

April 12, 2023

WHEREAS, on August 26, 2020, pursuant to Council Resolution No. 20-1251, the City authorized the City Manager to execute (1) a contingency fee contract for disclosure counsel legal services with Norton Rose Fulbright US LLP (VC0000006239) and Kintop Smith, PLLC (VC22035), approved as to form by the City Attorney, for a term of five years (the "Contract"); and (2) a contingency fee contract for bond counsel legal services with McCall, Parkhurst & Horton, L.L.P. (193173) and Escamilla & Poneck, LLP (C221126) and a contingency fee contract for bond counsel legal services with Bracewell LLP (VS0000056820) and West & Associates, LLP (330805), approved as to form by the City Attorney, for a term of five years; and

WHEREAS, on October 7, 2022, Kintop Smith, PLLC submitted a formal Notice of Termination of the Contract to the City informing the City that, effective November 6, 2022, Kintop Smith, PLLC was discontinuing its status as a legal entity and would be unable to continue to represent the City as Co-Disclosure Counsel; and

WHEREAS, the City now desires to amend the Contract with Norton Rose Fulbright US LLP to replace Kintop Smith, PLLC with Hardwick Law Firm, LLC as Co-Disclosure Counsel; and

WHEREAS, Subchapter C of Chapter 2254 of the Texas Government Code ("Chapter 2254") provides that a political subdivision of the State of Texas, including the City, may enter into a contingent fee contract for legal services only after: (i) the governing body of the political subdivision has provided written notice to the public stating certain matters enumerated within Chapter 2254; (ii) the governing body of the political subdivision approved such contract in an open meeting called for the purposes of considering such contract; and (iii) the governing body of the political subdivision has stated in writing certain findings made by the governing body upon the approval of such contract; and

WHEREAS, the Texas Attorney General need not approve the contingency fee contract for legal services pursuant to the exception provided by Section 2254.102(e) of the Texas Government Code; and

WHEREAS, the City has caused notice of this resolution, this meeting, and certain provisions enumerated within Chapter 2254 to be provided to the public in accordance with the Texas Open Meetings Act and Chapter 2254; and

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WHEREAS, the meeting at which this resolution is being considered is an open meeting called, in part, for the purpose of considering: (i) the City's need for amending the Contract to obtain the co-disclosure counsel legal services of Hardwick Law Firm, LLC; (ii) terms of the amended Contract to replace the law firm previously providing co-disclosure counsel legal services; (iii) the competence, qualifications, and experience of Norton Rose Fulbright US LLP and Hardwick Law Firm, LLC; and (iv) the reasons that the amendment to the Contract is in the best interest of the City and is in compliance with Chapter 2254; and

WHEREAS, Hardwick Law Firm, LLC is a qualified local minority law firm and has agreed to contract with Norton Rose Fulbright US LLP and the City on a basis acceptable to the City; and

WHEREAS, the City Council hereby finds and determines that the adoption of this resolution is in the best interests of the residents of the City.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the recitals contained in the preamble hereof are hereby found to be true, and such recitals are hereby made a part of this resolution for all purposes and are adopted as a part of the judgment and findings of the City Council.

SECTION 2. That the City Council hereby finds that: (i) there is a substantial need for the disclosure counsel legal services; (ii) the City does not currently employ attorneys and supporting personnel qualified to provide disclosure counsel legal services; (ii) the disclosure counsel legal services cannot reasonably be obtained from attorneys in private practice under a contract providing only for the payment of hourly fees, without regard to the outcome of the matter, because of the nature of the matter for which the disclosure counsel legal services will be obtained and without imposing an unnecessary cost and burden on the City's finances; and (iv) the relationship between the City or the City Council and Norton Rose Fulbright US LLP and Hardwick Law Firm, LLC is not improper and would not appear improper to a reasonable person.

SECTION 3. That based on the findings by the City Council described above, the City Council hereby authorizes the City Manager to execute a Supplemental Agreement No. 1 to the Contract (VC0000006239) to replace Kintop Smith, PLLC with Hawick Law Firm, LLC to provide co-disclosure counsel legal services, such supplement approved as to form by the City Attorney.

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SECTION 4. That the Chief Financial Officer is hereby authorized to pay Norton Rose Fulbright US LLP and Hardwick Law Firm, LLC disclosure counsel fees in accordance with the rates in Attachment A to this resolution from bond proceeds, General Fund, Aviation Funds, Convention Center Funds, and/or Water Utilities Funds, contingent upon completion of each bond sale.

SECTION 5. That the supplement to the Contract is designated as Contract No. ATT-2020-00012505.

SECTION 6. That it is officially found, determined, and declared that the meeting at which this resolution is adopted was open to the public and public notice of the time, place, and subject matter of the public business to be considered at such meeting, including this resolution, was given, all as required by Chapter 551 as amended, Texas Government Code

SECTION 7. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.