

## Relationships. Resources. Results.

### Prepared for: Pinellas County Board of County Commissioners

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*Request for Proposal #145-0140-P (SS)  
Charter Review Commission Legal Services  
May 28, 2015*

#### **Presented by:**

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## Section A – Proposal Signature Page


<b>SUBMIT TO:</b>  PINELLAS COUNTY BOARD OF COUNTY COMMISSIONERS 400 S. FT. HARRISON AVENUE ANNEX BUILDING – 6 <sup>TH</sup> FLOOR CLEARWATER, FL 33756	 <b>REQUEST FOR PROPOSAL</b>
<b>ISSUE DATE:</b> <b>May 5, 2015</b>	<b>PROPOSAL SUBMITTALS RECEIVED AFTER SUBMITTAL DATE &amp; TIME WILL NOT BE CONSIDERED</b>
<b>TITLE: Charter Review Commission Legal Services</b>	<b>RFP NUMBER: 145-0140-P (SS)</b>
<b>SUBMITTAL DUE: May 28, 2015 @ 3:00 P.M.</b> <b>AND MAY NOT BE WITHDRAWN FOR 120 DAYS FROM DATE LISTED ABOVE.</b>	<b>PRE-PROPOSAL DATE &amp; LOCATION: NOT APPLICABLE</b>
<b>DEADLINE FOR WRITTEN QUESTIONS: May 18, 2015 BY 3:00 P.M.</b> <b>SUBMIT QUESTIONS TO: SUE STEELE, CPPB AT <a href="mailto:ssteele@pinellascounty.org">ssteele@pinellascounty.org</a></b> <b>Phone: 727-464-4776 Fax: 727-464-3925</b>	
<b>THE MISSION OF PINELLAS COUNTY</b> Pinellas County Government is committed to progressive public policy, superior public service, courteous public contact, judicious exercise of authority and sound management of public resources to meet the needs and concerns of our citizens today and tomorrow.	 JOSEPH LAURO, CPPB/CPPB Director of Purchasing

### PROPOSER MUST COMPLETE THE FOLLOWING

NO CHANGES REQUESTED BY A PROPOSER WILL BE CONSIDERED AFTER THE RFP OPENING DATE AS ADVERTISED. BY SIGNING THIS PROPOSAL FORM YOU ARE ATTESTING TO YOUR AWARENESS OF THIS POLICY AND ARE AGREEING TO ALL OTHER PROPOSAL TERMS AND CONDITIONS, INCLUDING ALL INSURANCE REQUIREMENTS.

**PROPOSER (COMPANY NAME):** GrayRobinson, P.A. **D/B/A** \_\_\_\_\_  
**MAILING ADDRESS:** 401 E. Jackson Street, Suite 2700 **CITY / STATE / ZIP** Tampa, FL 33602  
**COMPANY EMAIL ADDRESS:** david.smith@gray-robinson.com  
**\*REMIT TO NAME:** GrayRobinson, P.A. **PHN:** (813) 273-5000 **FAX:** (813) 273-5145  
(As Shown On Company Invoice) **FEIN#** 591300132 **CONTACT NAME:** David L. Smith  
Proper Corporate Identity is needed when you submit your proposal, specifically how your firm is registered with the Florida Division of Corporations. Please visit [www.sunbiz.org](http://www.sunbiz.org) for this information. **PRINT NAME:** David L. Smith  
**EMAIL ADDRESS:** david.smith@gray-robinson.com

I HEREBY AGREE TO ABIDE BY ALL TERMS AND CONDITIONS OF THIS RFP, INCLUDING ALL INSURANCE REQUIREMENTS & CERTIFY I AM AUTHORIZED TO SIGN THIS RFP FOR THE PROPOSER.

**AUTHORIZED SIGNATURE:**   
**PRINT NAME/TITLE:** David L. Smith, Shareholder

THIS FORM MUST BE RETURNED WITH YOUR RESPONSE

## Section B – Proposal Requirements

a) A separate statement describing the Proposer's qualifications and experience in providing the same of similar services as outlined in the RFP Scope of Work. This description should include the names of the person(s) who will provide the services, including any subcontractors, their qualifications, and the years of experience in performing this type of work/services. Also include the reference information requested in Section D.

The key personnel outlined in this RFP response are qualified and have experience providing the same or similar services as are outlined in the Pinellas County Charter Review Commission ("CRC") RFP Scope of Work. Throughout the many years that the firm has represented local governments, proposed lead attorneys David L. Smith, Thomas A. Cloud and Thomas J. Wilkes have established and maintained effective working relationships with countless public officials, management, staff, and the general public. We understand the need to communicate, not just with the Commission and its staff, but also with all stakeholders, who often include the affected citizens, property owners, and taxpayers.

David Smith, Tom Cloud, and Tom Wilkes have a long history of successfully representing government entities. GrayRobinson is exceptionally qualified to service Pinellas County not only because of our 40+ years of experience in local government law, (including one of our proposed attorneys' nearly 20 years as the Orange County Attorney and as an Assistant Orange County Attorney,) our years of work on county-charter legal issues, our years of work with and for county constitutional officers, but also because our attorneys have served as voting members and/or chairs of at least three charter revision commissions. Our attorneys have seen and lived firsthand, the charter review process, not just as legal counsel but also as members and chairs.

### *Charter-Revision Procedural Innovations*

While chairing the Charter Review Commission for Orange County in 2004, Tom Wilkes developed a format for charter amendments that allowed that CRC's proceedings to be properly formal and ensured that the record of the proceedings would be properly memorialized.

The format for the charter amendments took two forms. First, an amendment proposed by a commission member entitled "Proposed Charter Amendment 2004-\_" This heading distinguished the document from those amendments that were actually approved by the commission for referendum, which were labeled "Approved Charter Amendment 2004-." This format was roughly analogous to the difference between a bill and a law in the legislative process.

Aside from the title, the format for each proposed and approved amendment was uniform. Section 1 contained the actual amending provisions, in the legislative style of striking through deleted language and underscoring added language.

Section 2 provided "legislative intent" for the amendment. Memorializing a charter commission's intent can be quite helpful in the future, not just legally, but also politically and administratively. It provides documentation of the thinking of the charter commission, particularly regarding aspects of an amendment that the charter commission discusses, but that otherwise are not appropriate or amenable for insertion into the charter.

Section 3 of each amendment contained a ballot title and a ballot summary. Thus, in deciding whether to approve an amendment, the charter commission had before it the crucial ballot language.

Finally, Section 4 set forth special directions and authority regarding codification and conforming changes, and Section 5 set forth pertinent effective dates.

A standardized, uniform format for proposed and approved amendments has several benefits for a charter-review process. Perhaps most important, it provides to all commission members, as well as the public and the press, the needed certainty as to what is actually being proposed. That type of formalization allows the commission, the public, and the press to avoid confusion regarding procedural issues. The result is that commission members get quickly to the most important part of their duties: determining whether proposed amendments have merit.

We will be pleased to provide samples of the format upon request.

### *Innovative Uses of Charter Amendments*

As both a charter-commission member and as Orange County Attorney, Tom Wilkes used charter amendments in Orange County to advance community goals and protect community values. Specifically, he used the charter to impose a countywide limitation on the power to allow casino gambling and to establish countywide regulatory standards for "adult entertainment" and for residential rezoning that aggravate school overcrowding.

**Casino Gambling.** In 1996, perhaps the height of the effort by gambling interests, until recent years, to penetrate Florida, Tom drafted Section 107 of the Orange County Charter pertaining to casino gambling. The amendment was offered to the voters in March, 1996 and approved overwhelmingly.

The effect of that section is to shift the power to approve casino gambling from the county and all its cities to the voters. No permits or other approvals by either Orange County or any of its cities can occur lawfully until casino gambling has first been approved at a countywide referendum. If it is ever held, that referendum will have to be in addition to and not replaced by, a statewide referendum that would amend the state constitution to allow casino gambling.

Within months after Orange adopted this 1996 amendment, Seminole and Osceola Counties followed and amended their charters using the same language. Although it is impossible to prove cause and effect, the gambling interests seemed largely to drop their efforts back then and, at least for a number of years, to abandon Florida as a potential market after Orange, Osceola, and Seminole Counties adopted these casino-gambling charter amendments drafted by Tom.

**School Overcrowding.** In 2004, Tom drafted Charter Amendment 2004-6, which limited the ability of both Orange County and each city in Orange County to approve residential rezoning where school overcrowding existed. The amendment was approved by a large margin of voters and serves to require a residential rezoning to be approved by both the county commission and the city council, regardless of which has jurisdiction over the rezoning, if the affected schools are overcrowded. The amendment eased tensions that arose when a city approved new residential development that would aggravate already-overcrowded schools. School parents and other citizens living outside the city's boundaries felt powerless to stop the city council's approval. A county commissioner proposed the charter amendment, but it was Tom who drafted the charter language that allowed the concept to take shape and form.

**"Adult Entertainment."** As Orange County Attorney, Tom prepared and offered an amendment in 1996 to prevent owners of "adult entertainment" establishments from shopping between jurisdictions to get the least restrictive regulations. He prepared an amendment that extended the county's adult-entertainment ordinance into a city if the city

did not set regulatory standards at least as rigorous as the county's ordinance. The charter amendment put a stop to topless bars and adult bookstores looking for cities with lower levels of regulation and restriction. The charter amendment headed off what could have been a serious problem and a substantial proliferation of those types of less-than-desirable establishments.

Upon request, we will be pleased to provide copies of the several charter amendments described above.

### *The Library District "Charters" for Orange and Alachua Counties*

In addition to his extensive expertise with county-charter matters, Tom drafted the Orange County Library District Act, which is the special act (Chapter 80-555, Laws of Florida) that constitutes the charter for the Orange County Library District. That charter has enabled Orange County to develop unquestionably one of the finest library systems in Florida, if not the Southeast United States.

A number of the sections in the "charter" for the Alachua County Library District (Chapter 98-502, Laws of Florida) appear to have been modeled from the Orange County Act that Tom drafted.

### *Charter-Litigation Experience*

The goal of the legal counsel to the Pinellas County Charter Review Commission is, of course, to avoid litigation by ensuring that there is no clear path for a litigant to try to upend an amendment approved by the Charter Review Commission. However, litigation happens, even to the best of charter-commission proceedings.

If litigation erupts as a result of the charter-review process, the selection of legal counsel to defend the challenged amendment will depend on the circumstances. In most cases, by far, the county attorney will not have a conflict and will be best to defend the amendment. That would unquestionably be the preferred result.

However, there can be situations where the county attorney has a political or legal conflict and may want or need to stay removed from the judicial proceedings. For example, if a charter commission proposes an amendment that the county commission strongly opposes, the county attorney can be caught in a substantial political conflict of interest and may need to remove himself or herself from the case.

In those cases, GrayRobinson can and will defend a charter commission from challenges to its work. Our attorneys were involved in several lawsuits attacking the validity of the Orange County charter, either in whole or with regard to its various parts. Every lawsuit initiated during this tenure was successfully defended. The lawsuits included challenges to individual amendments and a voting-rights case challenging the charter as a whole. The firm has the experience that the Charter Review Commission will need in the unlikely event litigation occurs.

Upon request, the firm will be pleased to provide summaries of the numerous charter-related lawsuits in which our attorneys were involved.

### *Attorney Biographies*

#### **David L. Smith**

For over three decades, David has been a real estate and land use and local government law attorney. His practice includes obtaining state and local government regulatory approvals and all matters attendant to the acquisition, development and utilization of real property. He has been responsible for the application and approval of multiple



Developments of Regional Impact. David has prepared, filed and obtained approval for residential and mixed-use fee simple and condominium projects. He has also documented and obtained approval for multi-use commercial, marina, retail and residential timeshare projects, including a multiphase, mixed-use timeshare residential, commercial marina project in Key West. David has assisted multistate developers with foreign jurisdiction sale solicitation requirements for projects in Florida and St. Croix. He has represented numerous lending institutions in drafting the documentation and closing all manner of real estate and commercial loans. He has worked in special assets, assisting bankruptcy practitioners with the implications of complicated business and real estate transactions. David has issued title insurance in conjunction with loans, acquisitions and developments in state and multi-state undertakings as aggregate refinancings or exchanges. He has prepared mobile home park prospectuses and a wide variety of leases as well as other real estate and development-related documentation. He also served as Tampa City attorney for more than four years and was involved in all aspects of the city's legal concerns, including drafting ordinances, representing the city in Tallahassee, overseeing all litigation and serving as legal adviser to the mayor, the city council and the various department heads. David has served as General Counsel for the Hillsborough Transit Authority (HART) and as special counsel for other special districts, municipalities and counties.

**Thomas A. Cloud, B.C.S.**

Tom is a shareholder in the law firm of GrayRobinson and is the head of the firm's Public Law Department. In addition to serving as city attorney to five Florida cities, Tom has represented over 60 cities and 20 counties in Florida in a variety of local government issues. He has extensive state and local government experience in county, municipal, annexation, charter, franchising, energy, water, environmental, land use, zoning, and all aspects of city, county, and local government law for 35 years. Tom has represented both cities and counties in the preparation and amendment of charters. He is certified in city, county and local government law by the Florida Bar.

**Thomas J. Wilkes**

As a shareholder at GrayRobinson, Tom Wilkes served on the 1986 and 1988 charter commissions that resulted in sweeping changes to the form of government for Orange County, Florida including the creation of the county office known as the Orange County Mayor. Then, in 1990, the first Orange County Mayor, Linda Chapin, asked Tom to serve as her county attorney. He accepted the offer, resigned from GrayRobinson, became the County Attorney and stayed in the position for 12 years, serving under three county mayors (Chapin, Mel Martinez and Rich Crotty) and gaining a reputation statewide as a practitioner in local government law. In 2001, his leadership resulted in the County Attorney's Office being given the ABA's Jefferson Fordham Award for government law-office accomplishment – recognition that the office was perhaps the top government law office in the nation.

After returning to GrayRobinson in 2002, Tom was once again appointed to serve on an Orange County Charter Review Commission. He was appointed to the 2004 Charter Commission by then-County Commissioner (now County Mayor) Teresa Jacobs and was elected by the Charter Review Commission members to serve as the commission chairman. Tom went beyond just chairing the meetings. He developed a format for both "proposed" and "approved" charter amendments that clarified exactly the charter changes being proposed in each amendment, set forth the precise ballot wording, and memorialized the CRC's intent for each amendment. The effect of the format, copies of which will be provided upon request, was to foster clarity, orderliness, and ultimately public trust in the Charter Commission's work.

*Please see Appendix for full attorney biographies.*

### GrayRobinson

Throughout its history, GrayRobinson's consistent and exceptional representation of governmental clients has served as the bedrock of its business model. The Firm possesses extensive experience and expertise in local government law, litigation, legislative and agency lobbying, code enforcement, real estate law, commercial transaction law, taxation and public finance, and construction law. The firm developed these skills initially while serving as the Orange County Attorney during the 70s and 80s. Since that time, the firm has represented governments, businesses, and individuals in thousands of federal, state, and local matters. The list below outlines those public entity clients currently or recently represented by GrayRobinson.

American College of Physician Executives	Lake County
Baker County Property Appraiser	Lakeland Downtown Development Authority
Barefoot Bay Recreation District	Leon County
Bay County	Levy County School Board
Bay County Tax Collector	Madison County Property Appraiser
Bay Medical Center	Manatee Community College
Bradford County District School Board	Manatee County Property Appraiser
Bradford County Tax Collector	Manatee County School District
Brevard County Contractors' Licensing Board	Manatee County, Florida
Brevard County Clerk's Office	Marion County
Broward Sheriff's Office	Melbourne Airport Authority
Canaveral Port Authority	Miami Community Redevelopment Agency
Charlotte County Property Appraiser	Miami-Dade County Public Schools
Charlotte County Tax Collector	Monroe County
Central Florida Regional Transportation Authority (LYNX)	Monroe County Clerk of Court
Citizens Property Insurance Corporation	Monroe County Tax Collector
Citrus County	Monroe County Property Appraiser
Citrus County Property Appraiser	Munroe Regional Health System
City of Boynton Beach	Naranja Lakes Community Redevelopment Agency
City of Bunnell	North Brevard Country Hospital District
City of Cape Coral	North Brevard County Hospital District, d/b/a Parrish Medical Center
City of Coconut Creek	North Broward Hospital District, d/b/a Broward Health
City of Coral Gables	North Miami Beach Community Redevelopment Agency
City of Deerfield Beach	North Miami Community Redevelopment Agency
City of Deland	North Naples Fire Control District
City of Doral	Orange County
City of Dunedin	Orange County Library District
City of Ft. Meade	Orange County Property Appraiser
City of Ft. Myers	Orange County Sheriff, Office of
City of Groveland	Osceola County Tax Collector
City of Hialeah	Palm Bay Utilities
City of Hollywood	Palm Beach State College
City of Key West	Pasco County Medical Center



City of Kissimmee	Pasco County Property Appraiser
City of Lakeland	Pasco County School Board
City of Largo	Pasco County, FL
City of Longwood	Pinellas County Housing Authority
City of Melbourne	Pinellas County Sheriff's Office
City of Miami	Pinellas Suncoast Transit Authority (PSTA)
City of Miramar	Polk County
City of Naples	Polk County Tax Collector
City of North Miami	Putnam County Property Appraiser
City of North Miami Beach	Ringling College of Art and Design
City of Ocoee	Sarasota Manatee Airport Authority
City of Orlando	Sarasota Memorial Hospital
City of Oviedo	Sebastian Inlet District
City of Palm Bay	Secretary of State for Foreign & Commonwealth Affairs
City of Pembroke Pines	Seminole County Property Appraiser
City of Pinellas Park	Seminole State College of Florida
City of Pompano Beach	South Bay Community Development District
City of Port St. Lucie	South Broward Hospital District d/b/a Memorial Health System
City of South Pasadena	Southwest Florida Water Management District
City of St. Pete Beach	St. Johns County Property Appraiser
City of Tampa	St. Lucie County
City of Valparaiso	St. Lucie County Clerk of Court
City of Wauchula	St. Lucie County Property Appraiser
City of Winter Park	St. Lucie County Tax Collector
Clearwater Cay Community Development District	St. Petersburg College
Eastern Florida State College	Tampa Bay Water
Emerald Coast Utilities Authority	Tampa Port Authority
Escambia County Tax Collector	Taylor County Property Appraiser
First Florida Governmental Financing Commission	Taylor County Supervisor of Elections
Flagler County Property Appraiser	Taylor County Tax Collector
Florida Agricultural and Mechanical University (FAMU)	Tohopekaliga Water Authority
Florida Department of Financial Services, Division of Risk Management	Town of Atlantis
Florida Department of State	Town of Belleair
Florida Gulf Coast University	Town of Howey-in-the-Hills
Florida Hospital College of Health Science	Town of Lantana
Florida House of Representatives	Town of Manalapan
Florida Insurance Guaranty Association	Town of Medley
Florida Keys Mosquito Control District	Town of Melbourne Beach
Florida Lottery	Town of Montverde
Florida Prepaid College Foundation, Inc.	Town of Palm Beach
Florida State College at Jacksonville	Town of South Palm Beach
Florida State University	Town of Surfside

Florida State University Research Foundation, Inc.	Town of Windermere
Gilchrist County School Board	University of Central Florida
Hallendale Beach Community Redevelopment Agency	University of Florida Board of Trustees
Health Care District of Palm Beach County - District Hospital Holdings, Inc. d/b/a Lakeside Medical Center	University of North Florida
Hideaway Beach District	University of South Florida
Highlands County Tax Collector	University of South Florida Research Foundation
Hillsborough Area Regional Transit (HART)	Valencia College
Hillsborough County School Board	Village of Palm Springs
Indian River State College	Volusia County Schools
Jackson County Property Appraiser	Volusia Growth Management Commission (VGMC)
Jefferson County Clerk of Court	Workforce Central Florida
Lafayette County School Board	

### *Vendor References*

Also found in Section D.

- |  |  |
|--|--|
| <p><b>1) Harry (Chip) Morrison, Esquire</b><br/> <b>Florida League of Cities</b><br/>           301 S. Bronough Street, Suite 300<br/>           P.O. Box 1757<br/>           Tallahassee, Florida 32302-1757<br/>           850-222-9684; 800-342-8112 toll free;<br/>           cmorrison@flcities.com</p> | <p><b>3) Fred Hilliard, City Manager</b><br/> <b>City of Fort Meade</b><br/>           8 West Broadway (33841)<br/>           P.O. Box 856<br/>           Fort Meade, FL 33841-0856<br/>           863-285-1100, ext. 232<br/>           fhilliard@cityoffortmeade.com</p> |
| <p><b>2) Patricia R. Jackson, City Manager</b><br/> <b>City of Polk City</b><br/>           123 Broadway Blvd. SE<br/>           Polk City, FL 33868<br/>           863-984-1375, ext. 237;<br/>           patricia.jackson@mypolkcity.org</p>   | <p><b>4) Al Higginbotham, Commissioner</b><br/> <b>Hillsborough County</b><br/>           601 E. Kennedy Blvd.<br/>           Tampa, FL 33602<br/>           813-272-5735<br/>           higginbothama@hillsboroughcounty.org</p>  |

**b) A separate written narrative describing the methods and/or manner in which the Proposer proposes to satisfy the requirements of the Scope of Work set out in Section E.**

GrayRobinson attorneys are qualified and prepared to service the CRC in the Scope of Work as described below:

- GrayRobinson attorneys will provide legal advice to the CRC on issues relating to the 2015-2016 Charter Review process;
- GrayRobinson attorneys will work with CRC facilitator and staff, as well as legislators, County staff, municipal staff, citizens, and other interested persons on issues and matters before the CRC;
- GrayRobinson attorneys will attend meetings of the CRC;
- GrayRobinson attorneys will perform research and prepare legal memoranda, resolutions, ballot provisions and other appropriate legal documents;
- GrayRobinson will provide any other legal services related to the duties and responsibilities of the CRC.

6. GrayRobinson acknowledges that our attorneys shall be prohibited from representing other clients whose interests are adverse to that of Pinellas County or the CRC, or whose case(s) requires filing any form of litigation against Pinellas County or the CRC.

**c) A separate proposed Statement of Work (Proposer's Statement of Work) that enumerates and defines the work/services that Proposer will provide to the County to complete the Scope of Work in this RFP, including each task, deliverable, and/or goods or products comprising the services Proposer will provide, as well as a proposed completion schedule for each task or deliverable, if applicable. The Proposer's Statement of Work shall be in a form that can be incorporated into the Services Agreement as an Exhibit at the County's option.**

GrayRobinson will complete tasks and provide deliverables necessary to meet or exceed the Scope of Work outlined in this RFP as stated in item b, above. The schedule of work and date of completion will be dependent upon the requirements and timetable of the CRC.

David Smith, Tom Cloud and Tom Wilkes will be the main contacts for the Pinellas County Charter Review Commission and have the ability to speak and commit the firm in connection with any actions required/needed.

In addition to the team's own experience, David, Tom and Tom will have the ability to call upon the vast experience and qualifications of nearly 300 GrayRobinson attorneys, government consultants and other professional staff. These attorneys come from various professional backgrounds, including government, private industry and law firms.

Under the leadership of our team, GrayRobinson has the capacity to provide the full scope of legal services for the County. To help ensure a successful relationship, we propose an approach that includes frequent and on-going communication, including attendance at all appropriate meetings of the leadership of the County and any other meetings pertaining to its state legislative agenda. We will work with County leadership to ensure we understand both the immediate and long-term goals that are key to the success of the County and the advancement of its strategic plan.

**d) The proposed compensation to be paid by the County for the services identified in the Proposer's Statement of Work required in subsection 2(c) above, including the methodology for determining the compensation. Unless the method of compensating Proposer for the services is otherwise specified in Section B, paragraph 5 of this RFP, Proposer shall specify the total not-to-exceed compensation based on: (i) a lump sum not-to-exceed amount; (ii) time and materials with a not-to-exceed amount;(iii) milestone payments upon completion of identified tasks or deliverables; (iv) percentage of completion of the services; or (v) any other proposed method of compensation.**

**Proposed hourly rates for work done for the CRC**

Description	Hourly Rate
All Billing - Attorneys	\$200 (except during travel time to and from meetings which will be invoiced at below)
Travel Lump Sum Not to Exceed	\$140

The agreed to compensation will include all standard day-to-day administrative, overhead and internal expenses; including, but not limited to:

- costs of bonds and insurance premiums as required by this RFP
- computer/software
- support
- equipment and usage
- office supplies
- telephone charges
- safety equipment
- emails
- consumables
- electronic data transmission fees
- other consulting services
- standard copier usage
- special presentations
- fax charges
- regular and certified postage

Proposed compensation for travel and lodging expenses will be included in a separate lump sum proposal and expenses incurred based on prior written approval will be paid in accordance with Florida Statute 112.061, pursuant to the terms of the Legal Services Agreement.

**e) Any exceptions to any section of this RFP.**

GrayRobinson does not have any exceptions to the terms and conditions contained in this RFP or the Services Agreement.

## Section C – Certificate(s) of Insurance

Client#: 1405411

131GRAYROB

ACORD™

### CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)  
4/16/2015

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> BB&T - J. Rolfe Davis PO Box 4927 Orlando, FL 32802-4927 407 691-9600		<b>CONTACT NAME:</b> PHONE (A/C, No, Ext): 407 691-9600 FAX (A/C, No): 888-635-4183 E-MAIL ADDRESS:		
<b>INSURED</b> GrayRobinson PA P.O. Box 3068 Orlando, FL 32802		<b>INSURER(S) AFFORDING COVERAGE</b>		<b>NAIC #</b>
		INSURER A : National Fire Ins Co of Hartfrd		20478
		INSURER B : Valley Forge Insurance Co		20508
		INSURER C : Transporation Insurance Co		20494
		INSURER D : Hartford Ins Co of Southeast		38261
		INSURER E :		
INSURER F :				

#### COVERAGES

CERTIFICATE NUMBER: 15-16Master

REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL SUBR INSR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	GENERAL LIABILITY		6012395102	04/15/2015	04/15/2016	EACH OCCURRENCE \$1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$1,000,000 MED EXP (Any one person) \$5,000 PERSONAL & ADV INJURY \$1,000,000 GENERAL AGGREGATE \$2,000,000 PRODUCTS - COMP/OP AGG \$1,000,000 \$
	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY					
	<input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR					
	GEN'L AGGREGATE LIMIT APPLIES PER:					
	<input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC					
B	AUTOMOBILE LIABILITY		6012395133	04/15/2015	04/15/2016	COMBINED SINGLE LIMIT (Ea accident) \$1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
	<input type="checkbox"/> ANY AUTO					
	<input type="checkbox"/> ALL OWNED AUTOS	<input type="checkbox"/> SCHEDULED AUTOS				
	<input checked="" type="checkbox"/> HIRED AUTOS	<input checked="" type="checkbox"/> NON-OWNED AUTOS				
C	<input checked="" type="checkbox"/> UMBRELLA LIAB	<input type="checkbox"/> OCCUR	6012395116	04/15/2015	04/15/2016	EACH OCCURRENCE \$15,000,000 AGGREGATE \$15,000,000 \$
	<input type="checkbox"/> EXCESS LIAB	<input type="checkbox"/> CLAIMS-MADE				
	<input type="checkbox"/> DED <input checked="" type="checkbox"/> RETENTION \$10000					
D	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY	<input checked="" type="checkbox"/> Y / N	21WBAF3508	08/09/2014	08/09/2015	<input checked="" type="checkbox"/> WC STATU-TORY LIMITS <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$1,000,000 E.L. DISEASE - EA EMPLOYEE \$1,000,000 E.L. DISEASE - POLICY LIMIT \$1,000,000
	ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH)	<input checked="" type="checkbox"/> N	N/A			
	If yes, describe under DESCRIPTION OF OPERATIONS below					

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

Additional Insured status is granted with respects to General Liability if required by written contract per form "NonContractor's Blanket Additional Insured Endorsement" form #G134802C (11/04).

#### CERTIFICATE HOLDER

Gray Robinson, PA  
P.O. Box 3068  
Orlando, FL 32802-3068

#### CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

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ACORD 25 (2010/05) 1 of 1  
#S14041808/M14034201

The ACORD name and logo are registered marks of ACORD

PSBE





## CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)  
03/24/2015

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

**IMPORTANT:** If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> MCGRIFF, SEIBELS & WILLIAMS OF GEORGIA, INC. 5605 Glenridge Drive - Suite 300 Atlanta, GA 30342	<b>CONTACT NAME:</b> <b>PHONE (A/C, No, Ext):</b> 404 497-7500 <b>FAX (A/C, No):</b> <b>E-MAIL:</b> <b>ADDRESS:</b>														
<b>INSURED</b> GrayRobinson, P.A. 301 East Pine Street, Suite 1400 Orlando, FL 32801	<table border="1"><thead><tr><th>INSURER(S) AFFORDING COVERAGE</th><th>NAIC #</th></tr></thead><tbody><tr><td>INSURER A :AXIS Insurance Company</td><td>37273</td></tr><tr><td>INSURER B :Ironshore Indemnity Inc.</td><td>23647</td></tr><tr><td>INSURER C :Scottsdale Insurance Company</td><td>41297</td></tr><tr><td>INSURER D :QBE Insurance Corporation</td><td>39217</td></tr><tr><td>INSURER E :</td><td></td></tr><tr><td>INSURER F :</td><td></td></tr></tbody></table>	INSURER(S) AFFORDING COVERAGE	NAIC #	INSURER A :AXIS Insurance Company	37273	INSURER B :Ironshore Indemnity Inc.	23647	INSURER C :Scottsdale Insurance Company	41297	INSURER D :QBE Insurance Corporation	39217	INSURER E :		INSURER F :	
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INSURER D :QBE Insurance Corporation	39217														
INSURER E :															
INSURER F :															

### COVERAGES

CERTIFICATE NUMBER:DKSLV7XP

REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
	<b>COMMERCIAL GENERAL LIABILITY</b> <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR  GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:						EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COMP/OP AGG \$ COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
	<b>AUTOMOBILE LIABILITY</b> <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS						
	<b>UMBRELLA LIAB</b> <input type="checkbox"/> OCCUR <b>EXCESS LIAB</b> <input type="checkbox"/> CLAIMS-MADE DED <input type="checkbox"/> RETENTION \$						EACH OCCURRENCE \$ AGGREGATE \$
	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) <input type="checkbox"/> Y / N If yes, describe under DESCRIPTION OF OPERATIONS below		N/A				PER STATUTE <input type="checkbox"/> OTH-ER <input type="checkbox"/> E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$
A B C D	Lawyers Professional Liability Excess Lawyers Professional Liability Excess Lawyers Professional Liability Excess Lawyers Professional Liability			MGN 751410/01/2015 000185105 LXS0000584 QPL0015445	03/21/2015	03/21/2016	Please see below \$ \$ \$ \$

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

Carrier A - \$10MM Claim / \$10MM Agg x/s of \$250,000 Claim / \$500,000 Agg Retention  
Carrier B - \$10MM Claim / \$10MM Agg x/s \$10MM Claim / \$10MM Agg  
Carrier C - \$10MM Claim / \$10MM Agg x/s \$20MM Claim / \$20MM Agg \*\*  
Carrier D - \$10MM Claim / \$10MM Agg x/s \$30MM Claim / \$30MM Agg

\*\*THIS INSURANCE IS ISSUED PURSUANT TO THE FLORIDA SURPLUS LINES LAW. PERSONS INSURED BY SURPLUS LINES CARRIERS DO NOT HAVE THE PROTECTION OF THE FLORIDA INSURANCE GUARANTY ACT TO (continued next page)

### CERTIFICATE HOLDER

### CANCELLATION

FOR INFORMATION PURPOSES ONLY	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.  AUTHORIZED REPRESENTATIVE 
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AGENCY CUSTOMER ID: \_\_\_\_\_  
LOC #: \_\_\_\_\_



**ADDITIONAL REMARKS SCHEDULE**

Page 2 of 2

<b>PRODUCER</b> MCGRUFF, SEIBELS & WILLIAMS OF GEORGIA, INC.		<b>INSURED</b> GrayRobinson, P.A.
<b>POLICY NUMBER</b>		
<b>CARRIER</b>	<b>NAIC CODE</b>	
		<b>ISSUE DATE:</b> 03/24/2015

**ADDITIONAL REMARKS**

THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,

FORM NUMBER: \_\_\_\_\_ FORM TITLE: \_\_\_\_\_

(continued from previous page)

THE EXTENT OF ANY RIGHT OF RECOVERY FOR THE OBLIGATION OF AN  
INSOLVENT UNLICENSED INSURER. SURPLUS LINES INSURERS' POLICY RATES AND FORMS ARE NOT APPROVED BY ANY FLORIDA  
REGULATORY AGENCY.

## Section D – Vendor References

145-0140-P (SS)

Page 13 of 24

### SECTION D – VENDOR REFERENCES

**Proposal Title: Charter Review Commission Legal Services**

**Proposal Number: 145-0140-P (SS)**

THE FOLLOWING INFORMATION IS REQUIRED IN ORDER THAT YOUR PROPOSAL MAY BE REVIEWED AND PROPERLY EVALUATED.

COMPANY NAME: GrayRobinson, P.A.

LENGTH OF TIME COMPANY HAS BEEN IN BUSINESS: 45 years

BUSINESS ADDRESS: 401 E. Jackson Street, Suite 2700, Tampa, FL 33602

HOW LONG IN PRESENT LOCATION: 1 year, 7 months

TELEPHONE NUMBER: 813-273-5000

FAX NUMBER: 813-273-5145

TOTAL NUMBER OF CURRENT EMPLOYEES: 645 FULL TIME 31 PART TIME

NUMBER OF EMPLOYEES YOU PLAN TO USE TO SERVICE THIS CONTRACT: 6 Total: 3 attorneys, 3 legal assistants

**All references will be contacted by a County Designee via email, fax, mail or phone call to obtain answers to questions, as applicable before an evaluation decision is made.**

Proposers must have experience in work of the same or similar nature, and must provide references that will satisfy the County. Proposer must furnish a reference list of at least four (4) customers for whom they have performed similar services.

LOCAL COMMERCIAL AND/OR GOVERNMENTAL REFERENCES THAT YOU HAVE PREVIOUSLY PERFORMED SIMILAR CONTRACT SERVICES FOR:

- |   |   |
|---|---|
| 1.<br>COMPANY: <u>Florida League of Cities</u><br>ADDRESS: <u>301 S. Bronough St., Ste. 300, Tallahassee, FL 32302</u><br>TELEPHONE/FAX: <u>800-342-8112</u><br>CONTACT: <u>Harry (Chip) Morrison, Esq.</u><br>CONTACT EMAIL: <u>cmorrison@flcities.com</u><br>COMPANY EMAIL ADDRESS: <u>cmorrison@flcities.com</u> | 2.<br>COMPANY: <u>City of Polk City</u><br>ADDRESS: <u>123 Broadway Blvd. SE, Polk City, FL 33868</u><br>TELEPHONE/FAX: <u>863-984-1375 x237</u><br>CONTACT: <u>Patricia Jackson, City Manager</u><br>CONTACT EMAIL: <u>patricia.jackson@mypolkcity.org</u><br>COMPANY EMAIL ADDRESS: <u>patricia.jackson@mypolkcity.org</u>  |
| 3.<br>COMPANY: <u>City of Fort Meade</u><br>ADDRESS: <u>8 West Broadway, Fort Meade, FL 33841</u><br>TELEPHONE/FAX: <u>863-285-1100 x232</u><br>CONTACT: <u>Fred Hilliard, City Manager</u><br>CONTACT EMAIL: <u>fhilliard@cityoffortmeade.com</u><br>COMPANY EMAIL ADDRESS: <u>fhilliard@cityoffortmeade.com</u>   | 4.<br>COMPANY: <u>Hillsborough County</u><br>ADDRESS: <u>601 E. Kennedy Blvd., Tampa, FL 33602</u><br>TELEPHONE/FAX: <u>813-272-5735</u><br>CONTACT: <u>Al Higginbotham, Commissioner</u><br>CONTACT EMAIL: <u>higginbothama@hillsboroughcounty.org</u><br>COMPANY EMAIL ADDRESS: <u>higginbothama@hillsboroughcounty.org</u> |

## Section E – ePayables Form

### SECTION F ELECTRONIC PAYMENT

#### Electronic Payment (ePayables)

The Pinellas County Board of County Commissioners (County) offers a credit card payment process (ePayables) through Bank of America. Pinellas County does not charge vendors to participate in the program; however, there may be a charge by the company that processes your credit card transactions. For more information please visit Pinellas County purchasing website at [www.pinellascounty.org/purchase](http://www.pinellascounty.org/purchase).

Would your company accept to participate in the ePayables credit card program?

☒

Yes

☐

No

GrayRobinson, P.A.

Company Name



Authorized Signature (for payment acceptance)

David L. Smith, Shareholder

Printed Signature/Title/Department

813-273-5000

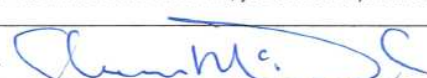
Phone Number



## Section F – W-9 Form

Form <b>W-9</b> (Rev. December 2014) Department of the Treasury Internal Revenue Service	<b>Request for Taxpayer Identification Number and Certification</b>		<b>Give Form to the requester. Do not send to the IRS.</b>
	1 Name (as shown on your income tax return). Name is required on this line; do not leave this line blank. <b>GrayRobinson, P.A.</b>		
	2 Business name/disregarded entity name, if different from above		
	3 Check appropriate box for federal tax classification; check only <b>one</b> of the following seven boxes: <input type="checkbox"/> Individual/sole proprietor or single-member LLC <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnership) ▶ <b>Note.</b> For a single-member LLC that is disregarded, do not check LLC; check the appropriate box in the line above for the tax classification of the single-member owner. <input type="checkbox"/> Other (see instructions) ▶		4 Exemptions (codes apply only to certain entities, not individuals; see instructions on page 3): Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) _____ <small>(Applies to accounts maintained outside the U.S.)</small>
	5 Address (number, street, and apt. or suite no.) <b>301 E. Pine Street, Suite 1400</b>		Requester's name and address (optional)
	6 City, state, and ZIP code <b>Orlando, FL 32801</b>		
	7 List account number(s) here (optional)		

<b>Part I Taxpayer Identification Number (TIN)</b> Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see <i>How to get a TIN</i> on page 3. <b>Note.</b> If the account is in more than one name, see the instructions for line 1 and the chart on page 4 for guidelines on whose number to enter.	<b>Social security number</b> [ ][ ] - [ ][ ] - [ ][ ][ ][ ][ ][ ] <b>or</b> <b>Employer identification number</b> [5][9] - [1][3][0][0][1][3][2]
---	---

<b>Part II Certification</b> Under penalties of perjury, I certify that: 1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and 2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and 3. I am a U.S. citizen or other U.S. person (defined below); and 4. The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct. <b>Certification instructions.</b> You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions on page 3.	<b>Sign Here</b> Signature of U.S. person ▶  Date ▶ <b>5.28.15</b>
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<b>General Instructions</b> Section references are to the Internal Revenue Code unless otherwise noted. <b>Future developments.</b> Information about developments affecting Form W-9 (such as legislation enacted after we release it) is at <a href="http://www.irs.gov/fw9">www.irs.gov/fw9</a> . <b>Purpose of Form</b> An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following: <ul style="list-style-type: none"><li>• Form 1099-INT (interest earned or paid)</li><li>• Form 1099-DIV (dividends, including those from stocks or mutual funds)</li><li>• Form 1099-MISC (various types of income, prizes, awards, or gross proceeds)</li><li>• Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)</li><li>• Form 1099-S (proceeds from real estate transactions)</li><li>• Form 1099-K (merchant card and third party network transactions)</li></ul>	<ul style="list-style-type: none"><li>• Form 1098 (home mortgage interest), 1098-E (student loan interest), 1098-T (tuition)</li><li>• Form 1099-C (canceled debt)</li><li>• Form 1099-A (acquisition or abandonment of secured property)</li></ul> <p>Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.</p> <p>If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See <i>What is backup withholding?</i> on page 2.</p> <p>By signing the filled-out form, you:</p> <ol style="list-style-type: none"><li>1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),</li><li>2. Certify that you are not subject to backup withholding, or</li><li>3. Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income, and</li><li>4. Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting, is correct. See <i>What is FATCA reporting?</i> on page 2 for further information.</li></ol>
---	--

## Section G – Addenda Acknowledgement Form

Not Applicable

## Section H – Statement of No Submittal

Not Applicable



## Appendix – Biographies



### David L. Smith

GrayRobinson, P.A.  
401 East Jackson Street, Suite 2700  
Tampa, Florida 33602  
813-273-5000  
david.smith@gray-robinson.com

### Experience

For over three decades, David has been a real estate and land use and local government law attorney. His practice includes obtaining state and local government regulatory approvals and all matters attendant to the acquisition, development and utilization of real property. He has been responsible for the application and approval of multiple Developments of Regional Impact. David has prepared, filed and obtained approval for residential and mixed-use fee simple and condominium projects. He has also documented and obtained approval for multi-use commercial, marina, retail and residential timeshare projects, including a multiphase, mixed-use timeshare residential, commercial marina project in Key West. David has assisted multistate developers with foreign jurisdiction sale solicitation requirements for projects in Florida and St. Croix. He has represented numerous lending institutions in drafting the documentation and closing all manner of real estate and commercial loans. He has worked in special assets, assisting bankruptcy practitioners with the implications of complicated business and real estate transactions. David has issued title insurance in conjunction with loans, acquisitions and developments in state and multi-state undertakings as aggregate refinancings or exchanges. He has prepared mobile home park prospectuses and a wide variety of leases as well as other real estate and development-related documentation. He also served as Tampa City attorney for more than four years and was involved in all aspects of the city's legal concerns, including drafting ordinances, representing the city in Tallahassee, overseeing all litigation and serving as legal adviser to the mayor, the city council and the various department heads. David has served as General Counsel for the Hillsborough Transit Authority (HART) and as special counsel for other special districts, municipalities and counties.

### Areas of Practice

- Banking & Finance
- Environmental
- Government
- Land Use
- Real Estate

### Background

David was born in St. Petersburg, Florida, and graduated from Bishop Barry High School, now called St. Petersburg Catholic. He received his bachelor's degree, with high honors, from the University of Florida in 1972 and his master of arts in 1977 from the University of Chicago. He received his juris doctor from the University of Florida in 1980, where he was also on the *Law Review*. David has two children from his marriage to the late Ann Whitney Grace, Whitney Tannenbaum and Wesley Smith. Ann died of ALS in 2004, and David married JoAnn Urofsky in 2006. David is an avid sports fan and enjoys golf and reading as leisure activities.

## Education

- **University of Chicago, A.M.** political science (1977)
  - Areas of concentration included political philosophy, primarily under Joseph Cropsey, and studies in the American founding, under Herbert J. Storing
- **University of Florida, J.D.** (*honors*, 1980)
  - *Law Review*
  - Center for Governmental Responsibility (1977-1979)
  - Center for Eastern Water Law
  - Faculty Research Assistant – Professor Stanley Ingber

## Admissions

- Florida
- Florida Supreme Court
- U.S. District Court, Middle District of Florida

## Professional Associations & Memberships

- Hillsborough County Bar Association
- The Florida Bar
  - Real Property, Probate and Trust Law Section
    - Executive Council (five years)
    - Government Regulation and Land Use Committee, Co-Chair (four years)
    - Mobile Home Law Committee, Chair
    - Condominium Committee
  - Florida Bar CLE, Lecturer
- American Bar Association
  - Real Estate Finance Committee
  - Environmental Law Section
  - Administrative Law Section
- National Business Institute CLE, Lecturer

## Awards & Recognitions

- AV Rated by *Martindale-Hubbell*
- Florida [Super Lawyers](#), 2008-2013
- American Registry, Top Attorneys in Florida, Government/Cities/Municipalities Law, 2012
- Tampa "Top Rated Lawyer," Real Estate, 2013

## Civic

- Tampa Hillsborough Economic Development Corp., General Counsel (two years)
- Tampa Downtown Partnership
  - Board Member
  - Executive Committee Member
  - Chair, 2013-2014; 2014-2015
  - Chair Elect, 2012-2013
  - Secretary, 2010-2011
- Tampa Bay Preschool and Kindergarten, Past Board Member and President

- Midtown Kiwanis, Past Member
- ALS Association, Tampa Bay Chapter, Board Member and Past President
- Christ the King Parish, Member
- Temple Terrace Golf & Country Club, Past Board Member and Vice President
- Chamber of Commerce, State & Local Government Committee, Past Member and Chair
- Greater Tampa Chamber of Commerce, Member
- Leadership Florida, Class of XXVII
- Hillsborough County Cable Advisory Committee
- Hillsborough County Bar Foundation, Past Board Member

### **Presentations & Seminars**

- Lecturer, National Business Institute, CLE
- Lecturer, Florida Bar, CLE



## Thomas A. Cloud, B.C.S.

GrayRobinson, P.A.  
301 East Pine Street, Suite 1400  
Orlando, Florida 32801  
407-843-8880  
thomas.cloud@gray-robinson.com

### Experience

Tom is a shareholder in the law firm of GrayRobinson and is the head of the firm's Public Law Department. He is currently serving as Special Counsel to the Citrus County Property Appraiser for litigation. He is or has been City Attorney for Edgewood, Wauchula, Fort Meade and Polk City. He has extensive state and local government experience in municipal, public infrastructure, energy, water, environmental, land use and all aspects of utilities law. Tom has represented a variety of cities, land owners, developers, industrial clients, public and private utilities, individuals, and local governments. These include:

#### Cities:

Apopka	Marathon
Atlantis	Marco Island
Bartow	Melbourne
Belleair	New Smyrna Beach
Bunnell	Newberry
Cape Coral	North Port
Casselberry	Orlando
Daytona Beach	Orlando Utilities Commission
Eagle Lake	Oviedo
Edgewood	Palatka
Fellsmere	Palm Bay
Fort Meade	Palm Beach
Fruitland Park	Palm Springs
Groveland	Plant City
Haines City	Polk City
Hollywood	Port St. Lucie
Howey-in-the-Hills	Riviera Beach
Kissimmee	Royal Palm Beach
Lakeland	Sanibel
Lake Mary	Sebastian
Lantana	South Bay
Longwood	South Miami
Maitland	South Palm Beach
Manalapan	South Pasadena

Space Coast League of Cities

Tampa  
Umatilla  
Valparaiso  
Vero Beach  
Wauchula  
Winter Park

#### Counties:

Bay  
Brevard  
Charlotte  
Citrus  
DeSoto  
Flagler  
Lake  
Martin  
Marion  
Orange  
Seminole  
VGMC

Tom has extensive experience in the following areas:

#### Municipal:

- Charters/Home Rule
- Annexations

- Contractions
- Franchises
- Public officers
- Public records

Land Use/Environmental:

- Comp plans
- DRIs
- Rezonings
- Site Plans
- Impact fees
- Special districts
- Permits
- Special facility siting
- Administrative/judicial litigation

Utilities:

- Mergers and acquisitions
- Territorial disputes
- Start-ups
- Franchises
- Rate setting
- System permitting
- Bulk sales contracts
- Developer contracts
- Refundable advance contracts
- Administrative/judicial litigation

## Areas of Practice

- Administrative & Regulatory
- Environmental
- Government
- Land Use
- Litigation
- Transportation
- Utilities

## Background

Tom is a native Floridian hailing from Lakeland, Florida. He graduated from Wake Forest University in Winston-Salem, North Carolina, with a bachelor of arts, *magna cum laude*, with honors in history in 1976, and received his juris doctor with honors from Florida State University in 1979. Tom has been a practicing attorney in Orlando since 1979, focusing on municipal law, environmental and land use law, local government law, public utilities law and administrative law.

## Education

- **Lakeland High School** (1972)
- **Wake Forest University, B.A.** (*magna cum laude*, honors in history, 1976)
- **Florida State University, J.D.** (*honors*, 1979)

## Admissions

- Florida

## Professional Associations & Memberships

- The Florida Bar
  - Board Certified in City, County, and Local Government Law
  - Environmental and Land Use Law Section, 1990-present
    - Executive Council, 1981-present
    - Chairman, 1987-1988
    - City, County and Local Government Law Section, Member
- Florida Municipal Attorneys Association, Executive Council
- American Bar Association

## Awards & Recognitions

- *Florida Trend*, Legal Elite, 2004-2005, 2013
- Florida [Super Lawyers](#), 2006-2007
- *Best Lawyers in America*, 2012-2015
- *Daily Business Review*, Top Rated Lawyer, Energy, Environmental and Land Use Law, 2013
- *Best Lawyers*, Orlando Magazine, 2014

## Civic

- Florida Chamber Growth Management Leadership Committee
- Boone High School Foundation Member, Board of Directors
- Wake Forest University National Alumni Council
- Greater Orlando Chamber of Commerce Leadership Programs, Board of Directors
- Mid-Florida Homebuilders Association, Program Committee
- Leadership Orlando Program, Greater Orlando Chamber of Commerce
- Leadership Central Florida Program
- Leadership Florida Program
- Lake Apopka Restoration Council
- Music Mission Kiev, Board of Directors
- Orange County Historical Commission
- First Florida Battery, Inc., Board of Directors
- Historic Lakeland, Inc.
- Historical Society of Central Florida, Inc., Board of Directors

## Articles & Publications

For 30 years, Tom has been a frequent author and lecturer in Florida on a variety of municipal, land use and legal topics.

- "Allocating Limited Sewage Treatment Plant Capacity," *The Florida Bar Journal*, February 1982
- Co-Editor, *ELULS Manual*, Volume I & II, 1986
- "Public Facilities and Land Development Contracts," *ELULS*, 2005
- "*Birch Rods in the Cupboard: The Link Between Municipal Franchise Purchase Options and Franchise Fees in Florida*," *Stetson Law Review*, Vol. 35, No. 2, Winter 2006



## Presentations & Seminars

- “Formation, Annexation, Dissolution and Contraction: The Florida Law of Municipal Territory and Its Boundaries,” 31st FMAA Annual Seminar, Marco Island, Florida, July 2012
- [“2011 Growth Management Law Changes: City Impacts,”](#) Florida League of Cities 2011 Annual Conference, Orlando, Florida, August 2011
- “500 Years of Florida Cities,” 30th FMAA Annual Seminar, West Palm Beach, Florida, July 2011
- “Case Law Update: What You Need to Know About Recent Decisions and Trends,” Land Use Law Conference, Jacksonville, Florida, May 2010
- “Annexation and Contraction: A Brief Essay on the Florida Law of Municipal Boundaries,” Land Use Law Conference, Tampa, Florida, August 2009
- “Defense of Municipal Rates in Florida,” 28th FMAA Annual Seminar, Bonita Springs, Florida, July 2009
- “Standing to Sue and Florida Cities,” 27th FMAA Annual Seminar, Key Largo, Florida, July 2008
- “Turf Wars 2005: A Brief Study of Water and Sewer Service Area Authority and Disputes in Florida,” 24th FMAA Annual Seminar, Amelia Island Plantation, Florida July 2005
- “Birch Rods in the Cupboard: Municipal Franchise Purchase Options in Florida,” 22nd FMAA Annual Seminar, Amelia Island Plantation, Florida, July 2003
- “Turf Wars: A Brief Study of Water and Sewer Service Area Authority and Disputes in Florida,” 18th FMAA Annual Seminar, Amelia Island Plantation, Florida, July 1999
- “A Brief Overview of Florida Municipal Franchise Law,” 11th FMAA Annual Seminar, Amelia Island Plantation, Florida, July 1992



## Thomas J. Wilkes

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### Experience

Tom Wilkes has over 35 years of experience in local government law. As a partner at GrayRobinson, he served on the 1986 and 1988 charter commissions that resulted in sweeping changes to the form of government for Orange County, including the creation of the county office known as the Orange County Mayor. Then, in 1990, the first Orange County Mayor, Linda Chapin, asked Tom to serve as her county attorney. He accepted the offer, resigned from GrayRobinson, became the County Attorney and stayed in the position for 12 years, serving under three county mayors (Chapin, Mel Martinez and Rich Crotty) and gaining a reputation statewide as a practitioner in local government law. In 2001, his leadership resulted in the County Attorney's Office being given the ABA's Jefferson Fordham Award for government law-office accomplishment – a recognition that the office was perhaps the top government law office in the nation. In 2003 and 2004, Tom was once again appointed to serve on the Orange County Charter Review Commission. He was appointed by then-County Commissioner (now County Mayor) Teresa Jacobs and was elected by the Charter Review Commission members to serve as the commission chairman.

Upon leaving the county in 2002, Tom rejoined GrayRobinson. He concentrates on all aspects of state and local government law, such as land use, taxation and finance, utility law, constitutional law, administrative law and litigation law. He is general counsel to the Orange County Property Appraiser, the Seminole County Property Appraiser and the Orange County Library District. He serves as town attorney for the Town of Windermere. He is also general counsel to Space Florida, the state agency responsible for developing commercial aerospace industries in Florida. He has served as special counsel to numerous hospital districts, counties and cities and is asked frequently to speak to public agencies on "good government" law (Sunshine Law, ethics, gift law, financial-disclosure rules, and public-records law).

### Areas of Practice

- Government
- Higher Education
- Land Use
- Public Finance
- Transportation

### Background

Tom is a native Floridian and nearly a lifelong resident of Orlando. He graduated from the U.S. Naval Academy and served six years as a Navy pilot and flight instructor. Upon resigning his commission, he received a master's degree in public administration from the University of West Florida and his juris doctor from the University of Florida. He then served as a primary assistant to GrayRobinson's founding partner J. Charles Gray from 1978 to 1985 when Gray was the Orange County Attorney.

## Education

- U.S. Naval Academy, B.S. (1969)
- University of West Florida, M.P.A. (1976)
- University of Florida, J.D. (1978)

## Admissions

- Florida

## Professional Associations & Memberships

- The Florida Bar
  - Local Government Law Section
  - Environmental and Land Use Law Section
  - Judicial Nominating Commission, 9th Judicial Circuit, Member, 1989-1991
- National Lawyers Association

## Awards & Recognitions

- *Best Lawyers in America*, 2015
- Florida [Super Lawyers](#), 2010-2013
- *Florida Trend*, Legal Elite, 2006-2008, 2013
- *Orlando Business Journal*, Best of the Bar, 2006

## Civic

- Florida Association of County Attorneys, Officer and Director
  - President, 1997-1998
  - Chair, 1998-1999
- Orange County Charter Review Commission, Member, 1988, 2004
  - Chairman, 2004
- Orange County Charter Review Commission
  - Orange County Citizens Charter Committee, Chairman, 1986
- Coalition for the Homeless of Central Florida, Member
  - Board of Directors, 2003-present
- Mayor Buddy Dyer's Downtown Transition Strategic Task Force, Member, 2003
- National Association of Christians and Jews, Director, 1993-2000
- Central Florida Zoological Society, Inc., Director, 1986-1987