

TOWN OF READING



MASSACHUSETTS

BOARD OF SELECTMEN

TOWN HALL • 16 LOWELL STREET • READING, MA 01867-2683

, CHAIR
, VICE CHAIR
, SECRETARY

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ROBERT W. LELACHEUR, JR. CFA, TOWN MANAGER

TOWN OF READING REQUEST FOR PROPOSALS FOR TOWN COUNSEL SERVICES RFP 2014_16

I. Objective

The Town of Reading, Massachusetts, acting through its Board of Selectmen, seeks to appoint a highly qualified attorney or law firm as Town Counsel effective no later than July 1, 2014. The successful appointee should meet or exceed the qualifications stated herein and, in general, should be readily accessible to authorized public officials, exceptionally experienced in municipal law (as further described below), scrupulous in adhering to required standards of professional conduct and ethics, and committed to rendering sound legal advice with suitable objectivity and professional detachment.

II. Background

The Town of Reading is located 12 miles north of Boston and has a population of approximately 25,000 residents. The Town is predominantly residential with some vibrant commercial areas. The Town has a budget of approximately \$80 million for Fiscal Year 2014 and is rated AA+ by Standard and Poor's.

The Reading Home Rule Charter specifies Town government functions under a Board of Selectmen and a Town Manager; has a 192-member representative Town Meeting; has two other elected boards - the Board of Assessors and the Library Board of Trustees - and many Selectman-appointed boards. The Town's decision-making process is highly collaborative and consensus driven, and often includes the School Department and town-owned Reading Municipal Light Department. The Town is led by exceptionally qualified department heads and very dedicated staff, and also enjoys a strong grass-roots volunteer effort. Through these volunteers, the Town benefits from a wide range of knowledge and experience in many professional and technical fields. Volunteers are encouraged to learn more about the Town of Reading through its municipal website (www.Readingma.gov) and local publications.

The Town Manager has established informal procedures and protocol so that a limited number of staff and volunteers contact Town Counsel directly.

The current model for legal services has worked well in the Town. Town Counsel services have been augmented by Town's Labor Counsel (Morgan, Brown, & Joy LLP). Note that the Light department hires independent Counsel and the School department hires independent Labor Counsel, but shares Town Counsel services. The Town would like to replicate the model of a "generalist" as Town Counsel with the existing specialists to round out the legal advice rendered to the Town.

III. Town Counsel Services

The Town seeks expertise in the following matters:

- General Municipal Law;
- Municipal Finance;
- Town Bylaws and Regulations;
- Open Meeting, public record, executive session, and conflicts of interest law;
- Zoning and land use issues (please note that the Town is engaged in a significant overhaul of Zoning Bylaws, scheduled for November 2014 Town Meeting action);
- Real estate issues: acquisitions, sales, eminent domain, easements, leases, tax takings;
- Town Meeting: drafting and review of Warrant Articles and Motions, advice on issues before and at Town Meeting;
- Drafting and monitoring special legislation;
- Bidding, public construction, and municipal procurement issues;
- Affordable Housing;
- Subdivision control law;
- Community Preservation Act;
- Wetlands regulations;
- Oil and Hazardous Waste Contamination and other environmental issues;
- Elections law and procedures;
- Liquor Licensing; and
- Representation of the Town in all courts, including appellate level, and administrative agencies.

The Town expects Town Counsel attendance at the following:

- All sessions of Annual (late April to early May), Subsequent (mid-November) and Special Town Meetings. Town Meetings are usually held on Monday and Thursday evenings;
- Board of Selectmen meetings and other meetings on request.

IV. Minimum Qualifications

A. Bar Admissions

The appointee and all those who serve as back-up to the appointee (see below) must be a member in good standing of the Massachusetts Bar and of the Federal Bar for the District of Massachusetts. Town Counsel must have Professional Liability Insurance in the amount of at least \$2,000,000 and will need to produce a certificate of insurance upon appointment.

B. Experience

The appointee must represent or have represented as town counsel (or functional equivalent) a minimum of three Massachusetts municipalities for no less than five years each, or represented other Massachusetts municipalities in specific areas of municipal law, or possess equivalent experience. References for all municipalities currently represented or represented in the past ten years by the appointee must be furnished.

C. Accessibility and Accountability

The appointee must commit to be available for frequent contact either through in person meetings, via telephone or electronic means, and be able to respond to all communications from authorized officials either himself/herself or through a qualified back up within 24 hours of the call during normal business hours. The appointee must be accessible to town staff and board members. An internal controls process directs staff and board members on procedures to be followed when Town Counsel's services are needed. The appointee must also commit, as a general rule, to responding to requests for written opinions within one week unless the circumstances of the opinion warrant a shorter or longer time frame for a response. The appointee must commit to preparing a brief written summary each month of all open issues at no cost to the Town and to preparing a report for the Town's Annual Report.

D. Back-up

The appointee must have within his or her firm or through an established "of counsel" relationship at least one other qualified attorney available to render advice and otherwise represent the interests of the Town of Reading when the appointee is unavailable. In this context, "qualified attorney" shall mean another lawyer who substantially meets the minimum qualifications set forth herein for the appointee or who is supervised by another attorney in the firm that meets these qualifications.

E. Billing

The appointee must commit to providing a summary of legal services rendered and invoices for services ordered, rendered and accepted on a monthly basis. Each statement, if based on an hourly rate for services, must disclose, at a minimum, the date of the service, the identity of the lawyer or staff person performing the service, the subject matter reference for the service, a description of the service performed, the time it took to perform that function, and the hourly rate for the individual performing the function. Expense items must also be itemized.

V. Fees and Expenses

The Town is committed to containing legal costs and wishes to understand the basis on which the responding attorneys propose fees and expenses. The Board of Selectmen will consider alternatives to the traditional hourly rate fee arrangement with counsel and/or the current fixed fee arrangement for certain services, such as attendance at Board of Selectmen and Town Meetings. Responding attorneys are required to clearly outline the various types of financial arrangements being proposed. For example, if a fixed fee arrangement is being proposed, define exactly what is meant by this term and specify the legal services which are included in the fixed fee arrangement and those which are excluded. The hourly rate for legal services which are excluded from a fixed fee arrangement must be provided. If a minimum annual contract, define what would be included in such an arrangement. Responding attorneys should feel free to be creative in this regard so long as the proposal is understandable and reasonable.

Whether or not an alternative fee arrangement is proposed by the responding attorney, the attached fees and expenses response sheet must be filled out completely.

VI. Selection

In seeking Town Counsel, the Town of Reading is not bound by M.G.L. c.30B or by any other constraints apart from the sound judgment of its members. This process is being used to communicate the desired qualifications of Town Counsel and to solicit information in an orderly fashion for rough comparative purposes.

A five member Search Committee composed of two Selectmen, Town staff and others will recommend two or three finalists for consideration by the full five-member Board of Selectmen. Personal interviews will be part of the process for selecting the finalists. The finalists will interview with the Board of Selectmen during an open meeting. Ultimately, the Board of Selectmen will select the candidate deemed to be in the best interests of the Town, in its sole discretion. Consequently, the Board of Selectmen and Town of Reading reserve the right to waive any irregularities in the RFP process and to accept or reject any or all proposals. The appointment of Town Counsel

is generally made by the Board of Selectmen for each fiscal year. The Board intends to work with the new appointee on a transitional plan.

Below are the projected dates for this process. The Town reserves the right to modify this schedule as it determines convenient:

April 16, 2014	RFP issued
May 8, 2014	Proposals due by 3:00 pm
May 12-23, 2014	Search Committee screening/interviews
June 10, 2014	Board of Selectmen finalist interviews
June 24, 2014	Board of Selectmen's decision
July 1, 2014	Effective date of appointment

VII. Application

Qualified attorneys or law firms interested in responding to this RFP should fill out the attached forms completely and attach copies of all documents requested therein. Kindly return the same in a sealed envelope labeled "Town Counsel RFP" to Robert W. LeLacheur, Jr. CFA, Town Manager and a member of the Search Committee, who also will be available to respond to questions at:

Robert W. LeLacheur, Jr. CFA
Town of Reading
16 Lowell Street
Reading, MA 01867
781-942-9043
townmanager@ci.reading.ma.us

Please provide eight (8) hard copies of the RFP response and all associated documentation on 8 ½ by 11 paper, along with one digital copy in Adobe pdf format at the address above.

All responses to this RFP must be received at the above address no later than 3:00 pm on May 8, 2014.

ATTACHMENT A

**RESPONSE TO REQUEST FOR PROPOSALS FOR TOWN OF READING
TOWN COUNSEL**

Name:	
BBO#:	
Name of Firm:	
Street Address:	
City, State, Zip:	
Telephone:	
Fax Number:	
Email:	
Website:	

Please respond to each of the following, using separate pages as necessary:

1. Please identify by name (and BBO #, address and phone number if different than above) the proposed Town Counsel, and, if applicable, lead counsel as well as members of a team, and each proposed back-up counsel.
2. Please attach resumes or *curriculum vitae* for each attorney identified above.
3. Do each of the attorneys identified above meet the minimum bar admission requirements of the RFP? If other than "yes", please explain.
4. With respect to each attorney identified, please list each and every Massachusetts municipality represented by the attorney within the past ten years, the years of such representation, and the name, address and phone number of at least one contact person in each municipality with knowledge of the attorney's representation.
5. Please describe each identified attorney's experience in municipal law.
6. Please describe how you propose to satisfy the Accessibility and Accountability requirements of the RFP, specifically with regard to Reading's somewhat decentralized form of government, including volunteer Boards.
7. Please describe how you propose to satisfy the back-up requirements of the RFP.
8. If services are to be provided by a team of lawyers, describe how the team approach would work. For example, will specific attorneys be assigned to specific cases or subject matters? Will the specific attorney remain the contact throughout the case or matter?

9. How would you conduct or oversee litigation, including administrative proceedings, in which the Town and its boards are involved in their official capacity, to the extent such legal services are not provided by the Town's insurance carriers or outside counsel?
10. Are you available to review and approve as to form and content all contracts to which the Town is a party?
11. Do you provide regular updates on regulations, legislation and court decisions affecting municipalities and, if so, would this be a separate expense?
12. Do you provide training in legal obligations and compliance for elected, appointed and compensated town employees on issues such as conflict of interest, ethics, open meeting law and harassment, and, if so, would this be a separate expense?
13. Please describe your suggestions for the transition from current Town Counsel.
14. Please describe any complaints with the Board of Bar Overseers or suits against each identified attorney and how the complaints or suits have been resolved.
15. Please identify any past or current clients that may give rise to a conflict of interest as a result of representing the Town of Reading.
16. For each Town you and, if applicable, members of your firm have represented, please list those cases where municipal litigation has been undertaken (do not list special ed or appellate tax board cases).

By my signature, I certify that the information contained in this Response to Request for Proposals are complete and accurate, to the best of my knowledge and belief.

Signed: _____ Date: _____

ATTACHMENT B

RESPONSE TO REQUEST FOR PROPOSALS FOR TOWN OF READING TOWN COUNSEL - FINANCIAL INFORMATION

Fees and Expenses Response Sheet

(To be attached to and made a part of the overall Response to Request for Proposals)

1. Please list the name and hourly rate for proposed Town Counsel and for each attorney intended or likely to serve as back-up.
2. If you propose to bill for services provided by paralegals, clerical staff, or other non-attorney personnel, please list by title and by hourly rate each position for whom you may bill.
3. Please provide a complete listing of all charges for expenses you intend to impose as incurred (i.e., any and all copy charges, telephone charges, fax charges, mileage charges and the like, but excluding any fees for stenographers, court fees, service fees and the like).
4. In what hourly increments do you intend to bill?
5. Do you bill out attorney time out of the office on a portal-to-portal basis or some other basis? Please describe.
6. Please describe any proposed alternative fee arrangement.

ATTACHMENT C

**MUNICIPAL LAW EXPERIENCE CHECKLIST
(To be completed for each team member)**

Rate your experience in the following areas of municipal law using the scale below

- 1. No experience
- 2. Limited experience
- 3. Moderate experience
- 4. Advanced experience
- 5. Extensive experience

- _____ General Municipal Law
- _____ Municipal Finance
- _____ Town bylaws and regulations
- _____ Open Meeting, public record, executive session, and conflicts of interest law
- _____ Zoning G. L. c. 40A and land use
- _____ Real estate issues: acquisitions, sales, eminent domain, easements, leases, tax taking
- _____ Town Meeting: drafting and review of warrant articles and motions, advice on issues before and at Town Meeting
- _____ Drafting and monitoring special legislation
- _____ Public Bidding, Construction Law and Municipal Procurement Law
- _____ Chapter 40B Affordable Housing
- _____ Subdivision Control Law
- _____ Community Preservation Act G. L. c. 44B
- _____ Wetlands Regulation (State and Local)
- _____ Oil & Hazardous Waste Contamination G. L. c. 21E
- _____ Elections Law
- _____ Liquor Licensing
- _____ Municipal Labor Law
- _____ Chapter 32B

ATTACHMENT D

**STATEMENT OF LITIGATION EXPERIENCE
(To be completed for each team member)**

Rate your experience practicing with the following Courts, Boards and Commissions based on the scale listed below.

- 1. No experience
- 2. Limited experience
- 3. Moderate experience
- 4. Advanced experience
- 5. Extensive experience

- _____ Trials before State Courts (District, Superior, Land Courts)
- _____ Trials before Federal District Courts
- _____ Appeals before Massachusetts Appeals Court
- _____ Appeals before Massachusetts Supreme Judicial Court
- _____ Administrative Proceedings before Massachusetts Civil Service Commission
- _____ Arbitration Proceedings
- _____ Mediation Proceedings
- _____ Administrative Proceedings before Massachusetts Appellate Tax Board
- _____ Administrative Proceedings before Massachusetts Department of Environmental Protection
- _____ Administrative Proceedings before Massachusetts Commission Against Discrimination
- _____ Administrative Proceedings before the ABCC
- _____ Administrative Proceedings before the Housing Appeals Committee
- _____ Administrative Proceedings before Division of Administrative Law Appeals

ATTACHMENT E

TOWN OF READING BACKGROUND INFORMATION TOWN COUNSEL

Overview

Town Website: <http://www.readingma.gov/>

Annual Report: <http://www.readingma.gov/board-of-selectmen/pages/annual-report>

Volunteer Boards, Committees & Commissions: <http://www.readingma.gov/sites/readingma/files/file/file/bccs.pdf>

Legal

Home Rule Charter: http://www.readingma.gov/sites/readingma/files/file/file/2013-09-16_reading_home_rule_charter.pdf

General Bylaws: http://www.readingma.gov/sites/readingma/files/file/file/2013-12_general_bylaw_0.pdf

Zoning Bylaws: http://www.readingma.gov/sites/readingma/files/file/file/2013-12_zoning_bylaw.pdf

Current Recodification efforts

- Charter: http://www.readingma.gov/sites/readingma/files/file/file/2014-03-17_chater_review.pdf
- Zoning: <http://www.vhb.com/readingzoning/>