

RESOLUTION NO. 04-55

A RESOLUTION OF THE CITY COMMISSION OF THE CITY OF FORT LAUDERDALE, FLORIDA, TO OBTAIN LEGAL ADVICE AND REPRESENTATION FROM TIME-TO-TIME FROM OUTSIDE LAW FIRMS AND ALLOW FIRMS TO REPRESENT THE CITY SO LONG AS THERE ARE NO CONFLICTS OF INTEREST THAT WOULD RESULT IN MATERIALLY ADVERSE CONSEQUENCES TO THE CITY'S INTEREST.

WHEREAS, there is an occasional need for specialized legal expertise and because of heavy workloads experienced within the City Attorney's Office; and

WHEREAS, the City of Fort Lauderdale must obtain legal advice and representation from time-to-time from outside law firms; and

WHEREAS, many of the top-quality law firms represent clients before the City Commission and its various departments and divisions, as well as representing clients in proceedings against the City and in other matters where the interest of the other client or clients are adverse to the City's interest; and

WHEREAS, it is the policy of the City Commission to balance these competing needs and allow firms to represent the City so long as there are no conflicts of interest that would result in materially adverse consequences to the City's interest.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COMMISSION OF THE CITY OF FORT LAUDERDALE, FLORIDA, that the following procedures are adopted:

**SECTION 1. Waivers authorized after notice to the City Commission.** For law firms representing, or expected to be representing the City in its legal matters, the City Commission deems the following types of conflicts of interest to be, in most cases immaterial in their consequences to the City and, therefore, to be conflicts, upon request by the law firm, the City Attorney may waive, but only if (i) notice of the impending waiver is first given to all Commission members at least ten working days in advance of the waiver being granted and (ii) no member of the Commission objects:

- A. representation of other clients before the City Commission or any of its departments, divisions or other offices, whether in connection with regulatory approvals, contract negotiations, or other matters;
- B. representation of others clients before the City's advisory boards; and
- C. representation of other clients in certiorari appeals taken from the City Commission or any of its advisory boards;
- D. representation of other clients in eminent domain proceedings initiated by the City;
- E. representation of other clients in regulatory enforcement proceedings initiated by the City; and
- F. representation of other clients in other judicial or administrative proceedings initiated by the City, except as provided in Section 2, below.

In deciding whether to grant such waivers, the City Attorney shall endeavor to determine all the relevant facts and shall exercise good judgment. Nothing in this regulation prohibits the City Attorney from electing not to waive a conflict if he or she decides that the conflict will have or could have material adverse consequences for the City or otherwise that the City's best interests are, in his or her judgment, better served by not granting the waiver.

If, after giving notice of an impending waiver of a type of conflict of interest described above, a Commission member objects to the waiver, the City Attorney shall place the matter of the board's agenda, and the waiver shall be granted by the City Attorney only if approved by the board.

**SECTION 2.** **Waivers not authorized.** For law firms representing or expecting to be representing the City in its legal matters,

the City Commissioners deem the following types of conflicts of interest to be material in their consequences to the City and, therefore, to be conflicts which the City Attorney may not waive:

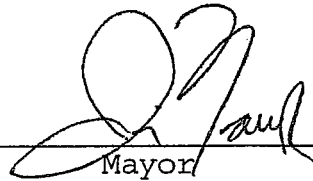
- A. representation of other clients in judicial proceedings initiated against the City of Fort Lauderdale or its officers, employees or advisory board members by or on behalf of other client (other than proceedings expressly listed in Section 1 above);
- B. representation of other clients in administrative proceedings to challenge a permit or other regulatory approval being sought by the City;
- C. representation of the City in a matter in which an adverse party is also a client of the firm;
- D. representation of a City officer or employee in a judicial or administrative proceeding in which the City is a party with interest adverse to the officer or employee, unless such representation has been requested by the City (e.g. in tort suits where the City is a co-defendant along with individual employee); and
- E. representation of other clients in any other matter not expressly described in Section 1 or this Section 2, where the City is involved in the matter and the interests of the client are adverse to the City's.

If a particular conflict involves matters identified in both this Section 2 and Section 1, the matter shall be deemed to be a conflict identified in this Section 2, unless expressly provided otherwise.

**SECTION 3.** **Waivers by the City Commission.** Any conflict identified in Sections 1 or 2 may be waived by the City Commission at its discretion.

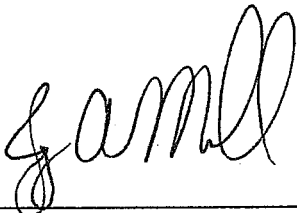
SECTION 4. **Applicability of Rules of Professional Conduct.** For the purposes of the Rules of Professional Conduct of the Florida Bar ("RPC"), a waiver of conflict of interest allowed by this resolution, if and when granted, shall constitute only a client consent as contemplated under RPC Rule 4-1.7(a)2, RPC Rule 4-1.7(b)2, and other similar RPC rules. Law firms providing services to the City shall comply fully with all other RPC rules, and this regulation shall not act to excuse compliance therewith.

ADOPTED this the 16th day of March, 2004.



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Mayor  
JIM NAUGLE

ATTEST:



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Assistant City Clerk  
JEFFREY MODARELLI

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