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Peter Rummel  
Chair, Governance and Mission Sub-committee ;  
Task Force on Consolidated Government

**RE: Comments by General Counsel Cindy Laquidara to Subcommittee on  
January 30, 2014**

Dear Subcommittee Members:

I was surprised and disturbed to hear Ms. Laquidara's comments to us on January 30, 2014 on two particular issues:

1. She said that she did not believe the role of the General Counsel should include legal opinions that were binding on her various clients. She did not feel that the General Counsel should have the power to make final binding legal opinions with the same effect as a judgment by a court. She said any client should be allowed to ignore, or attempt to reverse, her "advice" in such opinions, I assume to litigate the issue.

Her opinion is contrary to the clear and time honored requirement, since 1968, and since 1985 in Section 7.202 of the Jacksonville Charter which states; "Any legal opinion rendered by the General Counsel shall constitute the final authority for the resolution of interpretation of any legal issue relative to the entire consolidated government and shall be considered valid and binding in its application unless or until it is overruled or modified by a court of competent jurisdiction or an opinion by the Attorney General of the State of Florida dealing with a matter of state involvement or concern."

That rule was created by Judge Durden in 1968, based on Section 7.306 of the charter which required all legal services for the city and its agencies to be provided by the OJC unless special outside counsel were retained on recommendation of the GC with approval by the City Council. The remedy for a governmental entity that disagrees with a General Counsel's legal opinion is, not to instigate expensive litigation, but to seek a change in the law or ordinance that denied the relief they sought. Between 1968 and 1985, more than 400 binding legal opinions were promulgated, 364 by Judge Durden, 37 by me, and about 40 by my successor General Counsels. All of those opinions were accepted as if they were judgments by a court, except that two different Clerks of Court

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filed suit, without authority to do so, to overrule two opinions. Both lost, and the City did not pay their attorneys fees. The concept of binding legal opinions is at the heart and soul of our consolidated government, preventing costly internecine litigation, and preserving the rule of law in city government, subject to changing the law. Cindy's apparent policy, to ignore the requirements of Section 7.02, cannot be justified, unless we want to abandon the concept, prompt unnecessary litigation, and descend into chaos.

2. Miss Laquidara explained her actions in transferring lawyers from the Office of General Counsel to the School Board, the JAA, etc. on grounds she had that power under the current Charter, in spite of the clear provisions of Section 7.201 of the Charter stating that the Office of General Counsel “. . . For purposes of utilization of central services by the City and its independent agencies, the services of the Office of General Counsel shall be deemed to be central services or services of the central service department as the case may be. . .” Previously the Charter provided that the General Counsel could recommend the appointment of outside private special counsel for particular governmental agencies with regard to particular legal subject matter, subject to approval of the city council. Since 1985 the General Counsel has that power without approval of the city council. I am not informed as to why that amendment was made. In any event, it pertains to outside private special counsel, not to allowing governmental entities to have lawyers on their staff who are not Assistant General Counsel in the Office of General Counsel; hired by, paid by, and reporting only to that agency, and not responsible to the General Counsel. In my view Ms. Laquidara's authorization to the School Board, and the JAA to retain their own inside house counsel, independent of the Office of General Counsel, violates the Charter, which requires all legal services to be performed by the Office of General Counsel, subject to the supervision and final say so of the General Counsel on any legal issue.

Our City replicates the typical Corporate Counsel model, in which the General Counsels' core responsibility is to the Corporation, not to an officer, or the board. The Corporate General Counsel functions as an internal Corporate Supreme Court, with binding legal opinions designed to preserve and protect the company.

I was especially surprised by Ms. Laquidara's comments to our subcommittee because I have been conversing with her about these issues for several years, and wrote her a letter January 15, 2013 covering these particular issues, in an effort to persuade her not to take the positions she confirmed on January 30<sup>th</sup>, last.

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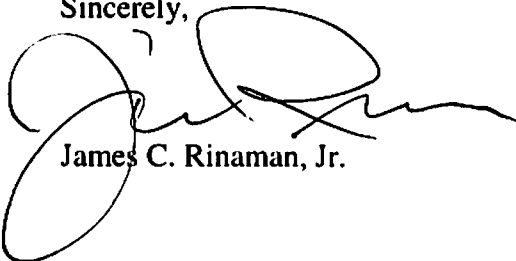
I enclose a copy of my letter January 15, 2013 to Cindy with copies of the attachments numbered 4, 5, and the first two pages of 6, I provided to her. The other attachments are not relevant to the issues at hand.

These issues strike at the very heart of the concept of Central Legal Services and the Office of General Counsel, and if maintained and pursued will disintegrate those core concepts in that office.

It is apparent we need to beef up the language of the Charter to clarify the duties of the General Counsel..

Former General Counsels Shorstein, Delaney, Franklin, and Mullaney, concur with this letter. We did not consult with Chuck Arnold due to the Sunshine law as to he and me, but I believe he will concur.

Sincerely,



James C. Rinaman, Jr.