

## **RESOLUTION**

### **A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF BURLESON, TEXAS, AUTHORIZING A BOND COUNSEL CONTINGENCY FEE CONTRACT WITH MCCALL PARKHURST & HORTON LLP TO PROVIDE BOND COUNSEL SERVICES.**

**WHEREAS**, the City of Burleson, Texas ("City"), is a home rule city acting under its charter adopted by the electorate pursuant to Article XI, Section 5 of the Texas Constitution and Chapter 9 of the Local Government Code; and

**WHEREAS**, the City will continue to issue both long- and short-term debt to provide financing for various permanent public improvements in the City and therefore has a continuing need for legal counsel that specialize in public finance matters and are well versed in Texas and federal securities and federal tax laws and applicable administrative procedures to provide the legal services pertaining to the City's issuance of securities; and

**WHEREAS**, the City now desires to enter into a contingency fee contract with McCall, Parkhurst & Horton, L.L.P ("McCall") as bond counsel to provide legal services in connection with the City's authorization, sale, issuance and delivery of its general obligation bonds and certificates of obligation, as determined by the City Council; and

**WHEREAS**, Subchapter C of Chapter 2254 of the Texas Government Code ("Chapter 2254") requires that a political subdivision of the State of Texas, including the City, 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 provisions 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; (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 (iv) the Texas Attorney General need not approve the contingency fee contract 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

**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 bond counsel legal services; (ii) the need for such engagement on a contingency fee basis rather than by payment of hourly fees, without regard to the outcome of the matter, and (iii) the reasons that the proposed contingency fee contract with bond counsel is in the best interest of the City and are in compliance with Chapter 2254.

**NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF BURLESON, TEXAS, THAT:**

#### **Section 1.**

The City Council hereby finds that: (i) there is a substantial need for bond counsel legal services; (ii) the City does not currently employ attorneys and supporting personnel qualified to provide these legal

services; (iii) the bond 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 these 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 McCall is not improper and would not appear improper to a reasonable person.

## **Section 2.**

Based on the findings of the City Council described above, the City Council hereby authorizes the City Manager to execute a contingency fee bond contract with McCall, a substantial copy attached hereto as Exhibit "A", for bond counsel services (the "Agreement").

## **Section 3.**

The City Manager is hereby authorized to pay McCall fees from bond proceeds and other City funds, contingent upon the completion of each bond sale, in accordance with the rates and fees as set forth in the Agreement.

## **Section 4.**

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 findings of the City Council.

## **Section 5.**

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 6.**

This resolution shall take effect immediately from and after its passage.

**PASSED, APPROVED, AND SO RESOLVED** by the City Council of the City of Burleson, Texas, on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

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Chris Fletcher, Mayor  
City of Burleson, Texas

ATTEST:

APPROVED AS TO LEGAL FORM:

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Amanda Campos, City Secretary

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E. Allen Taylor, Jr., City Attorney