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January 15, 2013

Cindy Laquidara
Office of General Counsel
117 W Duval Street, Suite 480
Jacksonville, Florida 32202-3734

Re: Thoughts about the Office of General Counsel

Dear Cindy:

I was pleased that you decided to stay with the City and remain as General Counsel, and hope you will remain there at least through Mayor Brown's tenure.

As you know, most of our past general counsels pay close attention to your work, and have supported the office whenever issues arise, such as disgruntled clients attempting to retain their own counsel, or the process for selection of the General Counsel.

As I promised many months ago, I have finally gathered materials for your interest and archives which I hope will be helpful as various issues arise:

1. Legal Advisory Opinion Numero Uno.
2. Historical correspondence about the tenure of City Attorney J.M. Barrs who retired after more than ten years of service in December 1903. Jim Morris of the Browder firm is a close friend and associate of mine in several national bar organizations.
3. The recommendation of the Local Government Study Commission in 1967 regarding legal services for the new consolidated government.
- ✓4. My letter of August 18, 1971 to Mayor Tanzler expressing the philosophy of Judge Durden and myself with regard to our preference for a long term general counsel, but not at the expense of competence.
- ✓5. My Annual Report for the year ending September 30, 1970, for your consideration as to the philosophical concepts for the Office of General Counsel referenced in the first few pages thereof.
- ✓6. My Annual Report for fiscal year for 1970-1971, referencing philosophical concepts about representation, conflicts of interest, and the importance of having all local

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governmental agencies under the general counsel's umbrella, retaining outside counsel, only from outside of Jacksonville, when needed temporarily to address new and unfamiliar issues, and to develop in-house expertise in that area. The essence of those issues are addressed in the first three paragraphs on page two of the report. The first five pages would be sufficient for your purposes, but I copied the entire report so your archives will be complete. Note also the footnote to the Cost Analysis 1966-1971 (Exhibit B to the report), emphasizing the importance of central legal services to management and consistency, as a nerve center guiding the operation of the consolidated government over and above any cost savings; instead of a multiplicity of outside counsel which could create inconsistency, promote litigation, and destroy the usefulness and efficiency of the Advisory Opinion System we have had since 1967.

7. Conclusions from a 1970s article on Centralized Legal Services which is still philosophically sound.
8. Ed Austin's quarterly reports for October 1, 1971 – December 31, 1971 and January 1, 1972 – March 31, 1972 demonstrating the continuity he provided from Judge Durden and myself as the Office of General Counsel matured, primarily for your archives. You will recall that the JTA retained the general counsel's office in 1972 through the efforts of its outside counsel, Earl Hadlow, and myself as a new member of the JTA. Thereafter you represented the JTA as an assistant general counsel, and later continued to represent them after you entered private practice.

I had been working on this letter for several weeks when I was surprised and dismayed to read that you had recommended that the school board retain an independent in-house lawyer, because it would save them money. I have since learned that you have authorized outside counsel for certain activities of other independent agencies.

Saving money is not the most important reason for maintaining Central Legal Services. The General Counsel's Office is the nerve center of city operations. Coordination and consistency of legal opinions, and avoidance of unnecessary litigation through the advisory opinion system are more important than cost. If it is true that transferring a lawyer from your office who has been doing the school board's work for ten years will cost the school board less, a close scrutiny and revision of your accounting and management systems is in order.

With this decision you have embarked on a slippery slope, and can expect other independent agencies and constitutional officers to work harder to get their own inside counsel, especially if you cannot show that they are getting value from the services of your office.

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This decision also interferes with the mayor's initiative to have the City work closely with the school board for common purposes.

Most importantly, this could begin disintegration of the central legal services concept, which has been a core value of our consolidated government since 1967.

Further, you can expect the school board to require additional in-house counsel in the near future, increasing their costs, and further distancing them from the City, and legal support from your office.

I am very surprised at this development, because I know that you have learned from several prior General Counsels that the concept of central legal services is a core principle of our consolidated government, and your most important duty is to protect that concept from disintegration.

There is another core issue which I hope you are following closely. Six or eight years ago the Florida Supreme Court opined in our suit on the clerk's term limits that our consolidated government created under our special amendment, carried over in the 1968 constitution, is no different than the rights and powers of the Pinellas Chartered County created under the new section of the 1968 constitution. The recent reversal of that case as to term limits did not address whether our powers are different and greater than chartered counties. I hope that you will be remain vigilant to correct that unfortunate misconception by the Supreme Court whenever an appropriate case arises.

The primary purpose for which I drafted this letter was to encourage you to be vigilant to preserve the concept of central legal services, and be prepared to explain to disgruntled clients whether they be the City Council, one of the independent agencies, or a constitutional officer, that the office has no conflict of interest between them, because the office provides them with independent representation, resolves any legal issues that arise by Advisory Opinion rather than litigation, represents the interests of the City and the taxpayers, and is not a mouthpiece for the personal or political interests of any client, including the mayor.

You should be particularly conscious of the danger of allowing any perception to arise that you favor the mayor over the City Council or any other agency, and to promote the perception that your legal advice to the mayor or any other entity in the consolidated government on a particular issue would be the same regardless of which client seeks the advice. Indeed, the mayor should value the General Counsel most highly for the independent legal advice which protects him from political pressures.

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For example, Mayor Tanzler often called upon Judge Durden, and later myself, and Ed Austin, to come to his office when political cronies urged him to grant a particular favor. Hans would ask us "can I do this," and we would say no, and tell him why, and also what, if any, legislative or judicial changes would be needed to make it legal. He would then turn to his friends and say "you see, it can't be done."

Similarly, I advised my Assistant General Counsels to advise their clients, when a particular initiative could not be sustained legally, what legislative or judicial changes would be necessary to make it legal, the cost of those changes, and the likelihood they could prevail. In other words, if you tell the client they can't do something legally, also tell them what, if any, legislative or judicial changes are necessary to accomplish it, which they often will conclude not to be worth the effort.

Your job is a constant series of problems and pitfalls, but if you adopt certain philosophical concepts as your core guidelines, and make those concepts known to your clients, the media, and the public, you will be better able to preserve the concept of central legal services, and make your job less tumultuous.

Judge Durden liked to say that "we don't depend so much on a strong mayor form of government as we do on a strong general counsel."

Sincerely,



James C. Rinaman

JCR/jlp
Enclosures

c: John Delaney
Fred Franklin