

**PORT OF GUAM**

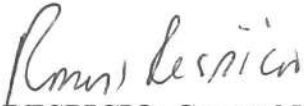
ATURIDAT I PUETTON GUAHAN

Jose D. Leon Guerrero Commercial Port

1026 Cabras Highway, Suite 201, Piti, Guam 96925

Telephone: 671-477-5931/35 Facsimile: 671-477-2689/4445

Website: www.portguam.comLourdes A. Leon Guerrero
Governor of GuamJoshua F. Tenorio
Lieutenant Governor**POLICY MEMORANDUM NO. 2020-GM03**

To: All Division Heads	Subject: Legal Services Request Policy
Effective Date: July 8, 2020	Revision Date:
Approved By:  RORY J. RESPICIO, General Manager	

I. **INTENT:** This policy outlines the arrangements for the management, oversight, coordination, and provision of legal services for and on behalf of the Port Authority of Guam.

II. **SCOPE:** This policy applies to all employees of the Port Authority of Guam.

III. **POLICY AND PROCEDURES:**

A. **The Role of Legal Counsel and In-House Staff Attorney**

1. The General Manager's Office has the principal responsibility for the management, oversight, coordination, and provision of all legal advice and other legal services for and on behalf of the Port Authority of Guam.
2. The Port Authority's legal counsel and in-house staff attorney are committed to providing independent and professional legal advice and support to all areas of the Port Authority and to ensure that the Port Authority's legal needs are met in a timely and cost-effective manner. Legal counsel and in-house staff attorney seek to provide pragmatic solutions to legal issues and to minimize the risk of claims and litigation against the Port Authority, including the continual improvement of the Port Authority's processes and procedures.
3. The role of Port Authority's legal counsel and in-house staff attorney includes, but are not limited to:
 - a. Legal advice, including the interpretation and application of the Port Authority's enabling legislation, rules, regulations, policies, and procedures;
 - b. Advising on specific compliance and legislative requirements;
 - c. Dispute resolution, litigation and claims management;

- d. Responding to court documents, subpoenas, and requests from third parties under legislative authority (other than requests under the Freedom of Information Act); and
- e. Reporting on the Port Authority's legislative compliance and its claims and contingent liabilities.

B. Legal Services Request Procedure

1. In order to ensure consistency and quality of service, avoiding conflicts of interest; maximizing value from the Port Authority's expenditure on external legal services; and maintaining legal professional privilege, the General Manager has the overall responsibility for the management, oversight, and coordination of all legal services requests to be provided to the Port Authority's legal counsel and in-house staff attorney.
2. All requests for legal services must be in writing and approved by the General Manager, who shall also determine whether the work is to be undertaken by Legal Counsel or in-house Staff Attorney.
3. All requests must include detailed information about the matter or transaction (including copies of all relevant documents). The following information is required before the execution of any legal services:
 - a. A summary of the legal issue or dilemma, including background and supporting pertinent documents;
 - b. Evidence that the legal services request form has been authorized by the General Manager;
 - c. The name and position title of the division head requesting the legal services; and
 - d. Any other information requested by the Port Authority's legal counsel or in-house staff attorney, wherever applicable.
4. Requests received by the Port Authority's legal counsel or in-house staff attorney are generally dealt with in the order of receipt but are prioritized according to a level of importance and genuine urgency determined by the General Manager. Accordingly, it is essential to involve the Port Authority's legal counsel or in-house staff attorney as early as possible in any transaction or matter where legal advice or services are required, including where:
 - a. there is an actual or potential dispute (even if it has not yet escalated to litigation); or
 - b. when it is proposed to procure goods or services for the Port Authority in the amount of \$500,000 or more.

C. Legal Professional Privilege

1. As a general rule, the Port Authority is entitled to claim legal professional privilege for communications between lawyers and Port management and staff, provided those communications are for the main purpose of seeking, or receiving legal advice or services, or where those communications relate to litigation that has already commenced or is anticipated.
 2. All Port Authority staff must treat all communications between the Port Authority's legal counsel or in-house staff attorney and them as strictly confidential, and only disclose such privileged communication to others within the Port on a "strictly need to know" basis. This is to ensure that the Port Authority can maintain any claim for the legal professional privilege to which it may be entitled. This is particularly important for any disputes or litigation involving the Port Authority to minimize the risk of inadvertent waiver of legal professional privilege.
 3. Under no circumstances should any privileged communications from or to the Port Authority's legal counsel or in-house staff attorney be disclosed to anyone outside the Port Authority, without first obtaining approval from the General Manager.
- D. Legal Counsel's Invoices: All invoices shall be forwarded to the General Manager's Office for review and certification. Upon completion of the review, such invoices shall be transmitted to the Financial Affairs Controller for payment.