

Minutes of the NORTH ROYALTON BOARD OF EDUCATION SPECIAL MEETING
Held July 1, 2015
North Royalton Board of Education Administrative Conference Room

SUMMARY

- I. CALL TO ORDER
- II. PLEDGE OF ALLEGIANCE
- III. ROLL CALL
- IV. RESOLUTION 2015-216: FINALIZATION OF AGENDA
RESOLUTION 2015-217: MOTION TO REMOVE ITEM VI FROM AGENDA
- V. PUBLIC PARTICIPATION
- VI. APPROVE REQUEST FOR PROPOSAL (RFP) FOR LEGAL COUNSEL
- VII. ANNOUNCEMENTS
- VIII. RESOLUTION 2015-218: Motion to Adjourn

I. CALL TO ORDER. President Anne Reinkober called the Special Meeting of the North Royalton Board of Education to order at 7:50 AM, June 25, 2015, at the North Royalton Board of Education Administrative Conference Room.

II. PLEDGE OF ALLEGIANCE. President Anne Reinkober requested all present to join in the pledge of allegiance to the flag.

III. ROLL CALL. Present: President Anne Reinkober, Vice-President Jacquelyn Arendt, Dr. John Kelly and Barbara Zindroski. Dr. Susan Clark was not in attendance. Also present were Superintendent Gregory Gurka and Treasurer Biagio Sidoti.

IV. RESOLUTION 2015-216: FINALIZATION OF AGENDA. Resolve the Board of Education to approve the agenda as presented.

Moved by Arendt

Seconded by Zindroski

RESOLUTION 2015-217: Motion to remove Item VI, Approve Request for Proposal (RFP) for Legal Counsel, from the agenda.

Moved by Kelly

Seconded by Arendt

Voting Aye: Kelly, Arendt, Zindroski, Reinkober
Motion Carried

Voting on Finalization of the Agenda:

Voting Aye: Arendt, Zindroski, Kelly, Reinkober
Motion Carried

Discussion: The RFP for Legal Counsel will be put up for approval at the July 9, 2015 Board Meeting.

V. PUBLIC PARTICIPATION: The public is invited to speak to any of the agenda items and other school topics at this time. Comments should be limited to five minutes. No speakers addressed the Board.

VI. ANNOUNCEMENTS

N. R. Recreation Board Meeting	June 30, 2015	6:00 PM at NR City Hall
Regular Board Meeting/Work Session	July 09, 2015	6:30 PM at NRHS Com. Rm.
Regular Board Meeting	July 13, 2015	7:00 PM at NRHS Com. Rm.

Discussion: Mr. Gurka informed the Board that on July 27, 2015, at 7:00 PM, the Ohio Facilities Construction Committee will present their report to the Community Engagement Taskforce.

There is a press conference on July 2, 2015, in the North Royal High School Community Room at 4:30 PM, with the state treasurer's office to announce our involvement with Ohiocheckbook.com.

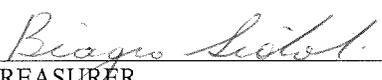
VII. RESOLUTION 2015-218: Motion to Adjourn
Motion to adjourn meeting at 7:55 AM.

Moved by Kelly

Seconded by Zindroski

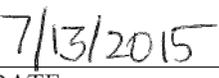
Voting Aye: Kelly, Zindroski, Arendt, Reinkober
Motion Carried

ATTEST:


TREASURER


BOARD PRESIDENT


DATE


DATE

**REQUEST FOR PROPOSAL OF
LEGAL SERVICES FOR
THE NORTH ROYALTON CITY SCHOOL DISTRICT BOARD OF
EDUCATION**

1. **INTENT**

The North Royalton City School District Board of Education (“Board”) invites qualified, licensed, full-service law firms and individual attorneys to submit a proposal to represent the Board in legal matters and litigation, excluding litigation handled by attorneys selected by the Board’s insurance carriers.

The Board will consider any proposal that serves the best interest of the North Royalton City Schools including, but not limited to, in-house counsel, an all-inclusive flat fee agreement, a subject area flat fee agreement (e.g., special education, labor and employment, etc.), a case type flat fee agreement (e.g., arbitrations, board of revisions, collective bargaining, etc.), and/or hourly rates.

The Board anticipates entering into an agreement with the selected firm(s)/attorney(s) starting on or about September 9, 2015.

2. **QUALIFICATION REQUIREMENTS**

Firms/attorneys who respond to this Request for Proposal (“RFP”) must meet the following minimum requirements:

- 2.1 Member in good standing of the Ohio Bar Association.
- 2.2 Significant experience working with or for Ohio school districts.
- 2.3 Ability to provide same day response.
- 2.4 Assignment of a lead attorney with appropriate experience.
- 2.5 Must have no substantive conflict of interest in representing the Board.
- 2.6 Commitment to the North Royalton City School District.

3. **SCOPE OF SERVICES**

3.1 **Background Information**

The Board provides a system of public education to approximately 4,550 students in grades K through 12. The North Royalton City School District is located in northeastern Ohio, approximately 18 miles south of the downtown area of the City of Cleveland, and includes a portion of the City Broadview Heights within its District boundaries.

The Board believes that its legal needs can be best served through the instant RFP process as the following represents the approximate legal expenditures since fiscal year (“FY”):

FY 2010 = \$87,295	(Edward Vittardi, Superintendent)
FY 2011 = \$108,674	(Edward Vittardi, Superintendent)
FY 2012 = \$84,758	(Edward Vittardi, Superintendent)
FY 2013 = \$90,734	(Gregory Gurka, Superintendent)
FY 2014 = \$91,545	(Gregory Gurka, Superintendent)
FY 2015 = \$24,399	(Gregory Gurka, Superintendent)

3.2 **Specific Tasks**

The successful firm(s)/attorney(s) will provide services including, but not limited to:

- 3.2.1 Bonds.
- 3.2.2 IRS matters.
- 3.2.3 Property tax valuation complaints.
- 3.2.4 Labor relations/human resources.
- 3.2.5 Special education/student services.
- 3.2.6 Construction.
- 3.2.7 General counsel.
- 3.2.8 Business contracts.
- 3.2.9 Tax Increment Financing Arrangements.

4. **TIMEFRAME**

The successful firm(s)/attorney(s) will be expected to commence the provision of services commencing on or about September 9, 2015 and the term of the resultant contract will be “at will” with the expectation that another RFP may be done in the future.

5. **PROJECT MANAGEMENT**

The contract shall be managed for the Board by the Treasurer.

6. **SCHEDULE OF PROPOSALS**

August 6, 2015:	First Reading of RFP
July 1, 2015:	Approve RFP
July 2, 2015:	Distribute RFP
July 24, 2015:	Response Deadline
August 12, 2015 –August 13, 2015:	Board Interview with Finalists in Open Meeting
August 18, 2015:	Approval of Firm(s)/Attorney(s)

All firms/attorneys who are furnished a copy of this RFP, but who decide not to offer a proposal to the Board, are asked to submit a negative reply. Specific comments and observations are encouraged.

6.1 **Submittal Letter**

Firms/attorneys shall submit six (6) copies, by U.S. Mail, of a cover letter, addressed to the Treasurer, signed by an authorized principal or agent of the firm/attorney, which provides an overview of the firm/attorney's offer, as well as the name, title and phone number of the person to whom the Board may direct questions concerning the proposal. The letter should also include a statement by the firm/attorney accepting all terms and conditions contained in this RFP, signed by an officer or other individual with authority to bind the firm/attorney.

6.2 **Experience and Commitment to the North Royalton City School District**

Firms/attorneys are to provide a summary of the firm/attorney's experience on similar types and sizes of engagements with emphasis on school boards in the State of Ohio, and detail on experience with education law. This summary must include your firm/attorney's experience in the areas of services described in Section 3, provide detailed resumes of persons proposed to work directly with the Board and indicate the level of responsibility of each person (excluding clerical staff). This summary should also demonstrate a commitment to the North Royalton City Schools (e.g., past performance, North Royalton professional staff residents, etc.). Resumes are to include educational qualifications and previous work assignments that relate to this RFP.

6.3 **References**

Firms/attorney's must have a minimum of five (5) years experience in the areas of law specified in the Scope of Services. A minimum of five (5) client references, which encompass the areas outlined in this RFP. The client references must include the name of the organization, address, telephone number, individual contact person, the dates services were performed and a description of the services provided. The Board will not be asking for disclosure of attorney-client privileged information but, rather, a general description of services rendered and satisfaction with the same.

6.4 **Budget/Fee Proposal**

Consistent with the type of proposal being submitted (see Section 1), all firms/attorneys are required to complete and submit the detailed itemized fee schedule and expected schedule of payment to perform all services. Note that the Board expects that all reimbursable charges will be charged at the firm/attorney's actual cost, without additional mark-up, and with prior approval of the Treasurer and/or Superintendent.

6.5 **Form of Contract**

The Board intends to negotiate and enter into a contract with the most responsible firm(s)/attorney(s) whose proposal is determined to be in the best interest of the North Royalton City Schools. The form of contract for any award made as a result of this proposal will be a Board purchase order, referencing this RFP, which shall be considered

as part of such a contract. The amount will be based on the fees shown in this proposal as modified, if necessary, during negotiations. If your firm/attorney will be requiring the Board to sign an additional or separate contract, a copy of the proposed contract must be included with the proposal. In the event of a discrepancy between the firm/attorney's proposed contract and this RFP, the terms of this RFP shall govern.

7. **EVALUATION AND AWARD**

The following criteria will be used in no particular order and without limitation, in evaluating proposals and determining the most responsive firm(s)/attorney(s):

- 7.1 Proposals in response to this RFP will be reviewed against the criteria listed below.
 - 7.1a The firm/attorney's technical understanding of the scope of services and proposed professional services as evidenced by the proposal submitted.
 - 7.1b The background and experience of the firm/attorney in providing similar services as well as specific background, education, qualifications and relevant experience of key personnel to be assigned to this contract.
 - 7.1c Office location (any Ohio law firm/attorney is encouraged to respond to this RFP).
 - 7.1d Proposed fees and costs, although the Board is not bound to select firm(s)/attorney(s) who proposes the lowest fees. The Board reserves the right to negotiate fees with the selected firm(s)/attorney(s).
 - 7.1e Information obtained from the firm/attorney's references or other clients.
 - 7.1f Commitment to the North Royalton City School District.
 - 7.1g Best interest of the North Royalton City Schools.

7.2 **Selection Procedures**

The Board intends to enter into a contract with the most responsible responsive firm(s)/attorney(s) whose proposal is determined to be in the best interest of the North Royalton City School District.

- 7.2a The Board reserves the right to reject any or all proposals or part thereof for any reason, to negotiate changes to proposal terms, to waive minor inconsistencies with the RFP, and to negotiate a contract with the successful legal firm.
- 7.2b The Board will initially review all proposals to determine responsiveness. Any proposal that does not address all requested requirements or is incomplete may not be considered.
- 7.2c The Board will evaluate all responsive and responsible proposals based on the criteria enumerated in Section 7. The Board may afford firm(s)/attorney(s) the opportunity to clarify proposals for the purpose of assuring a full understanding of their responsiveness to the RFP.
- 7.2d The Board may conduct an interview of the firm(s)/attorney(s) it judges to be the most qualified to perform the services required, based upon the criteria in this

RFP. Necessary interviews will be conducted between August 12 and August 13, 2015. The firm(s)/attorney(s) will be notified in advance of the proposed interview date. If conducted, interviews will be in open session. The firm(s)/attorney(s) are advised that the Board reserves the right to award this contract solely on the basis of the submitted proposals.

8. **GENERAL REQUIREMENTS AND CONDITIONS**

Firms/attorneys responding to this RFP will be expected to adhere to the following conditions and must make a positive statement to that effect in its proposal submitted:

- 8.1 The selected firm(s)/attorney(s) must have an office or facility in Ohio. The specific location of the facility must be identified in the proposal submitted.
- 8.2 Have personnel/resources reserve sufficient to assure service continuity, and agree to maintain adequate level of qualified personnel for the term of the Agreement.
- 8.3 Agree to maintain and preserve confidentiality in all matters relating to the resultant contract and services provided under it.
- 8.4 Agree that the Board and the firm/attorney may terminate the contract at any time. In the event of termination, the Board shall pay the firm/attorney for any services rendered prior to termination. However, if the selected firm(s)/attorney(s) has damaged the Board in any way, such payment may be withheld until the Board determines whether or by how much such payment should be reduced.
- 8.5 Agree to accept and follow management direction from the Board and specifically, the Board's designated personnel (e.g., Board President, Treasurer, Superintendent, Assistant Superintendent, Director of Personnel, Director of Pupil Services, Principals, etc.).
- 8.6 Agree to conform to all applicable laws and policies of the Board.
- 8.7 Agree that if the Board cannot in good faith negotiate a written contract within a reasonable time with the selected firm(s)/attorney(s), the Board may unilaterally cancel its selection of that firm(s)/attorney(s).
- 8.8 Agree that periodic payments to the firm(s)/attorney(s) will be made as agreed upon in the contract with the Board.
- 8.9 Agree that the contract between the Board and the firm(s)/attorney(s) shall be governed by and construed in accordance with the laws of the State of Ohio and the policies of the Board.
- 8.10 Agree that maintain adequate liability insurance.

9. **NON-DISCRIMINATION STATEMENT**

As a condition of doing business with the Board, the firm(s)/attorney(s) must comply with all applicable non-discrimination laws.

10. **TAXPAYER'S IDENTIFICATION NUMBER**

The selected respondent whether as individual, proprietor, partnership or a non-profit corporation or organization must fill out and submit the *Internal Revenue Service Form W-9*,

Payers Request for Taxpayer Identification Number.

11. **ALTERNATIVES AND EXCEPTIONS**

Only slight additions or changes would be expected to be negotiated with the successful firm(s)/attorney(s) in order to resolve any variances between the proposal and the final contract. A firm/attorney may submit alternate proposals or take exceptions to this RFP which deviate from the RFP; however, alternates and exceptions shall be clearly identified as such, and shall include a discussion of the purpose and benefits to such alternate/exception, and the Board is not bound to accept them if it determines that they are not in the best interest of the North Royalton City School District.

12. **ADDITIONAL INFORMATION AND REVISION TO PROPOSALS**

Information may be provided to potential respondents for the purpose of clarification to assure full understanding of, and responsiveness to, the solicitation requirements. Prospective respondents shall be afforded fair and equal treatment with respect to access to additional information and revision of proposals.