

August 15, 2023

Gray Robinson
Attn: Ryan Matthews
301 South Bronough Street
Suite 600
Tallahassee, FL 32301

Re: Engagement Letter with Gary Robinson Attorneys, Advisor Consultants to Represent the City of Leesburg before the State of Florida on Issues Related to the Executive and Legislative Branches of Government


Dear Mr. Blocker:

Enclosed is your executed copy of the Engagement Letter with Gary Robinson Attorneys, Advisor Consultants to Represent the City of Leesburg before the State of Florida on Issues Related to the Executive and Legislative Branches of Government.

Also, included for your files is a copy of Resolution 11,364 as adopted by the City Commission at their regular meeting held on Monday, August 14, 2023.

Should you have any questions or concerns regarding this feel free to contact at our office at (352) 728-9731. Our normal hours are Monday through Friday from 8 a.m. to 4:30 p.m.

Respectfully,



Anna Rottermond, CMC
Deputy City Clerk



Post Office Box 490630 • Leesburg, Florida 34749-0630
352/728-9700 • Fax 352/728-9734 • TDD 352/728-4138

-AN EQUAL OPPORTUNITY/AFFIRMATIVE ACTION EMPLOYER-

RESOLUTION NO. 11,364

**RESOLUTION OF THE CITY COMMISSION OF THE CITY OF LEESBURG,
FLORIDA HIRING GRAY ROBINSON ATTORNEY'S ADVISORS
CONSULTANTS TO REPRESENT THE CITY OF LEESBURG BEFORE THE
STATE OF FLORIDA ON ISSUES RELATED TO THE EXECUTIVE AND
LEGISLATIVE BRANCHES OF GOVERNMENT; AND PROVIDING AN
EFFECTIVE DATE.**

WHEREAS, it is in the City of Leesburg's best interest to hire professional lobbyists to represent the City before the State of Florida on issues related to the executive and legislative branches of government.


NOW, THEREFORE BE IT RESOLVED, by the Mayor and Commission of the City of Leesburg that the firm Gray Robinson Attorneys/Advisors/Consultants, of Tallahassee, Florida, be retained pursuant to the terms and conditions herein.

THAT this resolution shall become effective immediately.

PASSED AND ADOPTED by the City Commission of the City of Leesburg, Florida, at a regular meeting held on the 14th day of August 2023.


Mayor

ATTEST:


City Clerk

GRAYROBINSON

Ryan Matthews | Ryan.Matthews@gray-robinson.com | T 850.577.9090
301 South Bronough Street, Suite 600, Tallahassee, Florida 32301 | F 850.577.3311

June 23, 2023

Mr. Al Minner, City Manager
City of Leesburg
501 W. Meadow Street
P.O. Box 490630
Leesburg, FL 34749-0630
Via email: Al.Minner@leesburgflorida.gov

Re: Engagement Letter with GrayRobinson, P.A.

Dear Mr. Minner:

Thank you very much for your interest in GrayRobinson, P.A. ("GrayRobinson" or "the Firm"). We appreciate the opportunity to provide governmental consulting services to the City of Leesburg. ("the City"). The Firm is committed to providing the highest level of service in furtherance of your goals. This letter will describe the terms under which that representation will occur, disclose the Firm's reporting responsibilities under the law, and summarize the nature of government consulting services as compared to legal services.

Firm Contacts for Your Representation

You have asked that we represent the City before the State of Florida on issues related to the executive and legislative branches of government. The entire team of GrayRobinson's lobbyists will be available to advance your interests. However, in order to ensure that your needs are efficiently and fully addressed, I will be the primary contact for this representation. If I should ever be unavailable, I would encourage you to contact Joseph Salzverg, who will serve as an additional contact for this representation.

Fees, Costs and Terms

In exchange for these services, the City has agreed to pay the Firm \$5,000 per month for a period of 12 months, beginning on August 1, 2023, with an initial payment of \$5,000 on August 1, 2023, and on the first day of each month thereafter. All payments should be remitted to 301 East Pine Street #1400, Orlando, FL 32801 or via ACH transfer or other electronic transfer upon receipt of invoice. Documented, out-of-pocket costs directly attributable to the performance of this work may be billed in addition to the monthly retainer, and these costs may include travel and other expenses incurred on the City's behalf for pre-approved expenses. Both the City and the Firm have the right to terminate this contract with or without cause with thirty (30) days' notice given.

Lobbyist Registration

Florida law requires that GrayRobinson's lobbyists must register with the state prior to engaging in lobbying activity. Lobbyist registrations are effective when they are received by the state, and lobbying may not occur prior to proper registration. The registration and fee cycle is a calendar year beginning January 1 and ending December 31. Therefore, the City consents for the firm's lobbyists to register to represent the Foundation, and the City agrees to reimburse the Firm for the cost of lobbyist registrations.

Lobbyist registration fees are:

- **Legislature:** \$20 for each person from the point of registration until December 31; then renewed in January each calendar year thereafter.
- **Executive:** \$25 for each person from the point of registration until December 31; then renewed in January each calendar year thereafter.

Lobbyist registration forms will be sent following the execution of this agreement. By signing below, you agree to complete and return the registration authorizations, which are necessary to our representation of the City during the term of this contract or after its termination should reporting periods overlap. The Firm cannot commence representation until the registration authorizations are properly filed with the state.

Similarly, local governments, before which we may need to appear on your behalf, may also have their own lobbying registration and/or reporting requirements. GrayRobinson will comply with any such jurisdictional ordinances or policies, and will not commence any representation in those jurisdictions until all necessary disclosures or authorizations are filed. You agree to facilitate any required registrations with appropriate paperwork, documentation, and payment of costs associated with such compliance.

Compensation Reporting

Florida law requires that the fees and costs invoiced by GrayRobinson for lobbying services are reportable to the state on a quarterly basis to both the Florida Legislature and the Florida Commission on Ethics. Therefore, the City consents to the quarterly disclosure of compensation paid or owed to GrayRobinson for lobbying activity as required by Chapter 2005-359, Laws of Florida. Such consent is granted so that GrayRobinson may file the specified quarterly reports, disclosing only the information required by Chapter 2005-359, Laws of Florida, and shall remain in effect as long as any GrayRobinson lawyer or non-lawyer lobbyist serves as the client's registered representative before the Legislature and any executive branch agency.

Unless you direct otherwise, the Firm will attribute and report 50% of our fees and reimbursements as legislative branch lobbying fees, and 50% of our fees and reimbursements as executive branch lobbying fees, subject to periodic adjustment by us to reflect our best professional judgment regarding allocation of our efforts associated with this representation.

Confidentiality

In order to ensure the candor and trust in our relationship that forms the basis of effective representation, it is the policy of the Firm to keep strictly confidential all information about your interests and strategies. Because information is our stock in trade and because advancing your interests may depend on it, we ask that you also keep confidential any information we may share with you regarding political strategy, insight, information, or analysis.

Distinguishing Between Lobbying and Legal Services; Conflicts

GrayRobinson offers not only legal services but also lobbying services. The Florida Bar treats legal services differently than non-legal services, which includes lobbying and consulting. It is important to understand the distinction between those services relative to conflicts, and the scope of this representation. *This lobbyist engagement does not create an attorney/client relationship between you*


and our firm. If legal services are required by the Foundation, we will enter into a separate engagement.

Both lobbyists and lawyers must avoid conflict of interest. Lawyers may not accept a legal client adverse to another legal client in a legal matter, and our lobbyists will decline to accept a lobbying client involved in legal action against an existing legal or lobbying client of the Firm. However, legal services and lobbying are separate and distinct services for the purposes of evaluating conflicts, and, because lobbying frequently involves advocating for potential changes to existing law within the legislative branch or application of the law by the executive branch, the positions advanced on behalf of lobbying clients may or may not differ from legal positions taken on behalf of clients in judicial proceedings. In some instances, lobbying clients may not have a legal conflict, but they may be marketplace competitors or they may take inconsistent positions on one or more lobbying issues. We will bring any such situations to your attention immediately upon discovery and we likewise ask you to contact us immediately if you have similar concerns at any time. Whenever conditions merit, we will implement and maintain an "ethics wall" to maintain complete separation of information, strategy, and personnel associated with the affected lobbying clients.

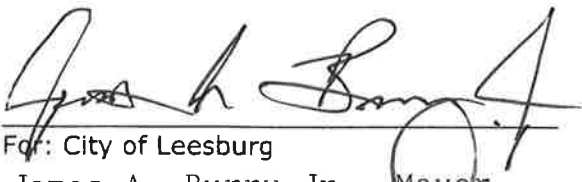
Under the scope of representation outlined above we know of no lobbying conflicts with our current lobbying clients, and we have discussed our plan for protecting your interest from marketplace competitors via an ethics wall. If you ever have a concern about a perceived or potential conflict, or any other issue we ask that you alert us immediately so we can address it in a mutually acceptable fashion. We will do the same.

I believe the above reflects our understanding. If it does, please sign this agreement and return it to me. If not already completed, electronic lobbyist registration forms will be sent separately from the respective entities for 2023. I appreciate your attention to this matter and look forward to working with you. Please never hesitate to contact me if we can assist you in any way.

Sincerely,



Ryan Matthews



For: City of Leesburg
James A. Burry Jr., Mayor

August 14, 2023

Date

ATTEST:



J. Andi Purvis, City Clerk