

Council Meeting of  
February 24, 2009

Honorable Mayor and Members  
of the Torrance City Council  
City Hall  
Torrance, California

**Members of the Council:**

**SUBJECT: City Attorney – Approve Second Amendment to Fee Agreement**

**Expenditure: \$50,000**

**RECOMMENDATION**

Recommendation of the City Attorney that the City Council approve the Second Amendment to Fee Agreement (2008-188) with the law firm of Woodruff, Spradlin & Smart for an additional \$50,000 for a total not to exceed amount of \$89,000.

Funding

Funding is available from the Transit Department General Fund operating budget and the Self-Insurance Fund

**BACKGROUND AND ANALYSIS**

On September 16, 2008, the City Manager entered into Fee Agreement (Contract No. C2008-188) in an amount not to exceed \$24,000 with the law firm of Woodruff, Spradlin & Smart to act as legal counsel on behalf of the City in the lawsuit of Jewell v. City of Torrance.

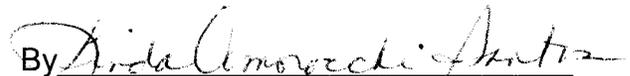
On November 1, 2008, the City Manager amended the Fee Agreement adding additional compensation for an amount not to exceed \$39,000. The law firm has advised the City

that the case has settled and additional funding is necessary to complete the defense of the lawsuit.

The City Attorney recommends that the City Council approve the Second Amendment to the Fee Agreement (Attachment A) with the law firm of Woodruff, Spradlin & Smart in an additional amount of \$50,000 for a total not to exceed amount of \$89,000.

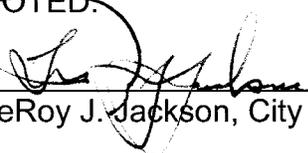
Respectfully submitted,

John L. Fellows III  
City Attorney

By   
Linda Amorocchi Santos  
Law Office Administrator

CONCUR:

  
John L. Fellows III, City Attorney

NOTED:  
  
LeRoy J. Jackson, City Manager

Attachment A) Second Amendment to Fee Agreement

**SECOND AMENDMENT TO FEE AGREEMENT FOR LEGAL SERVICES**

This Second Amendment to Fee Agreement for legal services ("Second Amendment") is made and entered into as of December 1, 2008, by and between the **CITY OF TORRANCE**, a municipal corporation ("CITY"), and **WOODRUFF, SPRADLIN & SMART**, a professional corporation ("FIRM").

**RECITALS:**

- A. CITY and FIRM entered into a Fee Agreement for Legal Services ("Fee Agreement") on September 16, 2008, in the amount of \$24,000 (Contract No. C2008-188).
- B. On November 1, 2008, the CITY MANAGER approved a First Amendment to the Fee Agreement in an additional amount of \$15,000 for a total not to exceed amount of \$39,000.
- C. FIRM advised that an additional \$50,000 is required to fund the litigation in this matter through completion.

**AGREEMENT:**

- 1. Services to be Performed by FIRM.  
FIRM will provide the services set forth in the original Fee Agreement which is incorporated into subsequent Amendments by this reference. FIRM warrants that all services set forth in the Fee Agreement and subsequent Amendments will be performed in a competent, professional and satisfactory manner.
- 2. FIRM's Fee.  
For services rendered pursuant to this Second Amendment, FIRM will be paid in accordance with the Fee Agreement; provided, however, that in no event will the total amount of money paid the FIRM, for services contemplated by this Amendment, exceed the sum of **\$89,000.00** unless otherwise first approved in writing by CITY.

3. Conflict of Interest.  
FIRM warrants that all necessary conflict clearances have been obtained.

4. Business License.  
FIRM will not be required to obtain a City business license.

CITY OF TORRANCE,  
a municipal corporation

WOODRUFF, SPRADLIN &  
SMART, a professional corporation

By: \_\_\_\_\_  
Frank Scotto  
Mayor

By: \_\_\_\_\_  
Daniel K. Spradlin

ATTEST:

\_\_\_\_\_  
Sue Herbers  
City Clerk

APPROVED AS TO FORM:

JOHN L. FELLOWS III  
City Attorney

By: \_\_\_\_\_