

12-9

RESOLUTION NO. ___-2025 B

A RESOLUTION OF THE BOARD OF TRUSTEES OF THE TOWNSHIP OF KEENE, IONIA COUNTY, MICHIGAN, ADOPTING AN ATTORNEY CONTACT & ENGAGEMENT POLICY

WHEREAS, under Michigan law, the township board has the authority to employ an attorney to represent the township in civil matters and to prosecute violations of township ordinances.

WHEREAS, the Board recognizes that consistent and controlled access to the Township Attorney is important to protect the township's interests, ensure proper use of public funds, preserve attorney-client privilege, and provide clarity regarding who may request and receive legal services on behalf of the township;

WHEREAS, the Board wishes to adopt a policy governing who may contact or engage the Township Attorney, under what conditions, and the process for such contact, to promote transparency, accountability, and appropriate oversight;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Township of Keene, Ionia County, Michigan, as follows:

SECTION 1. Definitions

For purposes of this Resolution:

- a. **"Elected Officials"** means those persons elected by the voters under applicable statute, including, but not limited to, the Township Supervisor, Clerk, Treasurer, and Trustees (or other elected offices under township law).
- b. **"Staff / Appointed Officials / Contractors"** means all other persons working for or on behalf of the Township — including employees, appointed officials, independent contractors, consultants, or firms, excluding the Township Attorney.
- c. **"Township Attorney"** means the attorney or law firm employed by the Township under Michigan law to represent the Township in civil or ordinance-enforcement matters.
- d. **"Board"** means the Township Board of Trustees.

SECTION 2. Authorized Contact – Elected Officials

Elected Officials are authorized to contact and engage the Township Attorney directly for legal advice or representation relating to the Township's governance, ordinances, contracts, litigation, regulatory compliance, enforcement of ordinances, or other official Township business.

SECTION 3. Contact by Staff / Appointed Officials / Contractors – Restricted

No Staff member, appointed official, or Contractor may directly contact or engage the Township Attorney on behalf of the Township without receiving prior **written approval from the Board** (or other designated Board authorization, as defined by the Board).

SECTION 4. Request / Engagement Procedures

- a. **Written Request Required:** Any request for legal advice or representation, by Staff / Appointed Officials/ or Contractors (with Board approval) must be submitted in writing (e.g. memo or email), summarizing the relevant facts, the legal issue, and attaching any pertinent documents.
- b. **Recordkeeping:** All such requests and any legal advice provided shall be forwarded to the Township Clerk (or other designated record-keeper) for filing in the Township's official records.
- c. **Board Notification (for Elected Official Requests):** When an Elected Official obtains legal advice or representation, a summary (omitting privileged content) of the subject matter, and whether the attorney was engaged, shall be provided to the full Board at the next regular Board meeting, to ensure transparency and awareness of legal engagements.
- d. **Emergency Exception:** In urgent or emergency circumstances, the Township Supervisor may grant temporary authorization for Staff / Contractor contact with the Township Attorney, provided that the matter and engagement are promptly reported to the Board at its next meeting for ratification.

SECTION 5. Scope of Representation

The Township Attorney's representation is for the benefit of the Township as a corporate entity. The Attorney does **not** represent individual Elected Officials, Staff, Appointed Officials, or Contractors in their personal capacities.

SECTION 6. Confidentiality / Attorney-Client Privilege

All communications between the Township (through authorized persons) and the Township Attorney shall be clearly marked "Attorney-Client Privileged / Confidential." Distribution of such communications shall be limited to only those persons authorized under this policy (typically the requesting Elected Official, the Clerk, and other necessary officials as the Board may designate), to preserve privilege and protect the Township's legal interests.

SECTION 7. Fiscal Oversight and Compensation

- a. The Board shall authorize and fix compensation (hourly rate, retainer, flat fee, or other arrangement) for the Township Attorney, consistent with state law.
- b. Before incurring legal costs under this policy, especially for Staff / Contractor-initiated engagements, the Board must approve the scope of work and anticipated costs. Invoices or fee statements shall be reviewed by the Board before payment.

SECTION 8. Adoption, Review, and Amendment


- a. This policy is adopted as of the date of this Resolution.
- b. The Board shall review this policy at least once annually (or as needed) and may amend it by a majority vote at any regular or special meeting.
- c. The Township Clerk shall maintain a copy of this Resolution and any amendments in the Township's official records.

SECTION 9. Severability

If any provision, clause, sentence, or part of this Resolution is for any reason held invalid or unenforceable by a court of competent jurisdiction, such invalidity shall not affect any other provision, clause, sentence, or part of this Resolution, which shall remain in full force and effect.


ADOPTED this 9TH day of DECEMBER, 2025, by the Board of Trustees of the Township of Keene, Ionia County, Michigan, on a motion by Trustee C. HENDRICK seconded by Trustee N. WOLFF, and upon roll-call vote, as follows:

AYES: 5
NAYS: 0
ABSENT: 0



Sandy Smiley], Township Board Chair / Supervisor

ATTEST:



Holli Melton, Township Clerk