

City of Springdale  
Council Investigative Committee

May 24, 2018

Mr. Anderson called the committee to order on May 24, 2018

The governmental body and those in attendance recited the Pledge of Allegiance.

Mr. Anderson took roll call. Committee members Anderson and Sullivan-Wisecup were present.

Mr. Anderson: Alright, we'll start the meeting by opening the floor for nominations for the Chair position for the Committee.

Mrs. Sullivan-Wisecup made a motion to nominate Mr. Anderson as Chairperson and being a Co-Chair and Mrs. Sullivan-Wisecup being the other Co-Chair and Secretary.

Mr. Anderson: Why don't we do them one at a time.

Mrs. Sullivan-Wisecup: Okay.

Mr. Anderson: Just for order, so, first the floor is open for Chairman. So is there a nomination for Chairman?

Mrs. Sullivan-Wisecup: Yes, I just said. It needs to be Co-chaired, not just a Chairperson. It needs to be on the record as that.

Mr. Anderson made a motion to nominate Mrs. Meghan Sullivan-Wisecup as Co-Chair for the Committee; Mrs. Sullivan-Wisecup seconded.

Motion passed with two affirmative votes.

There were no minutes to be considered since this was the initial meeting of the Committee.

Old Business - None

New Business

Discussion and Working Session on Committee Scope

Mr. Anderson: There are several things that we need to accomplish tonight in order for this committee to get underway. We need to be able to confirm the scope of the work that we are doing and ensure that we have the resources set up in order to do that. I'll open it up now for first general discussion about the scope of the Committee and confirm that we're on the same page. I know in advance of this and what can be made debatable. There's several documents that we can work from in order to confirm the Committee's scope. Meghan, I don't know how you want to go through this. This section is really set up initially to be a working session to confirm the scope which then will document.

Mrs. Sullivan-Wisecup: Yes, we have two documents that we're working from and they'll both be submitted. I know that your document was submitted to Amanda. I could submit mine to Amanda. I didn't submit mine beforehand as well. We need to go over everything because your document has the Committee scope to include some of the same stuff that I have but written differently. Then there's extra stuff in both of them. I can go home and type one up to combine the two.

Mr. Anderson: Okay. Just as a first order of business, I think there was discussion in the last meeting that we need to make sure that we have legal counsel available for this Committee as we go through our session. I'd like to cover that formally first since we will be committing the City to an additional contract and Charter.

Mr. Anderson made a motion that outside legal counsel be obtained for the Committee in order to obtain legal services needed going forward in the process; Mrs. Sullivan-Wisecup seconded.

Motion passed with two affirmative votes.

City of Springdale

Council Investigative Committee

May 24, 2018

Mr. Anderson: So, the next order of business then for that would be to make sure that we have a Request for Proposal (RFP) that's available to obtain those legal services. Since it is part of a public contract, it would have to follow the normal process in order to do that. So, in order to facilitate that, I prepared, in advance of this meeting, a Request for Proposal for Legal Services which is a public document. I have extra copies if anyone in the audience wants to review with it as well and we can make that available.

Mrs. Sullivan-Wisecup: There will need to be some changes on it.

Mr. Anderson: Due note that this document is labelled as a "Draft1". It is not an approved document or contract that's being considered or has been sent out publically. It's a document the Committee will use tonight to review both the scope of work that the Committee will be doing and also to then turn that scope into a statement of work that can be acted on by the full Council. What I propose we do is we'll walk through this RFP proposal and draft. There are sections inside of it that cover the items that we have talked about reviewing for the Committee. This includes things like the scope of the Committee itself as well as the scope of services that the Committee will require from that outside legal group. Once we agree on what the RFP should include in our scope of work, it's my understanding that that will then go to legal review with the Administration and then be sent out to bid. There's a minimum ten day bid period for these contracts, so we'll follow that process and then after that, we will have to take those returned proposals, review them here in Committee, make a selection of legal counsel, and then take that recommendation to the full Council for approval. It's my understanding we will need an Ordinance from City Council in order to sign that contract since it does include funds. I mention that only, first for the record, that we recognize that as a committee, that we will need to get that to Council and there will not be significant action that Committee will do in terms of investigating its core mission until that legal counsel is obtained and we've had a chance to review with them to ensure that the questions we ask and the way that we maintain and conduct these meetings is appropriate and in accordance with the Ohio Revised Code.

Mrs. Sullivan-Wisecup: Correct.

Mr. Anderson: Any concern about that?

Mrs. Sullivan-Wisecup: Nope, that's what I emailed you about before.

Mr. Anderson: Great. Okay. So, with that, we'll walk through the RFP, section by section. Then, we'll take comments and questions first from Meghan myself first. There will be an opportunity at the end of the discussion that we conduct for members that are attending or audience members to give feedback as well on the scope. So, we will have a time if you looked at the agenda that is available on the chair at the entrance. There is an opportunity after we review the document ourselves that we will hear from you and you have an opportunity to share your feelings both on the Committee as a whole as well as any of the things that we discuss in terms of the scope. If you can hold those until the end, then there is an opportunity to do that. This is really, at this point, the "show" up here. So, starting on page one, we've got General Information in the RFP. This is specific to the RFP itself and not to the Committee as a whole. The purpose of the RFP is to request legal services to the Council Investigative Committee, which, I have the acronym throughout the document as CIC, so if there's concerns about that, I find that to be a lot easier than saying Council Investigative Committee, because I personally struggle with the word "investigative". We are opening the RFP up for legal services to any currently practiced law providers in the state of Ohio or firms that would meet the criteria that's listed. We do have the proposal listed currently in the document as "June 7<sup>th</sup>" which I think is two weeks from today. We might need to move that out by several days depending on what the review period is. The RFP will have to be reviewed by Administration and the current Law Office before it can be submitted for bid. Every day that that slides, we will slide the timeline that's proposed inside of here by those days. We're hoping to keep that to two weeks, because it's a short duration and there's urgency in getting this done that will keep that proposal limited to try and get those responses back as quickly as possible. Those people that wish to bid will respond back to the Administration with a sealed bid within the period of time. They will outline, based on the scope that is described later.

Mrs. Sullivan-Wisecup: Something needs to be changed. On here (the RFP) it says that they are to send it to you directly or to email it to you directly. So, does that need to go to Administration? Does that need to be changed on this?

City of Springdale

Council Investigative Committee

May 24, 2018

Mr. Anderson: So, it's my understanding that the legal counsel is being retained by the Committee itself. The contract, later in the document, it describes this contract as being with the City of Springdale which is appropriate. The legal counsel is for the Committee. Since we're the ones requesting and reviewing the RFP and will make the decision or the recommendation before Council, I had listed myself as the contact in case they had questions.

Mrs. Sullivan-Wisecup: Okay.

Mr. Anderson: I think we're probably in a better position to answer what it is we're looking for than someone in the Administration.

Mrs. Sullivan-Wisecup: I agree. Yes.

Mr. Anderson: Is that alright?

Mrs. Sullivan-Wisecup: That's fine. I just wanted clarification. I just wanted to understand.

Mr. Anderson: Okay.

Mrs. Sullivan-Wisecup: You're good.

Mr. Anderson: Moving to Section Two. This is on page two. This is the "Scope of Services". Again, the Scope of Services here as listed is specifically for the legal counsel. The scope for the Committee is outlined in a later section. We're asking for the attorneys to advise on legal issues related to CIC scope and meeting conduct. Specifically we've asked them to be here and making sure we're following the law and the Charter as we conduct these investigations. Letter B is to review drafts of CIC witness questions and responses. So, we're looking, since we'll be asking questions, both of Council members; former and present as well as potentially the public-at-large, we want to make sure we're asking questions that are appropriate and don't get us into additional trouble. We are asking for the group that will be helping us to draft any subpoenas that may be required. While Council members may come willingly, there's an opportunity requirement for us to subpoena these witnesses to testify. Those subpoenas may include things like compelling to come and speak to the Committee to testify to what they observed as well as creating or compelling them to provide documentation that may be required that helps with this investigation. They would draft that. I don't have any experience drafting subpoenas.

Mrs. Sullivan-Wisecup: I've never drafted a subpoena.

Mr. Anderson: We're also asking them to advise on responses to CIC subpoenas, court orders, and requests for information from third parties. It's certainly possible since we're issuing subpoenas from the counsel that the people receiving them might have outside counsel that they might want to speak to as whether they have to respond to them and how. We want to make sure the legal counsel is in a position to advise us on how to respond to any of the responses to the subpoenas. We want to make sure that's clear that the law office here, the Law Director's office will not be doing that. They may do it along with them, but it's this counsel's responsibility to advise us on that. The next one is to attend and support CIC members for scheduled regular and special CIC meetings. I want to make sure that as we have these meetings that we have that advice here. Especially when we get to the portion where we'll be asking questions and speaking with witnesses to make sure that we stay on track and stay consistent with the law. We are expecting them to be here in person and give us advice. It is important to note that we're not asking them to join or be a member of the Committee. They're simply advising the Committee. So, that's A-E. The next two F and G that are listed here are really things that might come out of work that we are doing since the current law office, the Law Director, have recused themselves from this. I want to make sure that this person or this firm is available to assist the law office to defend lawsuits, administrative claims, or other legal claims that come as a result of the CIC, the Committee itself. For example, if we were to issue a subpoena incorrectly, we want to make that they are going to stick around and support the work that they were doing. Now, at that point, it would be in coordination with the law office with the Springdale Law Director, not on their own. They would need to be available for that. The last item in the scope of services, conduct litigation as necessary. Again, that's an important item that they understand. I think that might be difficult for them to bid when we receive the responses, because the scope of that could be quite wide. We are asking them in the statement to set some parameters to what additional fees might be involved in the event that we're required to do some form of litigation out of this investigation.

City of Springdale

Council Investigative Committee

May 24, 2018

Mr. Anderson (continued): Obviously, the CIC is not, at least in the proposed scope, not going to institute any litigation itself. That would come through the counsel as a whole. They need to be available to help with that, especially since the law office, again, has recused themselves. It's possible that they might have to do that litigation if it's necessary on our behalf. In that section, we also described that we would like the firm to cover all areas A-G. Not just specific areas. We don't want one firm, if possible, to sit and help us with the meeting, and another one to be available for ongoing litigation or to do public-at-large. We're looking for one firm or one set of attorneys or a single attorney to help with all of that. We're going to pause there and ask if there's any questions. Because I know I like to lecture.

Mrs. Sullivan-Wisecup: We talked about this earlier. Pretty much all of this is stuff we've gone over before and it was also what was spelled out in the Ohio Revised Code. So, that's all kind of explanatory.

Mr. Anderson: Is there anything that we need to add that we're asking. Is there any other help that you think that we might need from the outside counsel that's not listed here?

Mrs. Sullivan-Wisecup: No. Like I said, just as you see in mine, it was just to submit the questions to the attorney prior to questioning subpoenaed individuals for legal guidance. To make sure that everything that we're asking is defensible, if need be. Things like that. It's all in here.

Mr. Anderson: Okay. Then we'll move on to Section 2. Is that right? There's two Section 2's. I'll make a change there. This should be Section 3. It looks like it did section two scope of services and then section two committee scope, so I'll correct that. The next section in here is committee scope. This is an important item that we need to make sure is required not just for the RFP but is my expectation is the discussion here would cover what we would return back as part of our update to Council as a whole. Our confirmed scope that we would be taking back to them at the same time. I envision that we will take the RFP along with the scope committed as one update because one feeds the other. So, the committee scope that's listed here. This is for the Committee as a whole, not just the attorneys. It's listed here so the attorneys understand what we're trying to do here. It says the CIC has a limited scope and expected deliverables. The Proposer shall be readily available to support the CIC in executing this committee scope. There are four items here. The first major item that we're charged with doing is investigate a claim of breach of executive session confidentiality related to the May 17, 2017 City of Springdale Council Executive Session. It's my understanding that's the only date that's in question. Is there another one that you're aware of?

Mrs. Sullivan-Wisecup: The only one that I'm aware of.

Mr. Anderson: Okay. Letter B is our scope will include interviewing each person present at the May 17, 2017 City of Springdale City Council Executive Session and compile an accounting of the meeting to be available in lieu of an original accounting as a public record. I wanted to make sure that was there. That was, an item that came out of the City Council meeting where this committee was first formed. I believe it was a request of Mr. Shroyer since we'll be going through a number of these, that it would be best to get a complete accounting, as much as possible in lieu of that public record. So, this is to be respectful of that part of the request. Not just to find the breach, but also as part of that to make sure that we create an accounting of it. Any question about that one?

Mrs. Sullivan-Wisecup: No.

Mr. Anderson: Sorry, I'm very formal about scopes. It comes from my business background.

Mrs. Sullivan-Wisecup: You're good.

Mr. Anderson: The next one is that we will prepare a summary of findings and recommendations to be delivered to the full City of Springdale City Council. Now, we don't outline here the form or format of that and that's intentional, at least from my side, until we get a better understanding of what the findings might be. I think it's difficult to decide what the best format is. I would anticipate it will be a written form. It will be some form of documentation that would include the appendix with the minutes, but I didn't know if you had anything else on what those findings and recommendations would be until we get into it.

City of Springdale

Council Investigative Committee

May 24, 2018

Mrs. Sullivan-Wisecup: Did you see mine was pretty broad as well. I said create document with recommendation based on factual findings. Again, I the same kind of thing that you did where I was like I don't know exactly what form it was going to take, but I knew it needed to be documented and it needs to be based on the factual findings from our investigation.

Mr. Anderson: Okay. Are you comfortable with the way that's written in terms of our deliverable?

Mrs. Sullivan-Wisecup: Yes.

Mr. Anderson: Okay.

Mrs. Sullivan-Wisecup: I think it says pretty much exactly what, you know what I mean?

Mr. Anderson: Okay. Then, the last item in the scope is really the outcome of that. Because this group is only forming a recommendation and a finding of fact, we will take back to the Committee as a whole, our findings. It's possible that out of that, the CIC might be requested to do additional investigation or because the law director would be recused to use the CIC law services to follow up on any of the outcomes that are possible from a committee like this. I list those out here in Section D and say support the actions and requests from the review of the findings from the full City of Springdale City Council as required, possibly including, but not limited to creation of censure documents, creation of ordinance/council resolutions, referral for continuing professional education, referral to update City Council rules, referral to the State Bar Association, or referral to the County Prosecutor. I listed several items there intentionally thinking through possible outcomes because, while I don't believe that, at least from my personal belief currently, that it will go to that point, we have to prepared for the fact that it might. The ordinance allows for all of those outcomes as I understand it. So, I want to make sure our law services and our scope covers that. That if the findings of fact lead us to recommend or follow through on any of those actions, it is within the scope of this committee to do that. Are you comfortable with that as well?

Mrs. Sullivan-Wisecup: Yes. Because, when I had read the Ohio Revised Code, this absolutely falls in that; yes.

Mr. Anderson: Again, these four scope items, we will take these back to City Council as a whole in the next meeting as part of our update. We'll describe all four of those and make sure that we're not off the reservation with what we believe our Charter is. That's based off of what I read from the minutes and then what I saw on ORC. Again, our key direction is the finding of fact for that specific meeting. That's the end of the scope section. Any other items of scope that you think need to be included?

Mrs. Sullivan-Wisecup: No, we show timeline on the next part and you covered individuals being subpoenaed. We're good.

Mr. Anderson: Okay. Alright, what's currently listed as section 3 is going to be renumbered to section 4. This is a tentative timeline. This is included for the RFP, but, I think it's also important for us to agree on what we think that is. These dates, I know I've gotten several questions leading up to this meeting as to how quickly we can get through this. Every time we've said or I've responded that it's going to take as long as it takes to be thorough. I've heard that from you (referring to Mrs. Sullivan-Wisecup) as well.

Mrs. Sullivan-Wisecup: You and I have had that conversation and that's something I'm very, very firm on.

Mr. Anderson: I think it is important to outline expectations at least for the Committee and then for the public-at-large if they're interested and certainly in this case for the RFP for legal counsel, they need to know how long we expect this to happen. To give them a scope.

Mrs. Sullivan-Wisecup: Absolutely.

Mr. Anderson: We have scheduled these meetings out through the end of the year. It's not my expectation that we will continue that. It's there to make sure that we have regularly scheduled time available. Let's walk through the timeline and see if we think it's reasonable for these other items. What I have here in there for committee timeline is we expect the CIC to have

City of Springdale

Council Investigative Committee

May 24, 2018

Mr. Anderson (continued): a limited expected lifespan. I want to make sure it's clear for the RFP that this is not an ongoing contract that will take several years or lead to a long term relationship with this firm specifically for this short term limited lifespan CIC. It's not a standing committee for the City of Springdale and will close at the completion of its charged work. The tentative timeline includes the Committee Formation Request which I had as May 2, 2018. The CIC first meeting is tonight and that's May 24<sup>th</sup> where we note that we established the scope, chair, and legal services RFP which is this document. The next item, which, I believe is going to shift; it's optimistic. I have the CIC legal services RFP released or being presented on May 25<sup>th</sup> which is tomorrow.

Mrs. Sullivan-Wisecup: But, it has to be approved and gone over.

Mr. Anderson: So we'll need to submit it out of this if there's no other changes, we can submit it and it'll take as long as it takes from that. What's important to note though, is there's a clock that has to go on these. That's going to directly relate to when we can get to the heart of the work that we're doing.

Mrs. Sullivan-Wisecup: Oh, I agree.

Mr. Anderson: Even if we were to turn this over tomorrow or the next day, a ten-day bid process would have responses due by June 7<sup>th</sup> which is, actually it's later than that. That's only a week from tomorrow or today, is that right? No, it's two weeks. So June 7<sup>th</sup> is two weeks from today. So, if it went out by Monday, these dates could be correct. If it doesn't go out by Monday, for bid, it would slide day-for-day. The challenge there is if we don't have it by June 7<sup>th</sup>, that's our next meeting, so, if we don't have the bids here by June 7<sup>th</sup>, we're not going to be able to have the discussion to make a recommendation. That's okay. We still have time inside of there. The next date on here is the contract and ordinance presented to City Council. The date listed here is June 20<sup>th</sup>. Which is the next meeting after June 7<sup>th</sup>.

Mrs. Sullivan-Wisecup: So you had June 7<sup>th</sup> as like the first reading. Like, if we were to go over or; I want to make sure I understand this. Are you saying that on June 7<sup>th</sup> we would present it and choose one? Then, on June 20<sup>th</sup>, we would have an ordinance with emergency clause or what are you proposing?

Mr. Anderson: So, the timeline I'm proposing is June 7<sup>th</sup> as our next meeting, which is my goal. If we could have the proposals back in time for our next meeting, it would give us more action that we can take. The next meeting after our next meeting for City Council as a whole is June 20<sup>th</sup>. So, the June 7<sup>th</sup> date is for us to agree on which firm we believe should be awarded the contract. That then gives us from that June 7<sup>th</sup> date until June 20<sup>th</sup> to draft the contract and come to terms with that preferred bidder. On June 20<sup>th</sup>, we would present to Council the preferred bidder along with a requested ordinance that would have the emergency clause to fund that contract; to sign and fund that contract so that we could then start work with them.

Mrs. Sullivan-Wisecup: That's what I thought. I just wanted to make sure that we were on the same page as far as that that was going to be a first reading on that day. That it was, in fact, going to be an emergency clause; "one and done" reading.

Mr. Anderson: That's the goal. Now, obviously that the Council can decide that they want to have a second reading on it and then it would then slide the work that we're doing. Which is certainly something that we can manage. We can't get to anything beyond administrative work in this committee until legal counsel is available and we're comfortable that we've reviewed the work done so far. So that gives us from June 7<sup>th</sup> to June 20<sup>th</sup> to get to that contract on the June 20<sup>th</sup> date. If we're not able to present it on June 20<sup>th</sup>, it would move to the July 11<sup>th</sup> meeting. Which means we would then start after that with the meat of the work that we're charged with. The next item on the timeline. It has from June 20<sup>th</sup> to July 31<sup>st</sup> as the investigative work. That's where we would use the standing CIC public meetings on the first and third Thursday of the month and we would also schedule additional special meetings as required. I wanted to make sure that we are comfortable with that expectation. We have these regular meetings which are fine if we can schedule around them, it's convenient for people to be here. If we're sliding into this June end of July date, I think we need to be prepared to have additional meetings with notice based on subpoena action that's happening. So, if we ask for a public-at-large to come in, we need to be accommodating of that time.

Mrs. Sullivan-Wisecup: Absolutely.

City of Springdale

Council Investigative Committee

May 24, 2018

Mr. Anderson: In the summer, people are around. This is important, but, we need to be flexible to get the information we need. I call out here in the RFP that there could be special meetings and that would be between June 20<sup>th</sup> and July 31<sup>st</sup>. The target then from that would be on August 1<sup>st</sup>, which is the first meeting in August to present our findings to the full City Council. Obviously to do that, we would have had to have all of the interviews done early in July so we could compile those results and get to those and agree on what the recommendations are. That's how the timeline would fall and then I scheduled, at least on here (referring to the RFP) for the RFP, August 1<sup>st</sup> to August 31<sup>st</sup> as overrun, follow-up, or scope if we need to close the scope of work. That's really to set the expectation that in the initial bid we want to make sure the legal services maintain their availability at least through the end of August as part of the work that we're going to ask them to contract. That then gives us the overrun time and then a chance, if there's findings out of the full City Council, to respond to those. That would be for the full scope of work listed above. Questions about the timelines? Does that seem reasonable? Let me stop for a second and see what you may have.

Mrs. Sullivan-Wisecup: Yes, on the subpoenas, I wasn't sure about the flexibility of a subpoena. Once we issue a subpoena, I'm not positive that there's a flexibility in the dates or if it's just "this is the date you need to appear, if not, you're in contempt of court". We'll deal with that when we get there. I love this timeline. Like you and I had discussed before, this is right around when I was hoping it would be finalized. I think that gives us plenty of time to interview everybody, to be honest. I do agree that, more than likely, have special meetings and I anticipated that and we have discussed that before. So, that puts us at the end of August for completion. Hopefully, the beginning of August or sooner, obviously, our goal is to complete it as quickly as possible while still being thorough. That's the heart of the timeline. The next section is proposal contents. The next sections we can run through here and get feedback after the meeting. The next section is listed as four and it will be updated to five. This is an opportunity for us to ask what kind of counsel that we want to have. It's our chance to ask for qualifications and price. What I have listed here is they have, as part of the proposal described there, scope of service and experience that relate to what we're asking for. We wanted to understand and we're asking specifically for somebody that has municipal city charter form of government experience with an emphasis on open meetings, public records, and executive session operations. So, we're looking for somebody, if possible, who has experience with that specific subset of municipal law.

Mrs. Sullivan-Wisecup: Correct.

Mr. Anderson: Then, if they have additional experience with other cities in Ohio, that would be helpful as well. Is there other legal experience that you think would be helpful to include beyond that?

Mrs. Sullivan-Wisecup: No.

Mr. Anderson: Section B; I asked them to describe their organizational size, structure, and relevant areas of practice. Specifically, around the practice that would respond to this. Some of these firms are multi. I'm not sure that's it's interesting to us if they have a large criminal defense or civil defense. It's only with the practice base in this area that we are interested in. That is my personal preference. If you have a different preference, that's fine. I do include a call out for small or minority run businesses and I do ask them to include a copy of their equal opportunity and affirmative action policy if it's available. I think both of those things are items we should consider when we're reviewing the counsel as well. As we are diverse, our attorneys should have that experience as well. Is there other qualifications about the that you think need to be included?

Mrs. Sullivan-Wisecup: No, it's standard. Fine.

Mr. Anderson: Section C is attorney qualifications. I am asking them to tell us specifically the attorneys that would be assigned. If their practice is large and well-experienced, but we're not getting those people, that's not interesting then. We want to know specifically the attorneys that would be assigned. Then obviously, the price. I do call out in section D the hourly rate as well as retainer and then expenses. I do call out that they should be expecting to advise CIC; specifically, you and I on routine matters over the telephone, over email, and the different methods that we could communicate with them. Although, obviously, the majority of our work will be done in session. Questions on that section for qualifications? Are we good there?

City of Springdale

Council Investigative Committee

May 24, 2018

Mrs. Sullivan-Wisecup: Yes.

Mr. Anderson: Section four, which is really section five the proposal evaluation.

Mrs. Sullivan-Wisecup: Wait, that was just section five. This is section six.

Mr. Anderson: I'll fix all the numbers. I'm asking them to submit a proposal. One original, and two copies to the City Administration office, no more than 12 pages; although I would certainly hope it would be less than that.

Mrs. Sullivan-Wisecup: That would be nice.

Mr. Anderson: I would expect it to be small considering the scope of work. The experience is difficult and specific. We're not looking for a full law firm review. We want specific help for a specific problem. So, we're asking for that proposal format and it's listed here (in the RFP) just to make sure they're consistent. Again, any questions on the proposal response? Are you good with the paper versions by them and I did specify "times new roman". That's just from the template that I used for S O W's. I find it easy to read.

Mrs. Sullivan-Wisecup: For the record, did you want font 12?

Mr. Anderson: I did say font 12, 1.5 line spacing.

Mrs. Sullivan-Wisecup: Times Roman 1 ½ line spacing and 1" margins?

Mr. Anderson: Yes. I did.

Mrs. Sullivan-Wisecup: Just to be specific.

Mr. Anderson: The next section is proposed timeline. This simply says that during the period of time until contract is awarded, we're asking these attorneys that are being considered not to reach out to other members. That, during the proposal time, if they submit a proposal, we don't want them pestering Derrick or the Mayor or other Council members about the proposal during that period of time.

Mrs. Sullivan-Wisecup: I would like my information added just so they can contact either one of us. So, if for some reason, that you are not available.

Mr. Anderson: So, I think we should talk about that for a second. So, from my experience, single point of contact helps because it keeps it consistent for who's expected to respond to items. I'm certainly fine putting you here or copying if you want. But, at least, from practice, having a single point of contact is always better for consistency.

Mrs. Sullivan-Wisecup: For transparency, make sure both of us have all the information at all times.

Mr. Anderson: So, should we ask them to send all correspondence to both?

Mrs. Sullivan-Wisecup: It can be sent to you, but I need to make sure that I receive everything and I know that we've had an issue, you and I had talked prior to this, that some emails weren't going through. If you could just, once you copy me, if you send this to me, just text me or something saying, "check your email". That way, if it does happen again where it goes to spam or something, I'll get it so we're all on the same page.

Mr. Anderson: Okay.

Mrs. Sullivan-Wisecup: Does that make sense?

Mr. Anderson: It can. I could also give you a weekly rollup of all the communication. There is a piece in here where questions . . .so the next section actually speaks to that; it's around questions. That any questions about the RFP need to be done, in writing, by email and received no later than two days before the close of the RFP. I also state that any requesting party can have a summary or a detail of all the questions and answers that were given during the RFP

City of Springdale

Council Investigative Committee

May 24, 2018

Mr. Anderson (continued): period. That's so that everyone is on the same page. I would expect you to get those as well. Do you want daily updates? Do you want to be copies on every email?

Mrs. Sullivan-Wisecup: Just copy me on email.

Mr. Anderson: On responses.

Mrs. Sullivan-Wisecup: Yes. Just so that we're both all in.

Mr. Anderson: And you're comfortable having them have one contact and my responses all being copied?

Mrs. Sullivan-Wisecup: Yes.

Mr. Anderson: Okay. That's great.

Mrs. Sullivan-Wisecup: I don't want to confuse anybody or delay anything.

Mr. Anderson: Okay. Then, in the General Information section, there is several detail points here A-L that just describe some terms of the RFP that are important in general RP's. This is the section where the Administration might have some additional things to add. This wasn't built off of one of their templates. The first one; contractors. On all of these you'll notice actually speak to the City of Springdale instead of the CIC. Because the contracts actually is with the City of Springdale. It's not with CIC, it's just assigned to us as the contacts. The first one says that we reserve the right to select the contract in a manner deemed to be in the best interests of the City of Springdale. That we get to make that determination. It's not based off of one specific item, price, or another area. We're asking that pricing be valid that they propose from 30 days from when they submit the proposal so that we have a chance to review it and write a contract before things would change. We reserve the right to cancel, modify, amend the RFP at any time if we feel it is in our best interest. That proposals, once submitted, are not permitted to be changed unless we request them to be changed. So, when they submit a sealed proposal, that is their proposal. Obviously, proposal is not the same thing as a contract. That comes later. The proposal itself would not be changed unless we permit it. They can present supporting evidence based off of their requirements or of our requests. Under Erroneous Awards, we reserve the right to correct, if we say that somebody won, but we really meant somebody else. That we're held harmless in that regard. We also claim ownership of all the proposals and they will not be returned. We do call out that, with limited exceptions, documents, and possession of City of Springdale are public records and subject to disclosure in under the public records act. So, I want to make sure that when they submit the proposal, it becomes part of the public record, even though it's sealed when it's submitted, that's for their protection during the bid process. It is still a public record that can be requested as part of the bid process unless that changes. We own the work product that comes out of the CIC if they write subpoenas, those subpoenas become our work property, not theirs. There's no oral arrangements or agreements. So, unless it's in writing, it doesn't count. We want to make sure that's clear. Second to last, this is not a contract. The RFP is not a contract. We award based on the proposals. It means that we will then move to a contract after we have an ordinance that supports it so that it can be paid. The RFP and the proposal itself is not a contract or an offer of a contract. The last item is on subcontractors. We have the right to review all subcontractors that the attorney might use, dependent on what they want to do. If they want to farm out research or something like that, that's fine. We just need to have prior notice and approve who that would become. It is important for us to know who is giving us our advice. That is the end of page eight which is all the document. Do you have any other, other than making sure the Administration reviews that, do you have any other comments or changes on that?

Mrs. Sullivan-Wisecup: No.

Mr. Anderson: Then to sum up, on the RFP itself, the changes I have that I will make before submitting it back to the Administration for review is to update the master numbering, the roman numbering specifically and then based off of how long the review process is, we'll update the timeline. So, we'll take those dates and we'll cascade them. Specifically when it's released, we'll update that based on what the RFP we think the review will take. I don't have any other changes noted. Did you have any others?

City of Springdale

Council Investigative Committee

May 24, 2018

Mrs. Sullivan-Wisecup: No. That was the only ones that I had seen because everything else was just for the record between us for communication. Everything else was numbering and dates.

Mr. Anderson: Do we want to make a motion and vote on the RFP submission then with the changes noted?

Mrs. Sullivan-Wisecup made a motion to adopt the RFP submission with the noted changes included; Mr. Anderson seconded.

Motion was approved with two affirmative votes.

Mr. Anderson: We will submit this with those changes to the Administration for review, which also confirms that we are requesting that support and that's the RFP we believe describes those services. In the event that there's substantive changes, we'll do that over email review and then review those at the next meeting if it is major changes. Anything else on committee scope or the RFP related to it?

Mrs. Sullivan-Wisecup: I think we covered everything.

Discussion and Working Session on Committee Deliverables

Mr. Anderson: Okay. Then the next item is on committee deliverables. I think we covered that quite a bit as part of that. We did discuss that we don't know the full format, but, we did commit that it will be a written document in lieu of minutes back that we will send those, I think the other request we had for committee deliverables is regular updates to Council. We already have an item on Committee Reports, so, if you're still comfortable with that, I'll make those updates.

Mrs. Sullivan-Wisecup: We're good.

Mr. Anderson: To the Council as a whole at those meetings. Are there any other deliverables you think this committee should be responsible for outside of what we discussed?

Mrs. Sullivan-Wisecup: Not at this time. I would reserve that if City Council, when we go to them with this, that is they find that they want something else from us, that we can add it at that time. I really couldn't think of anything they would want from us other than the monthly status and then the final report with recommendations based on the factual findings I don't think there's really anything else they could possibly want. So, we're good.

Mr. Anderson: Any other new business with the CIC? (none)

Communications - None

Communications from the Audience

Mrs. Matheny: I just had a few questions. On Item 6, why is there a three year contract?

Mr. Anderson: I'm sorry, where do you see that?

Mrs. Matheny: Item 6.

Mr. Anderson: What page number?

Mrs. Matheny: Page 2, second item; Item 6.

Mr. Anderson: I wouldn't either, could have been an artifact. Let's find it.

Mrs. Sullivan-Wisecup: Number 6, Notification of Award.

Mr. Anderson: Oh, I see it. "It is expected that the contract shall be a three-year contract. Thank you. That should not be there. That should be stricken. Thank you.

Mrs. Matheny: You're welcome.

City of Springdale

Council Investigative Committee

May 24, 2018

Mr. Anderson: I did find it. Thank you. You did mention that. I couldn't find it. Thanks for that. Anyone else?

Mr. Shroyer: Just a quick clarification. Dan Shroyer. Wondering if the RFP's will come back to you? Do you intend to unseal them?

Mr. Anderson: So, that's a good question. So we have them come in to the Administration office as a sealed envelope for process. It's my expectation that we will open them up after the time that was specified in the RFP. We will, as part of that presentation to Council, with our recommendation. So in that June 7<sup>th</sup> meeting we said that we were going to review the proposals. We'll review them here as part of that and then make our recommendation back to Council in that June 20<sup>th</sup> meeting. Just like we do for road or other contracts, you'll have an opportunity to see the bid summaries. The full bids are public record. You could certainly request them, but my expectation is that we would give chart just like we do our engineering bids and then with our recommendation for what we should do.

Mr. Shroyer: But normally with the sealed bid proposals contract there's a digital bid opening where all the vendors can be present (inaudible off mic comment)

Mr. Anderson: So, it's my expectation that that June 7<sup>th</sup> meeting, if that's what it is, that we could do that at that meeting. I think that's only if that's the recommendation from the Administration that if it's required to do it that way, we would use that June 7<sup>th</sup> meeting for that. The next meeting, after the bid closes, we would do it as part of that meeting. We wouldn't have any other business to attend to other than to review the proposals and then make our recommendations.

Mr. Shroyer: Thank you.

Mr. Anderson: That's me Meghan. Is that what you're thinking?

Mrs. Sullivan-Wisecup: That was my understanding when we were going through things. I thought that that was the way that it was. That was my expectation.

Mr. Anderson: That we'll actually open them at that next meeting.

Mrs. Sullivan-Wisecup: Yes.

Mr. Anderson: Okay. I'm fine with that.

Mrs. Harlow: (off mic) Are copies of the request for proposal available?

Mr. Anderson: Yes. It's certainly available from the Administration. I can get you a copy though, or you can take mine. It was submitted to the Administration and you can request it or anyone can request it from the Administration as a public record. You would just request the CIC Request for Proposal for Legal Services – draft one from the Administration. You can reference this meeting. The Administration has a copy that they can then provide to you. I have notes on mine though.

Mrs. Sullivan-Wisecup: I wrote notes on mine. It was just the changes that we were making.

Mr. Anderson: I don't have another copy here, but, if you request it. Sorry. There were five copies. Anyone else?

#### Meetings and Announcements

Mr. Anderson: As discussed, we have regular meetings for the CIC. This group will meet again on June 7<sup>th</sup> at 7:00 p.m. in these chambers. We are scheduled to meet on the first and third Thursday of the month at 7:00 p.m. going forward. In the event that there are special meetings, especially when testimony begins, as we talked about, those will be publicized through the City with the two weeks-notice that is required for any open meeting. Any other meetings or announcements?

City of Springdale

Council Investigative Committee

May 24, 2018

Mrs. Sullivan-Wisecup: No. This is the only meeting that we have.

Mr. Anderson: Yes.

Mr. Roberts: Will all of the meetings be open or will there be any closed meetings?

Mr. Anderson: So the question from the audience was will any of the meetings that we have, will all of them be open or will there be any closed meetings? I can tell you, based on our intention, all of the meetings for the CIC will be in the open, as required by ORC (Ohio Revised Code). I do caveat that that we have not been advised by legal counsel for CIC yet. It is certainly possible that there may be some requirements that we are unaware of where some of the testimony may be required to be in a closed session. I'm not aware of any of that personally, and it is our goal to have them all in the open. That is pending and subject to legal counsel that we have not had yet. Is that alright? Do you understand why I'm giving the caveat? I don't want to give you a flat answer yet, but we'll find out and confirm that.

Mr. Roberts: I know the residents. I've talked to quite a few residents. They don't like stuff that is negative (inaudible off mic). Nobody knows about it and we don't know anything about it. (More comment {inaudible off mic}).

Mr. Anderson: So, it certainly is my intention, I agree, that as much as possible, not just the CIC, but all of the operations from the government, our City government be done in the open whenever possible and I think we do that as much as we can. It is, I know my intention. Meghan, I know you feel the same way, so I'll speak for you there.

Mrs. Sullivan-Wisecup: We've had that conversation.

Mr. Anderson: It's important, especially for something like this where there's concern about confidentiality being broken that we do as much of that transparently and deliberately as possible.

Mrs. Sullivan-Wisecup: We're not trying to hide anything from anybody. Just to echo what Mr. Anderson said, if legal counsel tells us that we, for some reason, once we start issuing the subpoenas and we're doing questioning like that, if, for any reason, it needs to be closed, or semi-closed, then we'll do that. But, our intention has always been to have open meetings.

Mr. Anderson: Unless required.

Mrs. Sullivan: Unless required.

Adjournment

Mrs. Sullivan-Wisecup made a motion to adjourn; Mr. Anderson seconded.

Meeting adjourned at 7:50 p.m.

Respectfully submitted,

Jeff Anderson  
Chairperson,  
Council Investigative Committee