



To: Pamela Katsaris

From: Bridgette Thornton Richard, Deputy City Attorney for the City of Coral Gables

Approved: Craig E. Leen, City Attorney for the City of Coral Gables

A handwritten signature in blue ink, appearing to be "CL", is written over the name "Craig E. Leen".

RE: Legal Opinion Regarding Authorizing Resolution And Executed Contract Govern Not The RFP Response

Date: June 5, 2013

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In response to your June 5th 2013 Legal Advice Request, Yaneris and I reviewed the RFP response, the Resolution authorizing the contract (the "Resolution 2010-12" or the "Authorizing Resolution"), as well as the 2/10/2010 executed Contract between the City and Robert J. Shafer & Associates, Inc. It is our legal opinion that the terms of the Authorizing Resolution and executed Contract govern not the RFP response. Moreover, in relevant part, the executed Contract states "[t]he terms of the Agreement (the "Professional Period") shall commence within 30 days of the award of the bid titled (Health Insurance Consultant RFP # 2009. 11. 10), on the 1<sup>st</sup> day of February, 2010, and shall continue thereafter for a period of three (3) years with three (3) additional two (2) year renewal options." Likewise, the Authorizing Resolution, in relevant part, states "That the City Commission does hereby accept the recommendation of the Chief Procurement Officer to authorize an agreement with Robert J. Shafer & Associates, Inc. pursuant to Section 2-828 of the Procurement Code and Request for Proposals (RFP) No. 2009. 11. 10 for the provision of Health Insurance Consulting Services for an initial three (3) year period with an option for three (3) additional two (2) year renewals." Therefore, based upon this express language in Resolution 2010-12 and the executed Contract, it is our legal conclusion that the contract may be renewed for three additional, *two (2) year period*, however, it may not be renewed for a period less than two (2) years because neither the Authorizing Resolution (Resolution 2010-12) nor the executed Contract provide for a renewal period of less than two years. Please let me know if you have any further questions or concerns.

**Hernandez, Cristina**

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**From:** Thornton Richard, Bridgette  
**Sent:** Wednesday, June 12, 2013 11:27 AM  
**To:** Hernandez, Cristina  
**Subject:** FW: Please advise, per the enclosed

I did cc you on this one. 😊

Bridgette N. Thornton Richard  
Deputy City Attorney for the City of Coral Gables  
405 Biltmore Way, 2<sup>nd</sup> Floor  
Coral Gables, FL 33134  
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**From:** Thornton Richard, Bridgette  
**Sent:** Wednesday, June 05, 2013 11:00 AM  
**To:** Katsaris, Pamela  
**Cc:** Leen, Craig; Hernandez, Cristina; Figueroa, Yaneris; Franqui, Susan  
**Subject:** RE: Please advise, per the enclosed

Good Morning Pam,

In response to your June 5th 2013 Legal Advice Request, Yaneris and I reviewed the RFP response, the Resolution authorizing the contract (the "Resolution 2010-12" or the "Authorizing Resolution"), as well as the 2/10/2010 executed Contract between the City and Robert J. Shafer & Associates, Inc. ~~It is our legal opinion~~ that the terms of the Authorizing Resolution and executed Contract govern not the RFP response. Moreover, in relevant part, the executed Contract states "[t]he terms of the Agreement (the "Professional Period") shall commence within 30 days of the award of the bid titled (Health Insurance Consultant RFP # 2009. 11. 10), on the 1<sup>st</sup> day of February, 2010, and shall continue thereafter for a period of three (3) years with three (3) additional two (2) year renewal options." Likewise, the Authorizing Resolution, in relevant part, states "That the City Commission does hereby accept the recommendation of the Chief Procurement Officer to authorize an agreement with Robert J. Shafer & Associates, Inc. . . pursuant to Section 2-828 of the Procurement Code and Request for Proposals (RFP) No. 2009.11.10 for the provision of Health Insurance Consulting Services for an initial three (3) year period with an option for three (3) additional two (2) year renewals." Therefore, based upon this express language in Resolution 2010-12 and the executed Contract, ~~it is our legal conclusion that the contract may be renewed for three additional two (2) year periods, however, it may not be renewed for a period less than two (2) years because neither the Authorizing Resolution (Resolution 2010-12) nor the executed Contract provide for a renewal period of less than two years.~~ Please let me know if you have any further questions or concerns.

Thank you,  
Bridgette

Bridgette N. Thornton Richard  
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**From:** Katsaris, Pamela  
**Sent:** Wednesday, June 05, 2013 8:15 AM  
**To:** Figueroa, Yeneris; Franqui, Susan  
**Cc:** Thornton Richard, Bridgette  
**Subject:** FW: Please advise, per the enclosed

Good morning,

Thank you,  
**Pamela J. Leja-Katsaris**  
*Assistant Chief Procurement Officer*  
*City of Coral Gables*  
*Procurement Division*  
*Office: 305.460.5115*  
*Cell: 786.525.3226*  
*E-mail: [PKatsaris@coralgables.com](mailto:PKatsaris@coralgables.com)*

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**From:** Katsaris, Pamela  
**Sent:** Tuesday, June 04, 2013 11:23 AM  
**To:** Thornton Richard, Bridgette  
**Subject:** Please advise, per the enclosed

Hello Bridgette,

Per our conversation, enclosed request and documents.

Also, please let me know when the ~~wending agreement~~ will be available

Thank sand best regards,  
**Pamela J. Leja-Katsaris**

*Assistant Chief Procurement Officer  
City of Coral Gables  
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