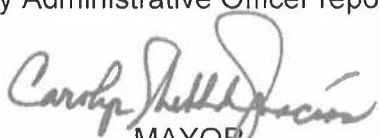


TRANSMITTAL		0150-12551-0000
TO Eugene D. Seroka, Executive Director Harbor Department	DATE 02/01/2024	COUNCIL FILE NO.
FROM The Mayor		COUNCIL DISTRICT 15
<p style="text-align: center;">RESOLUTION NO. 23-10289 AND PROPOSED FIRST AMENDMENT TO AGREEMENT NO. 20-3764 AND CONSENT TO ASSIGNMENT AND ASSUMPTION FROM SAAB TECHNOLOGIES, LTD. TO TIDALIS AMERICAS LTD.</p> <p style="text-align: center;">Approved and transmitted for further processing including Council consideration. See the City Administrative Officer report attached.</p> <div style="text-align: center;">  MAYOR (Carolyn Webb de Macias for) </div>		
Attachment MWS/PJH/JVW:SHF:10240138t CAO 649-d		

REPORT FROM

OFFICE OF THE CITY ADMINISTRATIVE OFFICER

Date: January 2, 2024

CAO File No. 0150-12551-0000

Council File No.

Council District: 15

To: The Mayor

From: Matthew W. Szabo, City Administrative Officer

Reference: Correspondence from Los Angeles Board of Harbor Commissioners (Board) dated December 7, 2023 regarding December 7, 2023 Board Resolution; referred by the Mayor for report on December 7, 2023

Subject: **RESOLUTION NO. 23-10289 AND PROPOSED FIRST AMENDMENT TO AGREEMENT NO. 20-3764 AND CONSENT TO ASSIGNMENT AND ASSUMPTION FROM SAAB TECHNOLOGIES, LTD. TO TIDALIS AMERICAS LTD.**

RECOMMENDATIONS

1. Approve Los Angeles Harbor Department (Port) Resolution No. 23-10289 which authorizes the proposed First Amendment to Agreement No. 20-3764 and Consent to Assignment and Assumption from Saab Technologies, Ltd. to Tidalis Americas Ltd., retroactive to March 31, 2023, with no changes to all other contract terms and conditions;
2. Adopt the December 7, 2023 Board of Harbor Commissioners findings that the proposed action is administratively exempt from the requirements of California Environmental Quality Act (CEQA) under Article II Section 2(f) of the Los Angeles City CEQA Guidelines; and
3. Authorize the Port Executive Director, or designee, to execute the proposed agreement, already approved as to form by the City Attorney, and return the Resolution to Port for further processing, including Council consideration.

SUMMARY

The Los Angeles Board of Harbor Commissioners (Board) requested approval of the December 7, 2023 Resolution No. 23-10289 (Attachment 1) which authorizes the proposed First Amendment to Agreement No. 20-3764 (Agreement) between the Los Angeles Harbor Department (Port) and Saab Technologies, Ltd. (Saab) to allow a one-time assignment to Tidalis Americas Ltd. (Tidalis). The approval of the Assignment and Assumption of Agreement No. 20-3764 and Consent Thereto (Assignment and Assumption) is retroactively effective March 31, 2023. All other terms and conditions of the Agreement remain unchanged, including the original contract expiration date of December 16, 2025.

The proposed amendment has been reviewed and approved as to form by the City Attorney. The

proposed amendment has been reviewed and approved as to form by the City Attorney. Pursuant to Charter Section 373 and Los Angeles Administrative Code Section 10.5, Council approval is required because the cumulative contract term exceeds three years. Our office has reviewed the request and recommends approval.

BACKGROUND

On March 31, 2023, Saab was acquired by Agilitas 2020 Private Equity GP Sarl and changed its name to Tidalis. Due to the acquisition, the proposed amendment is necessary to amend Section 12(B) of the Agreement to allow for this one-time assignment of the Agreement to Tidalis. Pursuant to the proposed Assignment and Assumption, Tidalis would assume all rights, obligations, and liabilities associated with the Agreement. Tidalis has confirmed that the services and personnel fulfilling of the Agreement has not changed and will continue without gaps or compromise in quality. All other terms and conditions of the Agreement remain unchanged.

Agreement No. 20-3764 with Saab – On July 23, 2020, the Board approved the sole-source Agreement with Saab, a Canadian corporation, for an amount not to exceed \$3,000,000 and a term of five years from December 17, 2020 through December 16, 2025, to provide proprietary software licenses, maintenance, and professional technical support services for the Port's Billing, Port Pilot, and Property Management systems (C.F. 15-0779). Services include software development due to tariff changes, reports, integrations with other systems, and future enhancements and requirements from the Wharfinger, Port Pilots, Waterfront-Commercial Real Estate, and Information Technology Divisions.

CITY COMPLIANCE

California Environmental Quality Act (CEQA) – On December 7, 2023, the Board determined that the proposed action is administratively exempt from requirements of CEQA pursuant to Article II Section 2(f) of the Los Angeles City CEQA Guidelines.

The City Attorney has reviewed and approved the proposed amendment as to form. Pursuant to Charter Section 373 and Los Angeles Administrative Code Section 10.5, Council approval is required because the cumulative contract term exceeds three years. Our office recommends approval.

FISCAL IMPACT STATEMENT

Approval of the proposed amendment would assign Agreement No. 20-3764 to Tidalis Americas Ltd. following its acquisition of Saab Technologies, Ltd., with all other contract terms and conditions remain unchanged. The Harbor Department does not anticipate a financial impact due to the amendment. The recommendations in this report and proposed actions comply with the Department's Financial Policies. There is no impact on the City's General Fund.

Attachment 1 – December 7, 2023 Harbor Board report, Resolution 23-10289