

**ROSS VALLEY FIRE DEPARTMENT
STAFF REPORT**

For the meeting of May 8, 2024

To: Board of Directors

From: Dan Mahoney, Interim Fire Chief

Subject: Receive Staff Report and Consider Approval of Amended and Restated Agreement for Legal Services with Richards, Watson, and Gershon.

RECOMMENDATION

Receive Staff Report and Consider Approval of Amended and Restated Agreement for Legal Services with Richards, Watson, and Gershon.

BACKGROUND

Since 2006, the firm of Richards, Watson and Gershon (RWG) has been the General Counsel for the Ross Valley Fire Department (RVFD). Beginning in June 2023, attorney David Lim became the RVFD Board of Directors (Board) primary contact for RVFD staff, including Interim Fire Chief Mahoney.

At the April 2023 Board meeting, Staff presented RWG's request to update the current agreement with RVFD. The agreement had not been updated since 2006. In general, the Board approved moving forward with the recommended changes; however, asked if Staff would follow up with RWG regarding the “automatic annual increase tied to the consumer price index (CPI) for Marin County or the greater Bay Area in an amount not to exceed 5%”. Staff was directed to bring back to the May 2024 Board meeting a final copy of the agreement for Board consideration.

DISCUSSION

Staff has met with RWG to refine their proposed contract changes. Staff discussed the new contract proposal for an “automatic annual increase” (Cost-of-living adjustment) and asked if RWG was willing to negotiate this part of the contract. RWG stated this was standard practice in the business and was firm on this proposed change. However, they were willing to add additional language to the contract, allowing for “The Executive Officer or Fire Chief to request a meet and confer with RWG prior to July 1 of each year to discuss the Cost-of-Living adjustments”. RWG indicated that while they need to remain in line with the costs of doing business, inflation, etc.,

they are always willing to work with the Board to provide the most cost-effective, professional services available.

Updates to the proposed contract are as follows:

- Section 3
 - Appoint David G. Lim as General Council.
 - New language added as follows: “RWG and Ross Valley Fire may appoint a different RWG attorney as General Council at any time upon execution of a signed agreement in writing.”

- Section 4
 - (a) General Attorney Services: Rate increase to \$295
 - (b) Additional Legal Services: Rate increase to \$230-475 for Additional Legal Services such as services rendered on litigation, employment, and labor matters only. The rate sheet “Exhibit A” has been attached to the new agreement. (**After reviewing past billing, the Department has never utilized the “additional legal service” rate. General Council services have met the Department's past needs.*)
 - (c) Cost Of Living Adjustment: New language added as follows: Allows a Cost-of-Living Adjustment for General Attorney Services based on the U.S. Department of Labor in its All Urban Consumers Index for the San Francisco-Oakland-San Jose area, which shall be no more than 5% per year. The Executive Officer or Fire Chief to request a meet and confer with RWG prior to July 1 of each year to discuss the Cost-of-Living adjustments.”
 - (d) Miscellaneous: New language added as follows: “RWG recognizes that Ross Valley is operating under budgetary constraints and agrees to make reasonable efforts to contain legal costs, including practicing preventative law to avoid litigation”.

- Section 9
 - New language as follows: “Upon approval of this Agreement by the Ross Valley Board of Directors, the Executive Officer or Fire Chief shall have authority to execute all requirements of this Agreement including amendments to this Agreement.

Staff recommends that the Board discuss and consider whether to accept the amended agreement proposed by RWG and direct staff to restate the agreement between RVFD and RWG.

FISCAL IMPACT

Increasing the legal services rate to \$295/hour from \$190/hour represents a 55% increase in legal services. Given that the rate has not increased since 2006, staff believes this request is fair and equitable. Staff has included this rate increase in the Fiscal Year 2024-25 Draft RVFD Budget; however, adjustments can be made based on the Board's final decision.

ATTACHMENTS

Amended and Restated Agreement For Legal Services with Richards, Watson, and Gershon

– **Attachment #1**