

ORDINANCE NO.: -2014
INTRODUCED BY: Roche

**AN ORDINANCE ENGAGING THE LAW FIRM OF WALTER |
HAVERFIELD LLP AS SPECIAL LEGAL COUNSEL FOR THE
CITY; AND DECLARING AN EMERGENCY.**

WHEREAS, since May 14, 2014, the City of Richmond Heights has been without a Director of Law, or any legal counsel, due to the termination of employment by the Mayor of the City's Director of Law; and

WHEREAS, it is of critical importance that the City, its officials, boards and commissions receive legal advice and other legal services on an uninterrupted, ongoing basis due to the multitude of legal issues that confront the City on a daily basis; and

WHEREAS, the law firm of Walter | Haverfield LLP has served as legal counsel to the City for special legal services since 1995; and

WHEREAS, several attorneys at Walter | Haverfield LLP are familiar with past and current legal issues confronting the City of Richmond Heights, including Attorney Sara J. Fagnilli;

NOW, THEREFORE, Be It Ordained by the Council of the City of Richmond Heights, State of Ohio, that:

Section 1: The Cleveland, Ohio law firm of Walter | Haverfield LLP is hereby engaged to provide legal counsel to the City of Richmond Heights under the following terms:

1. Special legal counsel shall perform the following legal services for a retainer amount of \$5,000.00 per month:
 - a. Review of legislation and drafting of the same as requested by City Councilmembers and the Mayor;
 - b. Legal advice to City Councilmembers, the Mayor, department and division heads, the Clerk of Council, and the City's boards, commissions, and Charter Review Committee, as requested;
 - c. Attendance at City meetings upon request of the Council, the Mayor, or the chairperson of any City board, commission or committee; and
 - d. Other services to the City, except as set forth below, which are customarily performed by legal counsel for municipal corporations under the laws of the State of Ohio.

2. In addition thereto, such special legal counsel shall perform the following additional legal services (“Additional Services”) upon the written request of Council, the Mayor, or a City board, commission or committee and shall be compensated for such additional services at the rate of \$150.00 per hour:
 - a. Litigation before municipal, state and federal courts, as well as administrative agencies of the county, state and federal governments;
 - b. Drafting of contracts and the review and/or negotiation of complex contracts and agreements;
 - c. Preparation and supervision of the proceedings for the construction and financing of all improvements of the City requiring assessments and/or the issuance of notes and bonds of the City;
 - d. Charter revisions;
 - e. Drafting of new codes or substantial revisions to existing codes contained in the Codified Ordinances of the City;
 - f. All real estate matters, including matters related to the environmental and development matters associated with the property at and near 26102 Chardon Road; and
 - g. Collective bargaining matters.

Section 2: Walter | Haverfield LLP shall obtain reimbursement for expenses related to the legal services being provided hereunder, such as: court filing fees, expert witness fees, court reporter fees, photocopies, mileage for provision of legal services at the current IRS mileage rate, and reasonable expenses for travel, meals and lodging for required appearances or representations out of the Cleveland area that would require an overnight stay.

Section 3: All payments for the legal services rendered by special legal counsel under the monthly retainer shall be payable to “Walter | Haverfield LLP” by the final day of the month in which the legal services are rendered and without an invoice being sent by the law firm. For the Additional Services provided for in this Resolution, Walter | Haverfield LLP will invoice the City on a monthly basis following the month in which the Additional Services are rendered and which shall be paid to “Walter | Haverfield LLP” within thirty (30) days of the date of the invoice. Walter | Haverfield LLP shall provide the City detailed time entries by one-tenth of an hour increments for its services for both the special legal services under the retainer and for the Additional Services, which time entries shall be protected from disclosure by the attorney-client privilege.

Section 4: Neither Sara J. Fagnilli nor any person performing legal services under this Ordinance shall be considered to be an employee of the City or to be covered by the Ohio Public Employee Retirement System or other employee benefits paid for by the City.

Section 5: Attorney Sara J. Fagnilli shall be lead special counsel for the City from Walter | Haverfield LLP and shall use other attorneys and paralegals/legal assistants at Walter | Haverfield LLP at her discretion.

Section 6: The services to be provided hereunder do not include representation of the City in criminal matters.

Section 7: The City Council may terminate the provision of legal services by Walter | Haverfield LLP under this Ordinance, for any reason or no reason, by motion or legislation without prior notice to Walter | Haverfield LLP and Walter | Haverfield LLP may terminate its provision of legal services to the City upon seven (7) days prior written notice to the Council President with a copy to the Mayor. Any compensation for the legal services under the monthly retainer amount where there is not a complete calendar month of being retained under this Ordinance shall be pro-rated for the days in that calendar month where Walter | Haverfield LLP has been under this retainer agreement.

Section 8: A duly authorized representative of Walter | Haverfield LLP shall sign where indicated below to evidence the law firm's acceptance and approval of the terms of this Ordinance.

Section 9: It is found and determined that all formal actions of this Council concerning and relating to the adoption of this Ordinance were adopted in an open meeting of this Council, and that all deliberations of this Council and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code.

Section 10: This Ordinance is declared to be an emergency measure necessary for the immediate preservation of the public peace, health, safety and welfare of the City in that the City must have ongoing legal advice, counsel, and services on a daily basis for the purpose of continued operation of the municipal government and the continuation of necessary City services. Wherefore, this Ordinance shall take effect and be in force effective immediately, after its passage by Council and signature of the Mayor.

PASSED: _____

Miesha Wilson Headen, Mayor

APPROVED: _____

ATTEST: _____

Betsy Traben
Clerk of Council

David H. Roche
President of Council

Accepted and Approved by
Walter | Haverfield LLP

By: _____

Name: _____

Title: _____

Date: _____