

**CITY OF SAN ANTONIO
CITY ATTORNEY'S OFFICE
CITY COUNCIL AGENDA MEMORANDUM**

CONSENT AGENDA
ITEM NO. 23

TO: Mayor and City Council

FROM: Martha G. Sepeda, Acting City Attorney

SUBJECT: Additional funds for Bracewell & Giuliani, LLP, outside counsel for the Convention Center Hotel Project

DATE: September 29, 2005

SUMMARY AND RECOMMENDATION

This ordinance authorizes payment in the amount of \$95,572.24 to Bracewell & Giuliani, L.L.P. for legal services performed through July 31, 2005 in connection with the residential condominiums to be constructed above the new Convention Center Hotel, as well as future payments for services needed to finalize all documents related to the condominiums; and provides for payment from funds advanced to the City by FaulknerUSA.

Staff recommends approval of this ordinance.

BACKGROUND INFORMATION

In April 2005, City Council approved the terms of various agreements with Hotel Investments, L.P. (the "Developer") to design, develop, construct and operate the Convention Center Hotel (the "Project") on City property adjacent to the Henry B. Gonzalez Convention Center. These Project documents were drafted and negotiated on behalf of the City by Bracewell & Giuliani, L.L.P.

As a result of the Developer's proposal to design, build, and offer for sale residential condominiums above the Convention Center Hotel, the City Council subsequently authorized a Purchase and Sale Agreement with the Developer in June 2005, which Agreement was prepared and negotiated by the Bracewell firm and in which the Developer agreed to pay numerous costs associated with this aspect of the Project, including the City's legal fees.

POLICY ANALYSIS

The City Council previously selected Bracewell & Giuliani, L.L.P. to work on the Project because of the firm's history with representing the City during prior efforts to develop a

convention headquarters hotel and the experience of the attorneys Thomas O. Moore, who is board certified in Commercial Real Estate Law, and Ron Erlichman, who together with Mr. Moore, is experienced in negotiating and drafting complex real estate development and lease agreements.

In addition to preparing and negotiating the primary legal documents for the Project, outside counsel at City Council's direction, also drafted multiple legal documents related to the residential condominiums and required for the conveyance and use of airspace immediately above the Convention Hotel.

FISCAL IMPACT

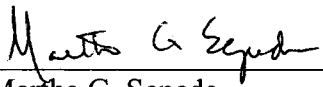
Payment of the City's legal fees for the Convention Center Hotel Project is the obligation of the Developer, who previously advanced the City \$100,000 towards costs to be incurred in connection with the residential condominiums. The balance of funds needed for legal services required to complete the documents for this aspect of the Project will likewise be paid by the Developer, therefore the pending action will have no fiscal impact to any City funds.

COORDINATION

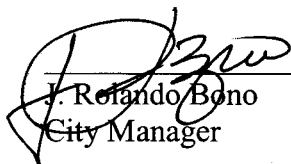
This Council action has been coordinated with the City Manager's Office and the Economic Development and Finance Departments.

SUPPLEMENTARY COMMENTS

The required ethics disclosure form is attached.



Martha G. Sepeda
Acting City Attorney



J. Rolando Bono
City Manager

City of San Antonio
Discretionary Contracts Disclosure

*For use of this form, see Section 2-59 through 2-61 of the City Code (Ethics Code)
Attach additional sheets if space provided is not sufficient.*

(1) Identify any individual or business entity¹ that is a **party** to the discretionary contract:

Bracewell & Giuliani LLP is the business entity that is the party to the discretionary contract.

(2) Identify any individual or business entity which is a **partner, parent or subsidiary** business entity, of any individual or business entity identified above in Box (1):

☐ No partner, parent or subsidiary; or

List partner, parent or subsidiary of each party to the contract and identify the corresponding party:

See attached list of Bracewell & Giuliani LLP partners at Exhibit A.

(3) Identify any individual or business entity that would be a **subcontractor** on the discretionary contract.

☒ No subcontractor(s); or

List subcontractors:

(4) Identify any **lobbyist or public relations firm** employed by any party to the discretionary contract for purposes related to seeking the discretionary contract.

☒ No lobbyist or public relations firm employed; or

List lobbyists or public relations firms:

¹ A *business entity* means a sole proprietorship, partnership, firm, corporation, holding company, joint-stock company, receivership, trust, unincorporated association, or any other entity recognized by law. A sole proprietor should list the name of the individual and the d/b/a, if any.

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SAN ANTONIO, TEXAS

(5) Political Contributions

List all political contributions totaling one hundred dollars (\$100) or more within the past twenty-four (24) months made to any *current* or *former member* of City Council, any *candidate* for City Council, or to any *political action committee* that contributes to City Council elections, by any individual or business entity whose identity must be disclosed under Box (1), (2), (3) or (4) above, or by the officers, owners of any business entity listed in Box (1), (2) or (3):

☐ No contributions made; If contributions made, list below:

By Whom Made:	To Whom Made:	Amount:	Date of Contribution:
See attached list at Exhibit B.			

(6) Disclosures in Proposals

Any individual or business entity seeking a discretionary contract with the city must disclose any known facts which, reasonably understood, raise a question² as to whether any city official or employee would violate Section 2-43 of the City Code (Ethics Code), ("conflicts of interest") by participating in official action relating to the discretionary contract.

☒ Party not aware of facts which would raise a "conflicts-of-interest" issue under Section 2-43 of the City Code; or

Party aware of the following facts:

This form is required to be supplemented in the event there is any change in the information before the discretionary contract is the subject of council action, and no later than five (5) business days after any change about which information is required to be filed, whichever occurs first.

Signature:



Title: Partner in Charge –
San Antonio Office

Company or D/B/A:
Bracewell & Giuliani LLP

Date:

9/15/05

² For purposes of this rule, facts are "reasonably understood" to "raise a question" about the appropriateness of official action if a disinterested person would conclude that the facts, if true, require recusal or require careful consideration of whether or not recusal is required.

Bracewell & Giuliani LLP
Partners

Date: 9/15/05

Office	Partner
Austin	Adkins, Thomas W.
Austin	Benesh, W. S.
Austin	Fox, Paul W.
Austin	Gourley, Lacey L.
Austin	Groten, Eric
Austin	Hegland, Roberta J.
Austin	McHugh, Colleen
Austin	Ricketts, Philip F.
Austin	Taylor, Andrew M.
Dallas	Bailey, Kennon B.
Dallas	Boone, Gayle A.
Dallas	Brown, Sanford M.
Dallas	Davis, Janice Z.
Dallas	Dinnin, Michael L.
Dallas	Guerin, Charles A.
Dallas	Knowles, Mark B.
Dallas	Kyle, Alfred G.
Dallas	Millard, William H.
Dallas	Rentzel, Christopher H.
Dallas	Roberts, Michelle E.
Dallas	Scott, Lynn R.
Dallas	Stricklin, Samuel M.
Dallas	Tankersley, Michael W.
Dallas	Whitaker, Elizabeth D.
Dallas	Williams, Lon R.
Dallas	Wisk, Allan C.
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Houston	Anderson, William S.
Houston	Ballard, Glenn A.
Houston	Barr, John H.
Houston	Blanco, Ileana M.
Houston	Bland, John L.
Houston	Bopp, Gregory M.
Houston	Borreca, Christopher P.
Houston	Bradley, James E.
Houston	Brantley, John R.

Bracewell & Giuliani LLP
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Date: 9/15/05

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Houston	Frels, Kelly
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Houston	Kimball, Albert B.

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Date: 9/15/05

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Houston	Spalding, Andrew F.
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Houston	Telle, Michael S.
Houston	Temple, Tracy C.
Houston	Thompson, Clark G.

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Partners

Date: 9/15/05

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Houston	Vittor, Jose L.
Houston	Wege, Mark W.
Houston	Whittle, Jeffrey S.
Houston	Wilde, Carlton
Houston	Wilkins, Timothy A.
Houston	Witschey, R. D.
Houston	Wood, William A.
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New York	Connolly, Daniel S.
New York	Giuliani, Rudolph W.
New York	Hess, Michael D.
New York	Hunt, Martin J.
New York	Lange, Marvin R.
New York	Miles, Robin J.
New York	Scott, Ronald
New York	Toy, Timothy M.
San Antonio	Bannwolf, Timothy H.
San Antonio	Barrera, Mario A.
San Antonio	Barrera, Ruben R.
San Antonio	Byrd, Leslie S.
San Antonio	Danysh, Richard C.
San Antonio	Garcia, Victoria M.
San Antonio	Harris, J. J.
San Antonio	Johnson, Russell S.
San Antonio	Jones, Mark A.
San Antonio	Kizziar, James H.
San Antonio	Ruttenberg, Frank Z.
San Antonio	Smith, Annalyn G.
San Antonio	Wells, J. T.
Washington	Anikeeff, Anthony H.
Washington	Bethune, Edwin R.

Bracewell & Giuliani LLP
Partners

Date: 9/15/05

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Washington	Cope, John R.
Washington	Ewing, Kevin A.
Washington	Foote, George M.
Washington	Godley, Gene E.
Washington	Hogwood, Stephen F.
Washington	Horn, Richard D.
Washington	Israel, Benjamin L.
Washington	Jaeger, Lisa M.
Washington	Kearney, Andrea M.
Washington	Lister, Penelope M.
Washington	Nelson, Nancy J.
Washington	Nido, Luis M.
Washington	O'Connor, Nancy M.
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Washington	Petersen, John C.
Washington	Rich, Randall S.
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Washington	Shoneman, Charles H.
Washington	Watkiss, Jeffrey D.
Washington	Williams, George H.
Washington	Wodka, Nancy A.
Washington	Zipp, Joel F.

POLITICAL CONTRIBUTIONS

By Whom Made:	To Whom Made:	Amount:	Date of Contribution:
Various contributors*	Art Hall	\$600.00	As reported in October 31, 2003 report
Various contributors*	Carroll Schubert	\$2,900.00	As reported in October 31, 2003 report
Various contributors*	Roger Perez	\$500.00	As reported in October 31, 2003 report
Various contributors*	Patti Radle	\$1,200.00	As reported in October 31, 2003 report
Various contributors*	Roger Flores, Jr.	\$250.00	As reported in October 31, 2003 report
George P. Parker, Jr.	Phil Hardberger	\$500.00	May 24, 2004
Various contributors*	Art Hall	\$100.00	As reported in June 10, 2004 report
Various contributors*	Patti Radle	\$1,200.00	As reported in June 10, 2004 report
Various contributors*	Roger Perez	\$500.00	As reported in June 10, 2004 report
Various contributors*	Roger Flores, Jr.	\$250.00	As reported in June 10, 2004 report
James H. Kizziar, Jr.	Carroll Schubert	\$500.00	July 19, 2004
J. Tullos Wells	Carroll Schubert	\$2,500.00	July 28, 2004
J. Tullos Wells	Carroll Schubert	\$5,079.72	October 7, 2004
Various contributors*	Phil Hardberger	\$750.00	As reported in December 15, 2004 report
Various contributors*	Carroll Schubert	\$7,351.93	As reported in December 15, 2004 report
George P. Parker, Jr.	Phil Hardberger	\$500.00	January 24, 2005
J. Tullos Wells	Joel Williams	\$250.00	March 7, 2005
Mario A. Barrera	Roger Flores	\$100.00	March 14, 2005
George P. Parker, Jr.	Phil Hardberger	\$500.00	April 14, 2005
J. Tullos Wells	Phil Hardberger	\$2,000.00	May 9, 2005
J. Tullos Wells	Julian Castro	\$1,000.00	May 9, 2005
J. Tullos Wells	Richard Perez	\$500.00	May 26, 2005
Frank Z. Ruttenberg	Phil Hardberger	\$1,000.00	Within the last 24 months
Russell S. Johnson	Phil Hardberger	\$500.00	Within the last 24 months

*Data on individual contributor no longer available.

EXHIBIT B