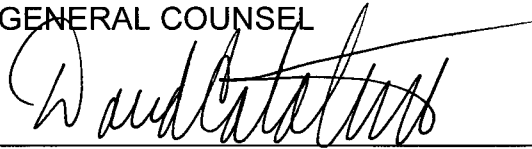
**NOW, THEREFORE, BE IT RESOLVED** by the Board of Port Commissioners of the San Diego Unified Port District, as follows:

That the Assistant Executive Director or his designated representative is hereby authorized to enter into an agreement on behalf of the San Diego Unified Port District with Cooperative Personnel Services dba CPS HR Consulting (CPS), for services on an as-needed basis and grant indemnity as follows: District shall indemnify and hold CPS harmless from and against any and all claims, costs, damages, losses, liabilities and expenses (including reasonable attorney fees and costs) arising out of or in connection with administration of a test, or with maintaining confidentiality of the Test Materials.

**BE IT FURTHER RESOLVED** by the Board of Port Commissioners of the San Diego Unified Port District, as follows:

That authority is hereby granted for the approval of same or similar indemnity language to the Assistant Executive Director or his designated representative for future agreements without returning to the Board of Port Commissioners.

APPROVED AS TO FORM AND LEGALITY:  
GENERAL COUNSEL



By: ~~Assistant~~/Deputy

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 12<sup>th</sup> day of May 2015, by the following vote:

AYES: Bonelli, Castellanos, Malcolm, Merrifield, Moore, Nelson, and Valderrama.

NAYS: None.

EXCUSED: None.

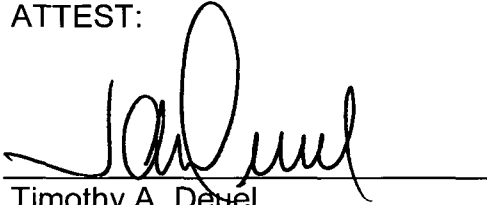
ABSENT: None.

ABSTAIN: None.



Dan Malcolm, Chairman  
Board of Port Commissioners

ATTEST:



Timothy A. Devel  
District Clerk

