

CITY OF ATLANTA
DEPARTMENT OF LAW
GUIDELINES FOR OUTSIDE COUNSEL

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City of Atlanta Department of Law

Vision Statement

We will be viewed as a "best in class" municipal law department – an exemplary benchmark. We will have the trust of our clients and be known within the legal community as legal professionals who provide excellent legal advice and perform excellent legal work that is timely, thorough and continuously improving. We will be considered an employer of choice for anyone seeking to perform legal work in the public sector. Our staff will be appropriately compensated, provided with professional development opportunities, and have access to solid technology that creates efficiency and effectiveness in the practice of law. We will have a staff that is proud to be part of this organization and who always seeks to enhance the quality of our work and of our professional reputation.

Mission Statement

We are a team of legal professionals committed to providing excellent legal services to the City of Atlanta.

This work will be accomplished through

1. an environment that is supportive and empowering;
2. a team that is proactive and integrated into the day-to-day activities of the City;
3. a staff that consistently provides top quality customer service and exhibits the highest degree of professionalism and ethical behavior; and
4. a department with an exemplary reputation that is supported by all of the staff.

Introduction

The City of Atlanta Law Department Guidelines for Outside Counsel ("Guidelines") are designed to provide law firms engaged by the City Attorney on behalf of City, its departments, agencies, commissions, and employees (herein, collectively referred to as the "City") with the requirements for such legal representation. These Guidelines are mandatory for all law firms engaged by the City of Atlanta Law Department (the "Law Department" or "Department"). All law firms representing the City are required to adhere to these guidelines, and each such law firm shall ensure that all attorneys and support staff working on City matters are familiar with the requirements set forth herein.

As stated in the Vision and Mission statements on the preceding page, the Law Department is committed to providing top quality legal services to the City. The Department recognizes that its vision will not become reality or it mission accomplished without the involvement and expertise of outside counsel on particular matters. These guidelines are designed to ensure that the relationship between the Department and the outside firms is well managed and that all interested parties understand the relationship. These Guidelines also serve to articulate the specific requirements of the relationship.

These Guidelines set forth the basis for the retention of outside law firms by the City of Atlanta Department of Law. When representing the City, you are expected to adhere to the requirements. The Guidelines will be modified from time to time. Changes to the Guidelines will be communicated to the law firms representing the City at the time of the changes. It is the responsibility of each law firm to ensure it is operating under the most current version of the Guidelines.[1]

[1] The Department intends to post the Guidelines on the City website. After that occurs, law firms representing the City may obtain a copy of the most current Guidelines from the website. Prior to such posting, please refer all inquiries regarding the Guidelines to the Department of Law Business Manager, Laurette Cadres at (404) 330-6400 or lcadres@atlantaga.gov.

General Guidelines Applicable to All City of Atlanta Matters

The information contained in this section of the Guidelines pertains to all matters in which law firms are engaged on behalf of the City. Each law firm is responsible to ensure that all attorneys and support staff working on matters for the City are familiar with these Guidelines.

City Attorney Authority

The City Charter, 3-303, and the City Code of Ordinances, § 2-396 *et seq*., provide that only the City Attorney has authority to engage outside counsel on behalf of the City. § 2- 404 limits the City Attorney's authority with regard to fees to $50,000. For those matters in which it is anticipated that fees will exceed $50,000, the City Attorney must obtain approval of City Council prior to expending funds in excess of the $50,000 limit. For these reasons, it is essential that outside law firms do not perform work on behalf of the City unless the firm has been engaged by the City Attorney, pursuant to an arrangement consistent with these Guidelines and unless the representation has been memorialized in an engagement letter substantially in the form attached as Attachment A.

Budgets

Each law firm that is engaged on a legal matter for which it will be compensated in any manner other than a flat fee for the representation must submit to the City Attorney a good-faith estimate of the cost of the work. While it is likely in many engagements that the cost of the matter will be difficult to estimate at the early stages of the representation, the law firm should make a serious effort to estimate fees for the entire matter, or if that is not possible, for a defined portion of the matter as is deemed appropriate. The estimate will be used by the City Attorney to determine what level of authority to seek from the City Council at the beginning of the relationship. Each law firm that is engaged by the City will be expected to continuously monitor the extent of fees generated and to inform the City Attorney as soon as possible if the fees are expected to exceed the authority obtained from the City Council.

At times, it may be appropriate to estimate the fees according to various aspects of the work and plan to submit to City Council supplemental requests for funding. It is expected that, if this method is used, the law firm (through the Principal Client Contact) will work closely with the City Attorney to anticipate when a particular phase of the work is drawing to a close and additional authority is needed. For litigation matters, please see additional information on budgets included in the section on litigation guidelines.

City Client Service Team

Each law firm providing service to the City is required to designate a Client Service Team to coordinate with the Law Department in the representation. The team shall include the following:

1. ***Principal Client Contact***

   The law firm shall designate a Principal Client Contact, who shall be responsible to manage the relationship between the law firm and the City Attorney. The Principal Client Contact is responsible to designate the Client Service Team for the particular matter, to oversee the billing (including arranging for any alternative billing arrangements), to ensure adherence to these Guidelines and top quality service, and to interact regularly with the City Attorney and the designated staff within the Law Department and to address with the City Attorney any potential conflicts of interest. The Principal Client Contact will be required, from time to time, to engage in a review of the relationship between the law firm and the City and to assess the quality and costs of the service with the City Attorney.

2. ***Client Service Teams***

   At the time a matter is assigned to the law firm, the Department will expect the law firm to designate a work team appropriate to the particular matter. The experience of the team members and the number of attorneys and support staff assigned to each matter will be determined by the law firm in consultation with the Responsible Law Department Attorney (defined below) and will be designed to properly staff the matter in a manner that is appropriate, while being cost-effective. Changes to the Client Service Team should not be made unless first reviewed by the law firm with the Responsible Law Department Attorney.

City of Atlanta Contacts

It is essential that, when providing legal services to the City of Atlanta, the City Attorney and the law firms work closely at all times. It is not acceptable for a law firm, after being assigned a particular matter, to work only with business contacts in the City and not communicate regularly with the Law Department. It is also not acceptable for any law firm to accept work from anyone in the City of Atlanta other than the Law Department. Therefore, it is necessary that good communication be established among the law firm, the Law Department and the appropriate City Business Representative (discussed below).

1. ***Responsible Law Department Attorney***

   When a law firm is engaged to represent the City, the City Attorney will designate a "Responsible Law Department Attorney" to serve as the principal contact person in the Law Department for the particular matter(s) for which the firm has been engaged. The role of the Responsible Law Department Attorney is to closely manage the relationship with the firm and ensure that the representation by the firm is consistent with the strategic goals of the City and the objectives of the Law Department. Strategic and tactical decisions about the case may not be made by the law firm without the input and approval of the Responsible Law Department Attorney. Although the law firm attorneys may need to work closely with the City Business Contact in representing the City, the firm must provide continuous updates and information to the Responsible Law Department Attorney.

   The method used to provide this communication will likely vary according to the nature of the matter. For example, engagement of a firm to do multiple condemnations will require a different type of communication than one involving a single litigation matter. The Responsible Law Department Attorney will inform the law firm of the type of communication that is expected for the particular matter, and the law firm shall adhere to those requirements.

2. ***City Business Representative***

   Frequently, it will be necessary for the Law Department to arrange for the law firm to work directly with City representatives outside of the Law Department. If this type of activity is appropriate, the Responsible Law Department Attorney will inform the law firm of the business contacts with whom the attorneys should work. The Responsible Law Department Attorney will designate (in conjunction with the department being represented) a City Business Representative, who will serve as the principal business contact for the particular matter. The Responsible Law Department Attorney will inform the Principal Client Contact of the names of Business Representative(s) that the firm should contact and/or work with. In addition, the Responsible Law Department Attorney will inform the Principal Client Contact of how the firm should communicate with the Business Contact and when the Law Department Attorney should be included in those contacts. If in doubt, the law firm should always err on the side of communicating with the Law Department.

Matter Assignment

Legal work for the City of Atlanta will only be assigned by the Law Department. Law firms performing work for the City should not accept any work outside the scope of the representation previously designated by the Law Department without specific written approval from the City Attorney. Any requests by business contacts to perform legal work should be immediately referred to the Law Department via the Responsible Law Department Attorney. Any questions regarding whether a particular matter is within the designated representation for which the firm has been retained should be directed to the Responsible Law Department Attorney or the City Attorney.

Procurement of Legal Services by the Law Department

It is the goal of the Law Department to procure legal services that are tailored to the particular legal need that has been identified. The selection of outside counsel will be made according to criteria that are consistent with the overall goals of the City in providing top quality legal work and opportunities for diverse law firms and attorneys to participate in the City's legal representation.

At times, legal services will be procured through a request for proposals ("RFP") process. This process will be undertaken when, in the discretion of the City Attorney, an RFP process is consistent with providing for the legal needs of the City. This type of process will typically be used when procuring legal services that are not urgently needed and will be of a longer duration. If the RFP process is used, law firms will be expected to include in their proposals an opportunity for minority and women owned firms to participate in the representation consistent with the City's procurement practices.

Promotion of Diversity

It is the policy of the Law Department to obtain legal services in a manner that is consistent with the City of Atlanta's equal business opportunity policies. All requests for proposals sought by the City Attorney for the provision of legal services will include a statement from the proponents on meaningful diversity practices and initiatives. Selection of outside counsel will be based, with regard to diversity, on the establishment of co-counsel relationships between minority or female and majority-owned firms, the presence of female and minority partners in majority owned firms, mentor-protégé relationships, and meaningful opportunities for medium, small and sole practitioners to participate in work on behalf of the City.

Correspondence and Documents

All correspondence, pleadings and other documents created or transmitted by the law firm in connection with the representation of the City on a particular matter should be copied to the Responsible Law Department Attorney, unless instructed otherwise. All correspondence should clearly identify the matter on which the law firm is working.

Media Inquiries

Law firms retained by the City Law Department must refrain from responding to media inquiries about the legal work of the City. All requests from the media for comment should immediately be referred to the City Attorney and/or the Responsible Law Department Attorney.

If the City Attorney and the Responsible Law Department Attorney are not available, the law firm should contact the Mayor's Communication office at (404) 330-6395.

Conflicts of Interest

All law firms representing the City must be free of conflicts of interests. Any potential conflicts should be discussed with the City Attorney, whether they arise when the law firm is first engaged or arise after the relationship has been established. Conflicts will be discussed by the City Attorney and the Principal Client Contact and will be resolved in a manner that is consistent with the Georgia Rules of Professional Conduct.

Pursuant to O.C.G.A. § 45-9-20, et seq., the City of Atlanta has adopted a policy establishing the terms and conditions under which the City may provide for the defense of any officer or employee involved in civil litigation arising out of the performance of the official duties of the officer or employee and under which the city may pay part or all of any civil judgment rendered against any officer or employee or of any monetary settlement of pending litigation against any such officer or employee when any such claim or civil judgment arises out of the performance of official duties or is in any way reasonably related thereto and in accordance with this section. (City Code § 2-783, *et seq.*)

There are occasions in which a conflict of interests will prevent the City Attorney from representing the officer or the employee pursuant to the above-referenced policy. When such a conflict arises, a need to retain outside counsel arises. The City of Atlanta Code states, when any such conflict of interest exists and a determination has been made as to which the officers or employees shall be represented by the City Attorney, the City in its discretion may authorize those officers or employees not represented by the City Attorney to employ counsel at the expense of the City. City Code § 2-783(g). However, the selection and compensation of such other counsel is subject to the prior approval by the City Attorney. (City Code §§ 2-396 and 2-407).

Training Programs

At times, law firms may be asked by City Business Representatives to provide training to city employees regarding particular issues of interest. While the Law Department does not prohibit such training, no training should be undertaken without the prior approval of the City Attorney. Any training materials to be used by the law firm must be reviewed first by the Responsible Law Department Attorney working with the law firm on the related matter.

Professional Liability Insurance

The City requires the law firms that represent it to carry professional liability insurance with coverage of not less than $1,000,000 per claim and annual aggregate. The policy shall include at least a three (3) year Extended Reporting Provision. The Department may request a certificate of insurance to substantiate such coverage.

Retention of Records by Law Firms/Open Records Requests

The law firm should keep records of matters it handles for the City consistent with the Georgia Rules of Professional Conduct and the firm's internal record retention practices. Law firm should consider that some records it has in it possession, if not covered by attorney/client privilege, work product protection or any other privilege, could be subject to an Open Records

request pursuant to Georgia law. O.C.G.A. § 50-18-70, *et seq.* If a law firm receives an Open Records request relating to a City matter, the City Attorney should be contacted immediately.[2]

[2] The Open Records Act, O.C.G.A. § 50-18-70 (f), requires a response within three business days.

Guidelines Regarding Litigation

In addition to the general guidelines, the following guidelines apply when a law firm is engaged by the Law Department to represent the City in litigation matters. These rules are supplemental and in addition to the response dates and conferences required by the Georgia Civil Practice Act and the Federal Rules of Civil Procedure.

Early Case Assessment

The Law Department believes that early evaluation of litigation brought against the City is an important aspect of providing cost-effective legal services. When a litigation matter is assigned to a law firm, the law firm should plan, within the first 60 days after the matter is assigned, to hold a conference (the "Early Case Assessment Conference) with the Responsible Law Department Attorney regarding how to handle the case. This early case assessment should include at least the following:

1. Fact evaluation: The law firm should develop the facts of the particular matter as fully as practicable during the first 60 days after the matter is assigned. This factual investigation should include review of the available documents and interviews (in person, if possible) with the key witnesses.
2. Legal authority: The law firm should, during the early case assessment, prepare a summary of the principal legal authority relative to the matter and review this material with the Responsible Law Department Attorney.
3. Summary: As part of the Early Case Assessment Conference, the law firm should prepare a written summary of the facts and law to be provided to the Responsible Law Department Attorney prior to the Conference.

Litigation Budget

At the time a law firm is engaged to represent the City in litigation, the law firm is required to prepare a litigation budget, which should include the law firm's best estimate of the cost of litigating the matter, considering the need for expert witnesses, fact witness discovery and potential trial exhibits. The budget should be submitted to the Responsible Law Department Attorney within 60 days after the matter is assigned to the firm. The budget should be submitted using the form at Attachment B.

Retention of Experts

Approval by the Responsible Law Department Attorney is required prior to any engagement of an expert by the law firm. The expert is required to submit a budget for his/her services, and approval of the budget must be obtained from the Responsible Law Department Attorney prior to the authorization for any services. As litigation proceeds, the law firm is required to ensure that the budget is kept current. Before any written reports or summaries are elicited from an expert, the Responsible Law Department Attorney must be contacted to discuss the effect of any such report on the case strategy.

Extensions of Time

Because extensions of time to respond to pleadings or provide discovery responses can increase the cost of litigating a matter or delay its resolution, such extensions should not be routinely sought. Prior to any such request, the law firm must discuss the request with the Responsible Law Department Attorney.

Vendors

Use by the law firm of vendors, such a court reporters, document management companies, or investigators, should be coordinated by the law firm with the Responsible Law Department Attorney. The City of Atlanta Law Department encourages law firms to seek opportunities to include minority, women and locally-owned business among its vendors, and to include such businesses among those who do work on City matters.

Alternative Dispute Resolution

The Law Department recognizes that certain matters should be considered for alternative dispute resolution ("ADR"). Any law firm engaged to represent the City in a litigation matter should, throughout that representation, seek to identify times when the use of ADR might an appropriate and cost effective option to resolve the matter. As these opportunities arise, the outside attorney should discuss the possibility with the Responsible Law Department Attorney, who in conjunction with the law firm, make a determination as to whether the City will engage in ADR.

Settlement Authorization

No case or claim in the City of Atlanta in excess of $500 may be settled, even by the City Attorney, without the authorization of the Atlanta City Council. The Principal Client Contact should familiarize him/herself with *Karen Black v. City of Atlanta,* ____Ga. _____. Any law firm representing the City should not make any offers of settlement without prior authorization from the Responsible Law Department Attorney. All approved offers of settlement should include information about the necessity of gaining authority to settle from the governing authority of the City. The Court and opposing counsel should be informed that any settlement offer communicated is contingent on such approval.

Approval Required

Pleadings and discovery responses must be approved by the Responsible Law Department Attorney prior to their submittal to the court or opposing counsel. Drafts must be sent to the Responsible Law Department Attorney in sufficient time to ensure review prior to the due date. It is recommended that the drafts be presented with at least one week for review within the Law Department.

Questions Regarding Litigation

Any questions regarding the guidelines for handling litigation matters should be directed to Deputy City Attorney, Jerry De Loach at (404) 330-6495 or jdeloach@atlantaga.gov.

Legal Fees and Billing Requirements

Alternative Billing Arrangements

The Law Department encourages the use of alternative billing arrangements whenever appropriate for work done by outside counsel. Such alternative billing arrangements could include flat fees for certain aspects of the work; blended rates for all personnel working on the matter; discounts associated with certain aspects of the works; standard government rates comparable to those offered the State of Georgia; and similar arrangements.

When the standard hourly billing method is used, the Law Department encourages law firms to consider the nature of public sector representation and adjust their hourly rates to reflect the need to be prudent in the expenditure of public money.

All billing arrangements must be discussed by the Principal Client Contact and the City Attorney at the time the representation begins. The billing arrangement will be included in the engagement letters signed by the City Attorney and the Principal Client Contact.

Billing Requirements

All bills for legal services should be submitted on a regular basis to the City Attorney with a copy to the Responsible Law Department Attorney. Bills should include a record of all timekeepers on the file and the description of the work should be in sufficient detail to allow the Law Department attorneys to assess the nature and scope of the work performed, while protecting attorney/client privileged information. The bill should be submitted in the form described on Attachment C.

Travel

The City will reimburse outside counsel for reasonable travel expenses associated with the legal work performed on behalf of the City. All travel must be pre-approved by the Responsible Law Department Attorney, and the law firm representatives should make travel arrangements that are consistent with the prudent use of public funds. Law firms will not be reimbursed for first class air travel, expenses at luxury hotels or similar expenditures. The City also will not pay for time spent traveling unless the attorney was performing work for the City while in route.

Staffing

When staffing a matter for the City, care should be taken to ensure that the staffing is appropriate for the matter, with limitations on the number of timekeepers assigned to the file. The number of timekeepers and the experience level of those timekeepers should be consistent with professional standards considering the complexity of the matter and the volume of the work. Staffing should be established at the beginning of the representation, and any changes to that staffing must be reviewed with the Responsible Law Department Attorney and the City Attorney.

Disbursements

The City will reimburse law firms for reasonable disbursements. The cost of filing fees, long distance phone calls (telephony and facsimile), messenger and overnight delivery charges will be reimbursed at the actual expense incurred. Copying charges will be reimbursed at the maximum rate of 10¢ per page. If a law firm has negotiated within the firm for a flat fee for computer assisted research, it is expected that the firm will not charge the City for that research in addition to the time spend performing the research by the timekeeper. The City will not pay for secretarial overtime, library services, temporary employees, and similar expenses that should be included in the law firm's overhead.

Sample Engagement Letter

[Date]

Re:

We are pleased to retain your firm as outside counsel in conjunction with the above referenced matter. Your firm is retained pursuant to the authority granted to the City Attorney in the City of Atlanta Code of Ordinances and a Resolution, number _____, adopted by the City Council on _____ and signed by the Mayor on _____. The terms of your representation are contained in the *City of Atlanta Law Department Guidelines for Outside Counsel*, which are attached to this letter. Please familiarize yourself with the requirements contained in the *Guidelines* and ensure that all personnel working on City of Atlanta matters are familiar with them as well. By undertaking this engagement, you are agreeing to abide by the terms of the *Guidelines*.

You are required under the *Guidelines* to appoint a Principal Client Contact to serve as the Law Department's main point of contact for this engagement. The Responsible Law Department Attorney for this engagement is _____. You are expected to keep this attorney informed regarding all aspects of the work in accordance with the requirements set out in the *Guidelines*.

We look forward to working with you on this matter to provide the highest legal services to the City of Atlanta.

Sincerely,

_____
City Attorney

Attachment
cc: _____, Deputy City Attorney
_____, Responsible Law Department Attorney

Attachment A

Litigation Budget
Privileged and Confidential
Protected by Attorney/Client Privilege
Attorney Work Product

Date: _____

Matter Name and Case Number: _____

Responsible Law Department Attorney: _____

Principal Client Contact and Law Firm: _____

Law Firm Attorney who prepared this budget: _____

1. Case Assessment/Case Work up

   Estimated budget: _____

2. Pretrial Activities, excluding discovery

   Estimated budget: _____

3. Discovery

   Estimated budget: _____

4. Trial Preparation

   Estimated budget: _____

5. Expenses and Disbursements

   Estimated budget: _____

6. Appeal

   Estimated budget: _____

Counsel may breakdown the activities within each category as needed. The budget should be submitted as early after case assignment as possible, but no later than 60 days. The budget should be updated on a regular basis, as determined by the Responsible Law Department Attorney. All budget updates, submitted after the original budget, should include information as to the amount of the original budget, the amount spent to date, and an explanation for any changes to the original estimate.

This form should be modified to reflect any flat billing rates or other alternative billing arrangements.

Attachment B

Required Billing Format

[Date]

_____
City Attorney
City of Atlanta Department of Law
Suite 4100
68 Mitchell Street, S.W.
Atlanta, GA 30335

Re: [Case/matter name]
[Case number]
[Other information the Law Department requires to identify the matter]

Timekeeper	Hours	Description	Fee
Susan Jones	.50	Phone call with Bill Castings regarding appeal of condemnation decision	75.00
Tom Smith	1.00	Review request for documents and organize documents for production	85.00
Mary Thompson	.25	Review case strategy with S. Jones	75.00

Copy charges	100 copies @ 10¢/copy		$10.00

Total Disbursements	$10.00
Total Fees	$235.00
Total this bill	$245.00

Timekeepers	Position	Hourly Rate
Mary Thompson	Partner	$300.00
Susan Jones	Associate	$150.00
Tom Smith	Paralegal	$85.00

Attachment C