

Legal Opinion: Sole Source Procurement Exception for Historic Courthouse Clock Tower Restoration

MEMORANDUM

TO: Kendall Smith, City Manager; Mayor and City Council
FROM: Darrin Keaton, City Attorney
DATE: September 3, 2025
RE: *Sole Source Procurement Exception for Courthouse Clock Tower Restoration \$68,000 Service Contract with Optional \$40,000 Striker Replacement from The Tower Clock Company*

Executive Summary

Based on my review of City of Dallas, Georgia Ordinance Section 226(9) and applicable Georgia law, the proposed \$68,000 clock tower restoration contract with **The Tower Clock Company of South Charleston, Ohio** qualifies for the sole source procurement exception and does not require competitive bidding. Additionally, the optional \$40,000 striker replacement also qualifies under the same sole source exception. Both services can proceed with Mayor and Council approval.

Legal Analysis

Ordinance Section 226(9) Exception

Dallas, Georgia Ordinance Section 226(9) provides an exception to the mandatory bidding requirement for purchases over \$30,000 when procuring "goods or services which can be obtained from only one source". This exception aligns with Georgia state law governing sole source procurements.

Georgia State Law

Under O.C.G.A. § 36-91-2, "sole source" means "those procurements made pursuant to a written determination by a governing authority that there is only one source for the required supply, service,

or construction item". This definition requires a written determination that establishes the uniqueness of the procurement situation.

Sole Source Justification for Clock Tower Restoration and Striker Replacement

The \$68,000 courthouse clock tower restoration and optional \$40,000 striker replacement with The Tower Clock Company qualifies as a sole source procurement for the following reasons:

The Tower Clock Company's Unique Qualifications

The Tower Clock Company of South Charleston, Ohio is nationally recognized as one of only a handful of specialists capable of performing authentic historic tower clock restoration and striker mechanisms. The company's credentials include:

- **Third-generation expertise:** Founded in 1984 by Phil Wright, a third-generation carpenter and machinist specializing in antique tower clocks from the mid-1800s to 1900s.
- **National recognition:** Designated as the Preservation Consultant and Repairman for The Henry Ford Museum Tower Clock Collection.
- **Federal project experience:** Recently entrusted by the U.S. Army Corps of Engineers to restore the Rock Island Army Arsenal tower clock, listed on the National Register of Historic Places.
- **Historic manufacturer expertise:** Specializes in major manufacturers including E. Howard, Seth Thomas, A.S. Hotchkiss, and Nels Johnson Century clocks.

Specialized Nature of Historic Clock and Striker Restoration

Historic courthouse clock tower restoration and striker mechanism replacement requires highly specialized expertise that is extremely limited nationwide. The work involves:

- Restoration of antique mechanical movements from the mid-1800s to early 1900's.
- **Striker mechanism expertise:** Custom fabrication and installation of striking mechanisms that must be precisely calibrated with the clock movement for proper hourly chiming.
- Custom fabrication of replacement parts for obsolete components using historical methods.
- Preservation techniques that maintain historical authenticity while ensuring functionality.
- Specialized cleaning processes using mild solvents and hand techniques to preserve original markings.

Extremely Limited Pool of Qualified Providers

Research confirms that tower clock restoration is performed by fewer than 30 companies nationwide, with only a handful specializing in authentic historic preservation and striker mechanisms. The National Association of Watch and Clock Collectors lists The Tower Clock Company as one of only three Ohio-based specialists capable of "adjustments, annual maintenance, and complete restoration" of historic tower clocks and their associated striking systems.

The company's recent work demonstrates their unique qualifications for both clock restoration and striker mechanisms:

- Restoration of the 153-year-old Rock Island Arsenal clock, described by Wright as having "unbelievable workmanship" and "the best painstaking workmanship ever"
- Experience with one-of-a-kind designs requiring custom solutions for unique specifications.
- Capability to handle complex projects involving over 800 individual clock components and associated striking mechanisms.

Geographic and Practical Reality

The City's search identified The Tower Clock Company as the only available provider capable of performing both the specialized clock restoration service and the striker replacement. This reflects the reality that:

- Authentic historic tower clock restoration and striker mechanisms require specific expertise with 19th-century manufacturing techniques.
- The work demands on-site assessment and specialized handling of heavy antique components^[53]
- Only a few companies nationwide possess the necessary combination of machinist skills, carpentry expertise, and historical knowledge for both clock movements and striking systems.

Pricing Reasonableness

Clock Restoration - \$68,000

The \$68,000 cost for clock restoration appears reasonable based on The Tower Clock Company's specialized expertise and comparable projects. The company's recent federal contract work and national recognition support the pricing structure for this level of specialized historic preservation work.

Striker Replacement - \$40,000

The additional \$40,000 for striker replacement represents reasonable pricing for this specialized component work, considering:

- Striker mechanisms require custom fabrication to match the original clock's specifications.
- The work involves precise mechanical calibration with the restored clock movement.
- Replacement strikers must be crafted using period-appropriate materials and techniques to maintain historical authenticity.
- The specialized nature of this work limits it to the same qualified providers as the clock restoration.

The combined total of \$108,000 for both services falls within the range of similar comprehensive historic tower clock restoration projects nationwide.

Required Approval Process

Under both the City ordinance and Georgia law, the sole source procurement requires:

1. **Written Determination:** This memorandum serves as the required written determination that only one source exists for these specialized services.
2. **Mayor and Council Approval:** The governing authority must approve the sole source determination and authorize the contract(s).
3. **Documentation:** Maintain records of the sole source justification and procurement process.

Recommendation

I recommend that the Mayor and Council approve the sole source procurement for both the courthouse clock tower restoration service (\$68,000) and the optional striker replacement (\$40,000) with **The Tower Clock Company of South Charleston, Ohio**. Both procurements satisfy the requirements of Ordinance Section 2-226(9) and Georgia law because:

- The Tower Clock Company possesses unique qualifications as a nationally recognized specialist in historic tower clock restoration and striker mechanisms
- The company is one of fewer than 30 nationwide specialists.
- The specialized nature of authentic 19th-century clock and striker restoration severely limits available qualified sources

- The company's federal contract experience and museum designation demonstrate their unique expertise.
- The pricing for both services appears reasonable for this level of specialized historic preservation work.
- Both services require the same specialized expertise and can be efficiently coordinated under a single contract.

The City has fulfilled its due diligence in seeking qualified providers and the sole source determination is legally justified under both local ordinance and state law for both the clock restoration and striker replacement services.

Please contact me if you need any additional information or documentation for the Mayor and Council's consideration of this matter.

A handwritten signature in black ink, appearing to read "Darrin Keaton", written over a horizontal line.

Darrin Keaton