

Civil only

COURI & RUPPE, P.L.L.P

Michael C. Couri*
Robert T. Ruppe**

Attorneys at law
705 Central Avenue East
PO Box 369
St. Michael, MN 55376-0369
(763) 497-1930
(763) 497-2599 (FAX)
www.couriruppe.com

**Also Licensed in Illinois*

***Also Licensed in California*

March 28, 2013

City of Ramsey
Attn: Jo Thieling, City Clerk
7550 Sunwood Drive NW
Ramsey, MN 55303

Re: City of Ramsey Proposal for Legal Services.

Dear Ms. Thieling:

Thank you for reviewing this proposal to provide civil municipal legal services to the City of Ramsey. We are not proposing to provide prosecution services to the City.

Firm Experience

Firm Background

Couri & Ruppe is located at 705 Central Avenue East, St. Michael, Minnesota, about twenty-five minutes from the Ramsey City Hall. The firm consists of two full-time attorneys and one secretary/paralegal. Michael Couri began practicing municipal law in 1991 and Robert Ruppe joined the firm in 2000. We do not anticipate any staffing changes should Ramsey choose to retain Couri & Ruppe as City Attorney.

Couri & Ruppe has deliberately maintained a very stable, nearly exclusive municipal law practice, with a very broad base of municipal clients. In 2012, 90% of our firm's billings were to municipal clients, both cities and townships. With 90% of our business in municipal law, we have both the depth and expertise to provide Ramsey with sound legal advice and representation. In addition, our broad municipal client base ensures that our main emphasis will remain in municipal law for many years to come. We expect our municipal practice to continue to grow in the foreseeable future.

General Experience

For the past twelve years, our attorneys have concentrated their practice in municipal law. As a result, we have become very well versed in the multitude of statutes and cases that make up the body of municipal law, and have dealt with most issues that the City of Ramsey is likely to face. This allows us to provide guidance to the City and to answer most questions very quickly without resorting to hours of expensive research.

Our attorneys have literally attended thousands of City Council, Planning Commission and Town Board meetings over the years. We understand the importance of providing sound legal advice to the City Council at public meetings and have a keen appreciation for the relationship between the City Council and the public which it is elected to represent. We view our job as providing a range of legal options to the City Council on any given issue and recommending that option which we believe is best suited to achieve the City Council's objectives. We fully understand that the City Council alone sets policy, and that as a component of City Staff, once a decision has been made it is our job to help implement that decision within the confines of the law.

Municipal Clients

Couri & Ruppe currently represents eight cities on a regular basis: Albertville (since 1991), Avon (since 2006), Blomkest (since 2008), Kingston (since 2004), Nowthen (since 2010), Onamia (since 2007), Rockford (since 2002), and St. Augusta (since its incorporation in 2000). We also represent the City of Howard Lake on special development projects. We represent a number of townships and have represented counties, lake improvement districts, and other governmental entities in the past.

Experience with Municipal Clients

At Couri & Ruppe we have considerable experience in a number of areas of Municipal Law and litigation, including the following areas:

- **Contracts** – We have drafted and reviewed hundreds of contracts covering virtually all aspects of City government, including construction contracts, professional service contracts, purchase contracts, employment contracts, rental contracts, real estate purchase and sale contracts, wastewater plant management contracts, police service contracts, fire service contracts, and street maintenance contracts.

- **Employment/Personnel** – We work with our clients on personnel and employment issues, from assisting in hiring to assuring that all legal requirements are followed, including developing or revising personnel policies and assisting with separation from employment issues. We have experience in a variety of employment matters, including:
 - Successfully defending the City of Albertville’s decision to modify the duties of a maintenance employee before a Veteran’s Preference panel.
 - Negotiating employment agreements for the hiring of specific employees as well as negotiating separation agreements for those employees whose positions have been eliminated.
 - Advising City Councils on the process for terminating employees as a result of disciplinary violations and poor work performance.

- **Land Use Law** – we have over the years developed and refined developer’s agreements that protect the City and place the expense and burden of development on the developer, rather than on the City’s taxpayers. In addition, we have developed platting checklists for items that need to be addressed through the platting process. As platting has become more complicated in the last few years, we have developed processes under which we coordinate the details of the plat recording process very closely with the City Administrator, including obtaining the letter of credit, ensuring that title is clearly in the name of the developer before recording the plat, obtaining any required subordination agreement from mortgage holders, ensuring that all declarations and covenants are properly signed and recorded, and ensuring that all documents are recorded in the proper order. This is vitally important given today’s housing market in which many developers are no longer able to financially complete their development projects. Specifically, we have:
 - Assisted in development of the Albertville Outlet Mall, including negotiations with the developer and preparation of a detailed developer’s agreement.
 - Assisted with the development of 38 acres of City-owned land for commercial/retail purposes located immediately north of the Albertville Outlet Mall.
 - Assisted in the preparation of hundreds of development agreements for thousands of residential, commercial and industrial lots. These agreements govern the development of various forms of housing, commercial uses and planned unit developments. These agreements are based on a “pattern” agreement approved by the City Council and typically require the Developer to pay all costs related to the installation of sanitary and storm sewer, water, streets curb and gutter.

- Assisted in the development of a financing plan, the acquisition of the necessary right of way and the levying of special assessments for the addition of an exit ramp at the intersection of CSAH 19 and Interstate 94 in Albertville.
- Assisted with the establishment of sewer and water service in St. Augusta, South Haven, and Blomkest including the acquisition of property through eminent domain and the special assessment of benefiting properties.
- **Ordinances and Resolutions** – We have drafted and reviewed hundreds of ordinances, including zoning and subdivision ordinances, nuisance ordinances, right of way ordinances, housing maintenance ordinances, sign ordinances, adult use ordinances, licensing ordinances, personnel ordinances, administrative fine ordinances, and liquor ordinances, to name a few. In addition, we have assisted in the complete codification of City ordinances. We also routinely draft and review resolutions as requested by clients.
- **Planning and Zoning** – Our firm has processed several hundred variance and conditional use requests for our City and Township clients. In addition, we have written zoning and subdivision ordinances for a City that previously had none and have undertaken comprehensive zoning ordinance reviews and revisions for several clients. We routinely perform legal reviews of zoning and subdivision applications and assist in the drafting of findings of fact to support the decision of the City Council on these applications.
- **Election Law** – We work with our clients to ensure that elections are run in an efficient manner and that all legal requirements are met. We have also worked with our clients when ballot or other problems arise to find solutions within the legal framework provided by the Legislature and the Courts.
- **Environmental Law** – We have assisted several clients in processing AUARs and EAWs accompanying significant development applications related to proposed commercial developments and mining and processing operations.
- **Ordinance Enforcement** – We work with all of our clients to enforce their ordinances. We have clients who enforce only major health and safety issues and other clients who focus a significant amount of their resources on enforcing every aspect of their code. We work with the City Council to determine a policy and strategy for enforcement and then implement that policy as necessary. We follow escalating steps to enforce ordinances with the least cost to the city but have taken enforcement issues to court when warranted and requested by the City.

- **Financing and Assessments** – We have extensive knowledge of municipal financing including special assessments under Minn. Chap. 429, tax increment financing, bonds, grants, and loans from USDA, Rural Development and DEED. We have worked with many clients to determine what method of financing is most appropriate and to work through the procedures for that method to ensure that the client is fully protected, including the use of capital improvement plans for road and municipal building projects. We do not propose to act as bond counsel but routinely work in concert with bond counsel as the need arises. We have extensive knowledge of the special assessment procedures from the decision to use Minn. Chap. 429 through the appeal process and final court order. Mr. Couri recently secured Court verdicts in two separate trials upholding the full amount of the City of Albertville’s special assessments for three separate parcels in the amounts of \$149,474.83, \$137,163.71, and \$170,337.15.
- **Franchise Agreements** – We have drafted a number of gas and electric franchise agreements, and worked with municipalities in drafting and implementing franchise fee ordinances.
- **Foreclosures** – We have extensive experience in working with our city clients to ensure that their interests are protected during these turbulent economic times. We have assisted municipalities in transferring the developer’s obligations to the bank or other financial institution where a foreclosure has occurred, and have worked with developers and banks in an effort to complete the required work and ensure that the contractors hired by the developer to work on city improvements are properly paid.
- **Letters of Credit** – We have experience drawing on letters of credit when developers abandoned their development project or otherwise failed to live up to their contractual obligations. We have assisted our clients in drawing on over a dozen letters of credit in the past few years.
- **Joint Powers Agreements** – We have exhaustive experience with Joint Powers Agreements. We have drafted a number of joint powers agreements, including joint powers fire protection agreements, joint planning agreements, joint sewer agreements and joint road maintenance agreements. Specifically we have:
 - Assisted Burns Township in drafting a Joint Powers Fire Protection Agreement between Burns Township (Nowthen’s predecessor prior to incorporation in 2008) and the City of Ramsey.
 - Advised five Townships in the establishment of a joint fire department and drafted all documentation, including the joint powers agreement

- establishing the fire department. We also assisted these five communities in the adoption of necessary bylaws for the fire department, the establishment of a fire relief association, and the acquisition and financing of the fire hall and all equipment used by the fire department.
- Assisted the City of St. Augusta with the six-city joint sanitary sewer plant expansion and operating agreement governing the St. Cloud Wastewater Treatment Plant.
 - Since 2006, advised the Blomkest-Svea Sewer Board that jointly provides sewer service to its members.
 - Worked with cities in crafting agreements providing for cross-border sewer and water service.
- **Eminent Domain/Condemnation** – Mr. Couri has worked on numerous eminent domain cases including winning the following:
 - Securing a court verdict for the City of Albertville in an eminent domain case in the amount of \$65,000, where the property owner sought damages in excess of \$500,000.
 - Securing a Condemnation Commissioners' verdict for the City of Albertville in an eminent domain case in the amount of \$13,295 where the property owner sought damages in the amount of \$168,000.
 - Securing a Court decision authorizing the City of South Haven to acquire property via eminent domain for a wastewater treatment plant and successfully defending that decision at the Minnesota Court of Appeals.

Proposed Attorney Team

Couri & Ruppe proposes to have Michael Couri serve as the Ramsey City Attorney with Robert Ruppe assisting as needed. Mr. Couri would attend City Council meetings and staff meetings as requested, and would communicate directly with City Staff and the City Council members. Mr. Couri and Mr. Ruppe will be responsible for all legal work performed for the City, and will address all phone calls and written inquiries from the City.

As the "lead attorney", Mr. Couri will be the primary contact for the City Council and City Staff. Mr. Ruppe will assist on a project-by-project basis as necessary, and will be available to City Staff in Mr. Couri's absence. This "team approach" has worked well for our municipal clients in that it provides the client with two knowledgeable attorney contacts who can answer questions or provide advice in response to client phone calls or inquires.

Michael Couri

Michael Couri is a partner with Couri & Ruppe. Mr. Couri received his Bachelor of Science degree in accounting from Illinois State University in 1985. He then received his Certified Public Accountant certificate and Juris Doctorate from the University of Illinois in 1988. Mr. Couri was admitted to the Illinois Bar in 1988 (license # 6199232) and the Minnesota Bar in 1991 (license #214887).

Mr. Couri has practiced extensively in the areas of land use law, including commercial and residential development, municipal improvements and special assessments, eminent domain, planning and zoning, personnel, and annexation and incorporation. Mr. Couri's noteworthy projects include assistance with the development of the Albertville Outlet Mall, assistance with the establishment of sewer and water service and accompanying special assessments for over 225 homes in the City of St. Augusta, and assistance to the City of Albertville with the acquisition of land for and approval of an additional Interstate 94 exit ramp.

Mr. Couri has been continuously engaged in the practice of Municipal Law in Minnesota since 1991. Mr. Couri has been the City Attorney for the City of Albertville since 1992, the City of St. Augusta since 2000, the City of Rockford since 2002 and the City of Avon since 2008. Over the last 22 years, Mr. Couri has attended over 1,000 City Council meetings in his capacity as City Attorney. Mr. Couri's standing meeting commitments are the first and third Mondays of each month, and the first Tuesday of each month.

Mr. Couri is currently serving as the President of the Minnesota Association of City Attorneys, a position which helps coordinate continuing legal education training for all City Attorneys in Minnesota. Mr. Couri is also a regular presenter for the Government Training Service course "Basics of Planning and Zoning" which is offered several times each year to City Planning Commission and City Council members.

Robert Ruppe

Robert Ruppe is a partner with Couri & Ruppe. Mr. Ruppe received his Bachelor of Arts degree in both economics and history from the University of Illinois. He then received his Juris Doctorate from the University of San Francisco. Mr. Ruppe practiced as a litigator for ten years prior to joining Couri & Ruppe in 2000. Mr. Ruppe is admitted to practice in both the State of California since 1990 (license #148691) and the State of Minnesota since 2000 (license #0301644).

Mr. Ruppe has experience with annexations, development agreements, complex litigation, eminent domain litigation, misdemeanor prosecution, election law, road

establishment, special assessments, hazardous building litigation, and municipal contracts. Mr. Ruppe serves as City Attorney for the cities of Kingston since 2004, Onamia since 2007, Blomkest since 2008 and Nowthen since 2010. Mr. Ruppe's only standing meeting commitments are the first Monday and the second Tuesday of each month. Mr. Ruppe also represents a number of Townships.

Accessibility and Responsiveness

We at Couri & Ruppe believe very strongly in the philosophy that as City Attorneys, we should act as a fully integrated member of the City Staff. We view our job as one that works with other members of the City Staff to review issues and advise the City Council on the various options available to the City on a particular matter, recommending the option we feel is the best available. We believe that the City Attorney should advise the City Council in formulating City policy, but we recognize that only the City Council has the power to decide what each policy will be. We typically take direction from the City Administrator and City Council as to what legal matters we should perform work on. We encourage frequent contact between our office and City Staff so that all issues are freely and fully aired before the matter goes to the City Council for a decision.

Mr. Couri looks forward to having office hours at the City on the first and third Mondays. Mr. Couri has had set office hours with another City client and has found the experience very productive in providing better communication between the City Attorney and other City departments.

Both Mr. Couri and Mr. Ruppe would be accessible daily when not at City Hall. Mr. Couri currently has one standing meeting during regular business hours on the morning of the first and third Tuesdays of the month. His other meeting commitments are evening meetings on the first and third Monday evenings, and the first Tuesday evening. Mr. Couri is typically available by phone or email at all other times. Mr. Ruppe has no scheduled meeting commitments during regular business hours. Clients are encouraged to call Mr. Couri on his cell phone (612-751-9910) if he is out of the office. Mr. Ruppe can also be reached on his cell phone (612-210-8679) if he is out of the office.

It is our policy to return phone calls and emails on the same day. If we are out of the office when the call comes in, we will return the call the next day. If we are unable to return an email during business hours on the same day, we will often return it later the same evening, as we have access to our office emails both at the office and at home. We understand the importance of getting timely information to the City Staff and City Council members, as that information often translates directly into the issuance of a permit, the purchase of needed materials or the provision of services, all of which impact the public directly. While as City Attorney we represent the City Council, we fully

appreciate the fact that our broader mission is to ultimately help the City Council and City Staff serve the public.

Monthly Reporting & Computer Resources

We propose providing the City Council with a written monthly report for the Council agenda packet detailing the significant issues that we have worked on for the City. The monthly report serves to update the Council on the progress of legal matters and allows the Council a chance to inquire further on those matters of greatest interest to them. We have found this method of reporting to be very useful to the City Council and City Staff.

All computers in our office are networked and connected to high-speed internet. Our attorneys use and are proficient on Microsoft Word. In addition, Mr. Couri is proficient in Microsoft Excel and Powerpoint. The vast majority of our work is transmitted to our clients via email.

Mr. Couri has moved to a "paperless" office system and now keeps all his clients' files electronically. In addition, his main computer is a laptop, which he uses at all City Council and Staff meetings. This ensures that Mr. Couri has access to all of his files at any time, which in turn allows Mr. Couri to make requested changes to documents in real time at City Council or City Staff meetings, and allows those present at the meeting to collaborate in modifying the document as needed. Often times the revised document from a meeting will be in the City Administrator's email before the meeting ends. Our clients have found this nearly instant response time to be refreshing and very productive for City Staff.

Mr. Couri is familiar with the LaserFiche document system, having used it at the City of Albertville over the past several years.

Clients/Conflicts of Interest

Couri & Ruppe currently represents the City of Nowthen. While Mr. Ruppe is the attorney assigned to the City of Nowthen, approximately five years ago Mr. Couri assisted the City of Nowthen in drafting the Joint Powers Fire Protection Agreement between Burns Township (Nowthen's predecessor prior to incorporation in 2008) and the City of Ramsey. In drafting that contract, Mr. Couri worked very closely with Ramsey's Fire Chief, Dean Kapler. This joint powers agreement is the only issue that we believe can possibly give rise to a conflict of interest in the future, as it is the only standing agreement between Nowthen and Ramsey that we are aware of. We do not represent any other municipal governments that have any dealings with the City of Ramsey.

Unlike general practice law firms, we do not represent any private parties in the Ramsey area which may have business before the City of Ramsey. As a result, we do not anticipate any conflicts of interest involving the public at large in representing the City of Ramsey.

We also have an established procedure to reduce the likelihood of conflicts between our municipal clients. As such, prior to agreeing to represent a new municipal client, that client is checked against a list of existing municipal clients to ensure that no conflict or potential conflict exists. If a conflict exists, we decline representation of the new client.

No members of our firm have ever been sued for malpractice.

Several years ago a complaint with the Minnesota State Bar was filed against Mr. Ruppe stemming from a Notice of Violation letter Mr. Ruppe sent to an individual on behalf of a Township. Mr. Ruppe sent the letter to the individual as required by the Township's ordinance, but also sent a copy of the letter to his attorney. The substance of the complaint by the individual's attorney was that Mr. Ruppe sent the letter directly to the individual instead of the individual's attorney, as prescribed by the Rules of Professional Conduct (under the rule, attorneys are supposed to communicate with the other party's attorney, not directly with the other party; however the Township's Ordinance required that notice be sent to the property owner). The Office of Professional Responsibility reviewed the matter and issued a private reprimand. No other complaints have been filed with the State Bar, nor has any other discipline been imposed on any other members of the firm.

Insurance

Couri & Ruppe maintains general liability and legal malpractice insurance in the amount of \$2,000,000 per occurrence. Our carrier is Westport Insurance Corporation.

Attorney Continuing Legal Education

Mr. Couri is the current president of the Minnesota Association of City Attorneys and a member of the planning committee for the Annual City Attorney Educational Conference sponsored by Government Training Services. This group annually plans and puts on three days of continuing legal education seminars for Minnesota City Attorneys.

Fees

Couri & Ruppe proposes the following basis for compensation over the two-year life of the contract:

Attorneys

- \$140.00 per hour for all non-development municipal legal services performed (including litigation).
- \$160.00 per hour for all development-related municipal legal services for which the City is reimbursed by a developer.
- A flat rate of \$200 for the first two hours of City Council meetings, and \$140 per hour after the first two hours (no travel time is charged for City Council meetings), with attendance as requested by the City.
- We recognize that being appointed as City attorney will require that our office become familiar with the current status of many legal and development issues in the City. We expect that we will initially spend a substantial amount of time familiarizing ourselves with your City Staff, procedures, existing development agreements and contracts, and pending legal matters. This “ramp-up” time will not be billed to the City but will be absorbed by Couri & Ruppe.

Secretarial/Paralegal

- Secretarial services are not billed to clients.
- \$60 for all Paralegal services (e.g. litigation preparation, recorded document searches at the County Recorder’s Office, etc.)

Couri & Ruppe does not charge for in-house copies (except for litigation-related copies, which are charged at ten cents per page), fax copies, long distance charges, mileage or word processing. Travel time is charged from port to port at the attorney’s hourly rate, except as noted above.

When necessary, we do utilize computerized legal research. Because we currently subscribe to Westlaw’s Minnesota statute and caselaw databases, there are no separate Westlaw charges that are billed to our clients for research conducted in these databases. In the unlikely event research outside these databases would be necessary, any direct Westlaw service charges arising specifically from research conducted on behalf of the City would be passed through to the City at our cost.

All billings to the City of Ramsey will be in 15-minute increments, and will be accompanied by a detailed description of the individual services performed.

References

The following city references may be contacted at your convenience.

Adam Nafstad
City Administrator
City of Albertville
PO Box 9
Albertville, MN 55301
(763) 497-3106

Tina Lannes
Finance Director
City of Albertville
PO Box 9
Albertville, MN 55301
(763) 497-3106

Larry Kruse
City Administrator
City of Thief River Falls
405 3rd Street East
P.O. Box 528
Thief River Falls, MN 56701
218-691-2943

Bob Kroll
Mayor
City of St. Augusta
1914 250th Street
St. Augusta, MN 56301
(320) 654-0387

Joan Jauss
Clerk
Rice Lake Township
4107 W. Beyer Road
Duluth, MN 55803
218-721-3448

Training Sessions

Couri & Ruppe believes very strongly in continuing training for both our attorneys and our clients. Having extensive experience in planning and presenting training sessions for municipal attorneys and municipal officials, we believe that similar training for the Ramsey City Council members and interested staff would be beneficial to the City. If retained as the City Attorney for Ramsey, we propose to conduct two legal seminar workshops for the City Council members and City Staff at no charge to the City. We propose to address those topics that arise most frequently among our other City clients (typically Open Meeting Law, conflict of interest and decisions on zoning issues) as well as any topics of particular interest to the City Council members.

Conclusion

Because Municipal Law has become increasingly complex, many cities have moved away from the general legal practitioner and have chosen instead to retain a law firm that specializes in representing municipalities. As you can see from the information provided above, Couri & Ruppe concentrates nearly all of its practice in Municipal Law. We believe this experience provides exceptional value to our clients and allows our clients to benefit from the experience of other cities which have addressed similar issues.

We appreciate your taking the time to review this proposal. We believe that Couri & Ruppe will provide the City of Ramsey with the experience and knowledge required to address all policy and legal issues that come before the City in a timely and efficient manner.

We encourage you to contact our references, and we look forward to an interview with your City Council should the City so desire. Please feel free to contact us should you require any additional information, or if you have any questions regarding this proposal. Thank you.

Sincerely,



Michael C. Couri

Couri & Ruppe, P.L.L.P.