

CLEVELAND PUBLIC LIBRARY

Finance Committee

September 13, 2016

**RESOLUTION AUTHORIZING AMENDMENT TO AGREEMENT WITH THE
CHILCOTE LAW FIRM LLP FOR LEGAL SERVICES**

WHEREAS, On May 19, 2016, the Board of Trustees of the Cleveland Public Library authorized the Library Administration to enter into an agreement with the Chilcote Law Firm LLP in an amount not to exceed \$50,322.50, in order to negotiate a development agreement with University Circle City Center LLC (“UC3”) for the relocation and construction of a new Martin Luther King Jr. library branch as a part of UC3’s overall development project in University Circle; and

WHEREAS, This Board approved the Development Agreement on August 28, 2016. Due to the complexity of the development deal, protracted negotiations, meetings, numerous phone conferences, multiple revisions, and six redrafts of the Development Agreement which were all handled by the Chilcote Law Firm, the fees for the law firm’s services through September 1, 2016 exceeded the prior authority of this Board by approximately \$8,400.00. In addition, the Chief Legal Officer anticipates that the Library will need additional services from the law firm in the future to negotiate an escrow agreement demanded by the City of Cleveland, and possible changes to the Development Agreement once the agreement between the City of Cleveland and UC3 has been finalized; and

WHEREAS, The Chief Legal Officer estimates that the additional legal services plus the outstanding balance for services already rendered will cost an additional \$25,000, which the Chief Legal Officer views as reasonable, particularly in light of the discounts already provided to the Library by the Chilcote Law Firm in excess of \$18,000; now therefore be it

RESOLVED, That the Board of Library Trustees authorizes the Executive Director, CEO or the Chief Legal Counsel to enter into an amendment to the agreement with the Chilcote Law Firm to provide additional legal services in connection with the Martin Luther King Jr. branch relocation project in the amount of \$25,000.00, for a total contract amount not-to-exceed \$75,322.50, which expenditure shall be charged to the General Fund Account 11400053-53710 (Professional Services), and to execute such other instruments or documents as may be necessary or appropriate to effectuate the terms of this Resolution, subject to the approval of the Chief Legal Officer.