

**RESOLUTION 2015-97**

**RESOLUTION AUTHORIZING CONTINGENT FEE  
AGREEMENT WITH JACKSON GILMOUR &  
DOBBS, PC, FOR LEGAL SERVICES RELATED TO  
SDUPD, ET AL. V. MONSANTO, ET AL.**

**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**, at the March 2015 Board of Port Commissioners (Board) meeting, the Board authorized the filing of a lawsuit against Monsanto Company, Solutia Inc., and Pharmacia Company related to polychlorinated biphenyls (PCBs) in the San Diego Bay; and

**WHEREAS**, the Office of the General Counsel interviewed several national law firms regarding representation of the District in this case and recommended the firm of Jackson Gilmour & Dobbs, PC (Outside Counsel), based on its experience, particularly with other U.S. ports and environmental matters; and

**WHEREAS**, Jackson Gilmour & Dobbs, PC, is a national law firm that has successfully handled large environmental cleanup litigation including representing ports and other public entities such as the State of New Jersey in a recent resolution of the Passaic River litigation, recovering over \$355 million in costs and damages, including \$67.5 million in restoration projects, and up to an additional \$400 million in remediation costs; and

**WHEREAS**, under the proposed contingent fee agreement, Outside Counsel will represent the District in this lawsuit, will pay all costs of litigation, and will only receive compensation and reimbursement if the District is successful in the lawsuit; and

**WHEREAS**, under the proposed contingent fee agreement, the Office of the General Counsel (1) shall retain complete control over the course and conduct of the lawsuit, (2) shall retain veto power over any decisions made by Outside Counsel, and (3) shall remain active in, and shall oversee, the lawsuit and the services provided by Outside Counsel.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Port Commissioners of the San Diego Unified Port District that the General Counsel is authorized to execute the contingent fee agreement in substantial form with

2015-97


Jackson Gilmour & Dobbs, PC, for legal services related to San Diego Unified Port District, et al. v. Monsanto, et al.

APPROVED AS TO FORM AND LEGALITY:  
GENERAL COUNSEL

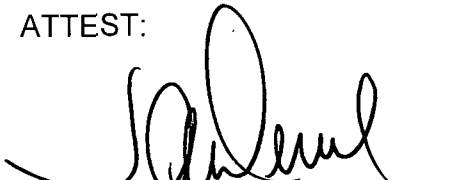
  
By: Assistant/Deputy

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 11<sup>th</sup> day of August, 2015, by the following vote:

AYES: Castellanos, Malcolm, Merrifield, Nelson, and Valderrama.  
NAYS: None.  
EXCUSED: Bonelli and Moore.  
ABSENT: None.  
ABSTAIN: None.

  
Dan Malcolm, Chairman  
Board of Port Commissioners

ATTEST:

  
Timothy A. Deuel  
District Clerk