

CITY OF RICHLAND CENTER

AGENDA ITEM DATA SHEET

Agenda Item: Legal Services Agreement Modification

Meeting Date: Personnel Committee on 8/26/2025

Requested by: Ashley Oliphant, City Administrator

Background: Following the renewal of the legal services contract with Abt Swayne, the firm has updated its contract to reflect the newly adopted Independent Contractor Policy. Abt Swayne has indicated that they possess adequate malpractice insurance which is appropriate given the service they are provided. They have proposed specific contract provisions as follows:

INDEPENDENT CONTRACTORS: Abt Swayne employees shall be considered independent contractors for the purposes of the City's Independent Contractor Policy. Abt Swayne agrees to abide by the terms of the Independent Contractor Policy, which is incorporated into the terms of this contract by reference.

INSURANCE AND INDEMNIFICATION: Notwithstanding the above section, Independent Contractors, the Parties acknowledge and agree that Contractor's professional liability insurance coverage meets the City's insurance requirements under the Independent Contractor Policy for legal services performed under this Agreement. Contractor waives all rights of subrogation against the City for claims arising from Contractor's performance of legal services. Contractor assumes liability only for acts, errors, or omissions in the performance of legal services hereunder. Each party shall indemnify the other against claims arising solely from their own negligent acts or omissions.

Requested Action:

- a. Accept the provisions provided by Abt Swayne; or
- b. Suggest modifications to provisions; or
- c. Request Boardman Clark review contract and make recommendations

Personnel Committee Recommendation:

- a. Motion to accept contract modifications as presented; or
- b. Motion to modify the suggested provisions as followings: [insert modifications]; or
- c. Motion to refer contract to Boardman Clark for review.