

**CONSULTING SERVICE AGREEMENT
FOR PUBLIC AFFAIRS REPRESENTATION**

This agreement ("Agreement") is made as of January 1, 2024 ("Effective Date") by and between Taft Stettinius & Hollister LLP ("Taft") and the Village of La Grange Park ("Village"), or collectively as the "Parties."

RECITALS

WHEREAS, the Village wishes to engage and retain Taft to perform certain consulting services subject to the terms and conditions of this Agreement, and;

WHEREAS, Taft has represented to the Village that it is capable of performing and willing to perform certain consulting services for the Village, as described in Section 2 below and also in Exhibit A ("Proposal") attached hereto; and

NOW THEREFORE, in consideration of the payments to be made to Taft as provided herein, and in consideration of the mutual agreements and covenants herein, the Village and Taft agree as follows:

1. Identity of Client.

Taft's client in this matter will be the Village of La Grange Park, an Illinois municipal corporation. This Agreement does not extend to the Village's officers, trustees, employees or independent contractors.

2. Consulting Services.

The Village hereby retains Taft to exercise its best efforts to promote the business, reputation and interests of the Village through the performance of the Services listed below and in Exhibit A.

3. Nature and Scope of Engagement.

Taft will represent the Village in connection with the matters set forth below (together with the services set forth in Exhibit A, the "Services"):

- a. Assist the Village in obtaining state and/or federal funding for flooding remediation;
 - b. Assist the Village in obtaining statutory or administrative relief from lead pipe removal mandate;
 - c. Network with area legislators to advocate for the Village's legislative, administrative and financial needs;
 - d. Coordinate with Village Officials on an advocacy day in Springfield to network with area legislators about the Village's legislative needs;
 - e. Meet with Village Officials at least once per month to provide a status report on all Services;
 - f. Deliver bi-weekly written reports (and weekly written reports during legislative sessions) to Village Officials;
 - g. Meet with entire Village Board and present a status report at least twice per year;
 - h. Provide any other governmental relations services mutually agreed to by the Parties;
- and

- i. Prepare applicable lobby registration reports and lobby activity reports, as well as ensure compliance with applicable statutes and regulations.

In the event of any conflict or inconsistency between this Agreement and Exhibit A, this Agreement shall control over Exhibit A. While the Parties cannot anticipate all of the work to be done in the course of Taft's representation of the Village, the Parties believe the above and Exhibit A, taken together, accurately represent the scope of the Services as we understand it. If the Village wishes to change the nature or scope of the Services, or would like Taft to represent the Village in other matters, the Village will inform Taft and the parties will discuss amending or modifying these terms of engagement.

4. Points of Contact.

Michael J. Zalewski is the principal point of contact and is primarily responsible for the Services, although portions of the Services may be performed by other Taft professionals. Any questions the Village may have with respect to the Services provided or communications about the status of the Services shall be referred to Michael J. Zalewski. The Village President and Village Manager (collectively, "Village Officials") are the principal points of contact for the Village. Any questions Taft may have with respect to the Services provided or communications about the status of the Services shall be referred to the Village Officials.

The Parties shall conduct a kickoff meeting with the Village President and Village Manager within 45 calendar days after execution of this Agreement by both parties to review procedures, processes and expectations. Taft will report directly to the Village Manager.

5. Fees, Costs, and Payment of Statements.

The Village shall pay Taft a fixed fee for the Services. Based upon the nature and scope of this project as we understand it, the fixed fee will be \$36,000 for the length of the term, to be paid as a monthly fee of \$3,000 per month. This fee includes charges for all Services performed by various Taft professionals; there will be no reimbursement for delivery, photocopying, messenger, local travel or meal reimbursement. Statements will be rendered monthly for the previous month, and payment is due promptly upon receipt of our statement.

6. Terms of Engagement.

The term of this agreement is January 1, 2024 through December 31, 2024. This Agreement's term may be extended, its scope altered, or fee modified only by the mutual written agreement of the Parties. This Agreement may be terminated by either party upon thirty (30) days' written notice to the other party.

7. Compliance with State and Federal Laws

The Parties recognize and agree to comply fully with all applicable federal, state and local laws regulating corporate political and marketing activities, and each agrees to fully comply with all applicable laws, decrees, rules, regulations, orders, ordinances, actions, and requests of any federal, state or local government or judicial body, agency, or official pertaining to this agreement.

8. State Disclosures.

The Illinois Lobby Registration Act requires lobbyists and lobbying firms to file a disclosure of their clients and the scope of their representation and fee amounts with the Illinois Secretary

of State. Taft will file the appropriate reports associated with this representation in full compliance with the above-described requirements.

9. Confidentiality.

Taft recognizes that during its representation it could become aware of confidential information or trade secrets concerning the business and operations of the Village. Taft agrees to maintain that confidentiality and not disclose information to any outside party during the term of the Agreement or thereafter to the extent permitted by law.

10. Non-Legal Representation.

Although Taft is a law firm, the Village understands that Taft is not providing legal services for this engagement. As such, the protections of the attorney-client relationship do not exist. If the Village would like to engage Taft to represent it in legal matters, Taft and the Village will enter into a separate engagement agreement.

11. Conflicts of Interest.

Taft agrees to promptly notify the Village and obtain consent before representing another client if that representation would create an actual or perceived conflict of interest with Taft's provision of Services under this Agreement.

12. Limitation on Damages

Neither party shall be liable to the other for any punitive, special or exemplary damages.

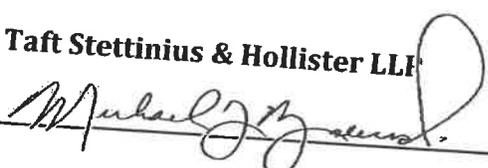
13. Counterparts

This Agreement may be signed in one or more counterparts, all of which together will constitute one and the same instrument.

IN WITNESS THEREOF, the Parties have duly executed this Agreement as of the date first above written:

AGREED TO AND ACCEPTED BY:

For Taft Stettinius & Hollister LLI

By: 

Printed Name: Michael J. Zalewski

Title: Of Counsel

Date: 11/9/2023

For the Village of La Grange Park, Illinois

By: 

Printed Name: Julia Cedillo

Title: Village Manager

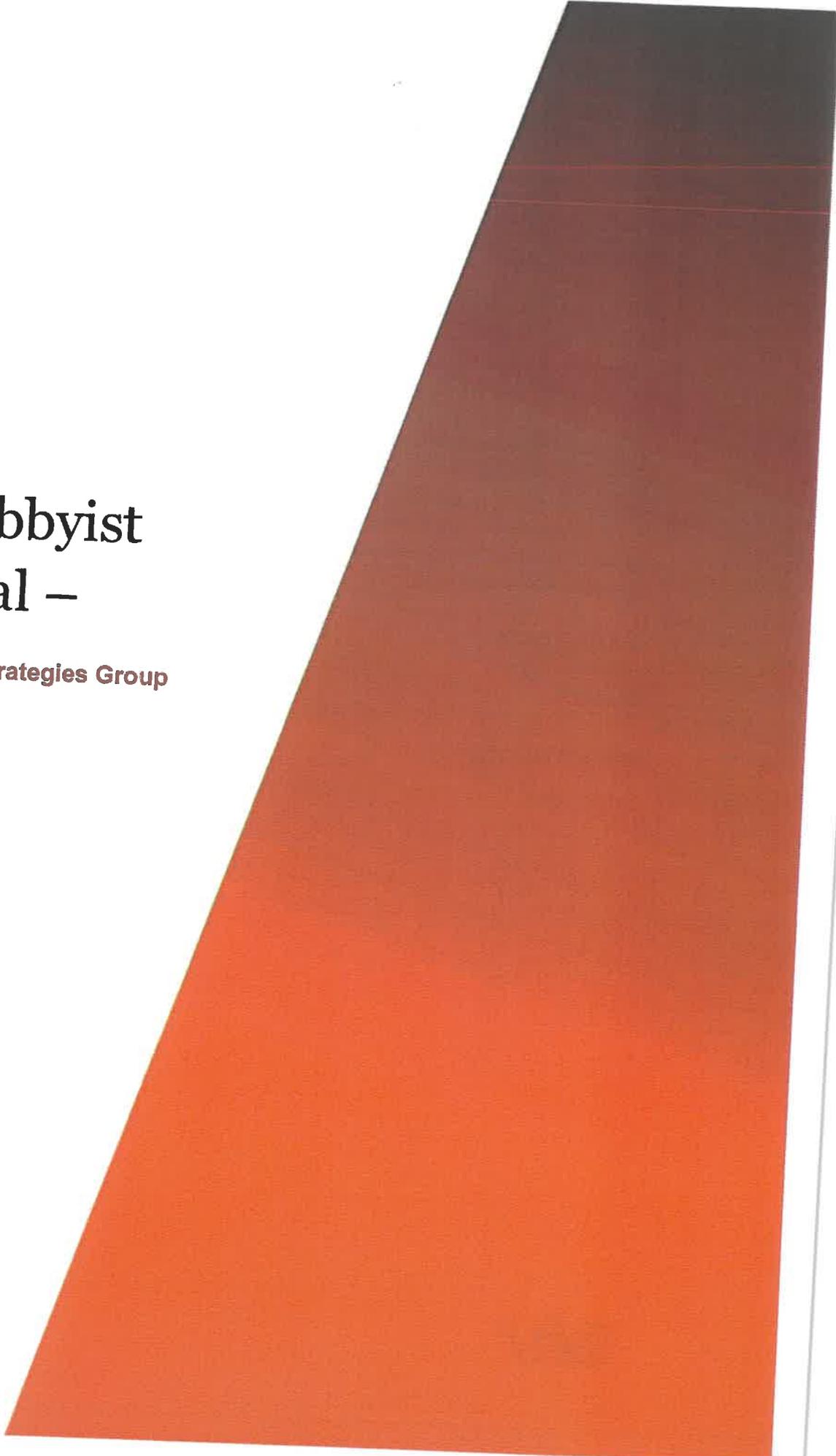
Date: 11/29/23

Taft/

**Taft Lobbyist
Proposal –**

Public Affairs Strategies Group

July 11, 2023



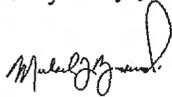
July 11, 2023

Dear Julia,

Please accept the enclosed resume and narrative as a solicitation for your opportunity to serve as contractual lobbyist for any potential opportunities that may arise with the Village of LaGrange Park. I believe there's direct symmetry between my career as a former member of the Illinois House and what the Village may seek.

I began my career in 2008 in the Illinois legislature and developed a reputation as a hard-working policymaker who drafts, negotiates, and enacts sustainable, common-sense legislation across a wide spectrum of policy areas, including those topical issues affecting local government. I look forward to meeting with your team in the near future to discuss my qualifications. If you have any questions, please feel free to reach me at (312) 840-4323 or mzalewski@taftlaw.com.

Very truly yours,



Michael J. Zalewski

Taft/

Contents



Description	Page
Introduction	3
Taft's Lobbyist Proposal	8
Firm Overview	11

Introduction

Michael J. Zalewski is an attorney with Taft, Stettinius & Hollister ("Taft") and helps lead Taft's emerging Government Affairs Practice Group in Chicago and Illinois. Zalewski will be the principal point of contact with your team. Zalewski began his career in the Illinois House in 2008, and served with distinction until he left after his seventh term in 2023. Throughout his tenure, Zalewski gained a reputation as a problem-solver, attacking complex policy issues with vigor and tenacity, while still maintaining a collaborative spirit.

With specific respect to the Village of LaGrange Park, Zalewski is well-suited to offer strategic counsel and possesses strong interpersonal relationships designed to achieve the Village's stated policy goals. Zalewski has carried numerous pieces of legislation throughout his career, and has demonstrated a holistic knowledge of flooding issues germane to the Village's need for funding.

Zalewski also possesses the interpersonal relationships necessary to achieve a client's legislative goals. He's a two-time "Golden Horseshoe" winner, with columnist Rich Miller echoing:

His bipartisanship, consensus building, common sense, attention to detail, and collegiality are rare in the Capitol. His experience and institutional knowledge will be missed more than others.

Governor Pritzker called Zalewski a friend, ally, and leader, and someone who helped lead the state toward a positive fiscal trajectory. Zalewski founded the "Mod" Caucus, a group of House Members dedicated to sound fiscal policy. Finally, Zalewski and Taft have deep experience navigating all aspects of the intersection of government and policy. Taft is a full service law firm with notable expertise in policy, taxes, and municipal and state law.

Michael J. Zalewski
mzalewski@taftlaw.com
www.linkedin.com/in/repmikezalewski

EXECUTIVE SUMMARY

I began my career in 2008 in the Illinois legislature and developed a reputation as a hard-working lawmaker who accepts complicated policy problems and produces strong solutions. I've also developed strong relationships with federal, state, and local officials throughout my career that will make me a premier advocate for a stakeholder requiring productive interactions with policymakers.

Member, Illinois General Assembly, House of Representatives

Chairman, House Revenue and Finance Committee

January 2017-January 2023

Vice Chairperson, House Personnel and Pensions Committee

January 2017- January 2021

- Served as House Revenue and Finance Committee's as Chairperson during a five-year period leading to budget stabilization, increased job growth, and bond rating upgrades for the State of Illinois
- Served as House Personnel and Pensions Committee as Vice-Chairperson, chairing committee hearings and working with staff and stakeholders to produce balanced, agreed-upon legislation
- Directed all aspects of income, sales, and property tax policy through the Illinois House including tax credits, deductions, incentives, abatements, and Tax Increment Financing Districts ("TIFS")
- Executed several successful legislative strategies on complex issues related to new and emerging technologies, including the Illinois Sports Wagering Act, daily fantasy sports, and the Transportation Network Providers Act
- Negotiated, drafted and sponsored several key pieces of legislation including the state's first Independent Tax Tribunal, a revised Economic Development for a Growing Economy ("EDGE") Tax Credit, and the Reimagine Electric Vehicles ("REV") tax credit for the manufacturing of electric vehicles
- Constructed Fiscal Year Budget Plans for the State of Illinois as part of the House Budget Negotiation Team in 2022 that resulted in a surplus for the State of Illinois, tax cuts for Illinois citizens, and expansion of the Earned Income Tax Credit
- Served on the historic SB1 Conference Committee in 2013

Notable Legislative Initiatives

- Designed and assured passage of Illinois Sports Wagering Act in 2019, legalizing sports wagering in Illinois, providing a regulatory framework for sports wagering's implementation, creating several hundreds of millions of dollars of revenue for capital construction, and providing a model statute other states to implement
- Developed an expertise in gig economy policy through extensive work on Illinois' first Transportation Network Providers Act, instituting a statutory framework for ridesharing companies to operate safely and legally in Illinois
- Ensured relief to Illinois small businesses via sponsored legislation during the COVID-19 pandemic that permitted Cocktails-To-Go and Shot-and-a-Beer incentivizing citizens to seek vaccination
- Passed Illinois' first statute that recognized the existence of cryptocurrency via the Unclaimed Property Act

- Chairman, House Health Care Licenses Committee** January 2013-December 2016
- Sponsored several extensions of the Illinois Medical Practice Act
 - Managed the committee members, staff, and stakeholders to consistently delivered agreed upon legislation affecting scopes of practice in various disciplines
 - Protected patient safety as Chairman of the Health Care Licenses Committee via expansion of the Prescription Monitoring Program to mandate communication between doctors and pharmacists preventing opioid abuse

Honors, Achievements, and Accomplishments

- Member and Co-Illinois House Delegate to, the State and Local Tax Fiscal Institute within the National Conference of State Legislators
- Speaker and Panelist, National Conference of Legislators from Gaming States Winter Conference, 2021
- Public Official of the Year, Illinois Police Chiefs Association, 2019
- Legislator of the Year, Illinois Transit Association, 2018
- Legislative Hero Award Winner, YMCA, 2018
- Legislator of the Year, Illinois Library Association, 2017
- Legislative Excellence Award, Associated Beer Distributors, 2016
- Edgar Fellows Class of 2016
- Legislator of the Year, Humane Society, 2014

July 2007- Present

Attorney-at-Law

Of-Counsel, Taft Stettinius & Hollister,

- Co-created the City of Chicago's top sub-practice in the area of minority and women owned business certification, serving thousands of small businesses in areas of compliance and procurement counsel
- Manage the operations of a sub-practice through strategic development of relationships and approaches tailored to clients' needs
- Counsel clients on complex issues related to statutory and regulatory compliance by offering common-sense advice through the prism of top-notch legal advice

Office of the Cook County State's Attorney, Richard A. Devine November 2004—July 2007

Assistant State's Attorney

- Prosecute both bench and jury trials as a first chair attorney in the Circuit Court of Cook County
- Manage trials including evaluating file, interviewing witnesses and preparing evidence
- Negotiate plea agreements with defense counsel with autonomy from supervisors
- Draft pre- and post-trial motions dealing with both criminal and civil issues of law

EDUCATION

University of Illinois-Chicago School of Law

Juris Doctor, June 2003

Admitted to Illinois Bar, November 2003

University of Illinois at Urbana-Champaign

Bachelor of Arts in Political Science, May 2000

Taft's Public Affairs Strategies Group

With its 135-year legacy rooted in the historic Taft family that gave the country a U.S. President, Senator, and Supreme Court Chief Justice, together with other U.S. Senators and top-level U.S. government officials, Taft established the Public Affairs Strategies Group (PASG) and its federal policy team, Taft Advisors, a government affairs advisory group.

Taft believes effective government affairs representation begins with veteran policy professionals. Our highly experienced professionals bring diverse and bipartisan backgrounds and decades of federal, state, and local government experience to advocate for our clients.

Our multidisciplinary government relations professionals represent corporations, small and medium-sized companies, nonprofit organizations, and associations with matters before federal, state, and local legislative and executive branches of government. We design and implement successful advocacy strategies ranging from complex, federal, multi-year authorizations in Congress to municipal policy development, with significant state-capitol experience blended in-between.

Our diverse team's decades of experience was gained by working with federal and state legislatures, federal, state, and local administrations, elected senior policy advisors, senior Congressional committee staff, and elected and appointed state positions – as well as – through leadership roles on campaign and election committees. Our team is respected for its integrity, knowledge, experience, and hard work. Our team is balanced with racial, gender, age, and political diversity. This foundation ensures that we cover the broadest segments of government. Our professionals have the pulse of the Executive Branch and the General Assembly. Most professionals on our team transitioned to their careers in lobbying from working within high levels of government and political campaigns. Our approach to public affairs is one that takes time to get to know elected officials, how they view various issues, and ultimately how they make decisions so that we can help you form the best strategy for success. You will receive early intelligence and reliable prognoses, not after-the-fact news or rumors.

Our experienced state and local policy teams are present in all our markets, with our federal policy team's national practice located in our Washington, DC office. We can provide coordinated federal, state, and local advocacy in all our locations.

Members of Taft's PASG have been recognized by *Best Lawyers in America*® and *Super Lawyers*®.

Best Lawyers® Rated by Super Lawyers

- Track legislation
- Monitor legislative committees
- Monitor and review every administrative rule
- Devise and implement advocacy strategies with legislative and executive branch officials at the state and local levels
- Build coalitions

Taft/

- Develop grassroots and grass tops programs
- Set up and administer political action committees
- Create the Coalition's public policy plan by building strong relationships or trust and confidence with elected and appointed officials, both where the Coalition has current relationship and in the cases where a relationship does not exist.
- Economic development
- Procurement

Taft's Lobbyist Proposal

SERVICES

Lobbying Philosophy

Taft is dedicated to the ethical conduct of legislative advocacy by consistent efforts building relationships of trust and confidence with elected and appointed officials. We seek to understand a client's business working with them to develop an advocacy plan and then executing on that plan while regularly measuring progress and making midcourse corrections. We believe that a diverse team with partisan, gender, and racial balance is crucial to navigate the political fault lines within Illinois' public policy arena. We strive to maintain relationships as trusted advisors, counselors of law, and legislative advocates.

Strategy

Initially, Taft will work with your team to prepare a legislative advocacy plan that sets forth a proactive agenda, enumerates defensive positions, considers threats and opportunities, and is regularly measured for progress. Working with you, the advocates will work the plan.

Execution

- Taft's Public Affairs Strategies Group (PASG) will review every legislative bill and amendment. For bill tracking, we utilize human intelligence, Hannah Net, and impacted code cite tracking reports to monitor statutes that are of key importance. In addition, we regularly review the Illinois register for executive branch policy changes. More importantly, we are in constant conversation with legislators, the governor's office, and agency officials with respect to issues impacting our clients.
- Taft regularly collaborates with clients in the development of specific legislation as requested. On behalf of other clients, we have, on an annual basis, engaged in strategic advising where we define issues, propose solutions, develop legislative language that legislative the service agency converts to bill ready form and work with elected officials and stakeholders to socialize the legislation, increasing its viability.
- Members of our team have longstanding relationships with key public officials from all branches of government. We have spent our careers building relationships and trust and confidence with public officials so that when a client needs help, we have the relationships, combined with the subject matter expertise, to deliver results.
- We are able to provide regular weekly progress reports during the legislative session. We have several clients that expect a variety of reporting on their legislative portfolio. We are pleased and confident that we can address and exceed your expectations with the weekly progress correspondence outlining legislative meetings, interim study committees, and administrative meetings. In addition, our team also prepares regular public affairs publications for the purpose of helping our clients understand the public affairs environment.

- Taft is pleased to attend monthly meetings to report on progress of legislation as well as discuss strategic matters about your legislative portfolio and agenda.
- Taft is experienced and has a team of staff to help with legislative advocacy days at the Statehouse including reserving the space, setting meetings with the legislators, and helping with advocacy day training.
- In addition to advocacy at the Statehouse, Taft has a well-developed municipal and employment law practice and deep relations with local elected officials. We feel well positioned to advocate at a local level by attending local meetings or assisting members in other local advocacy projects.
- Taft regularly collaborates with clients and their staff to monitor filed legislative bills, legislative amendments, state agency administrative rules, and other public notices. We look forward to developing a relationship with your staff where we are in regular, frequent communication about your legislative portfolio.
- With respect to providing public testimony, generally, we feel it is best if subject matter experts in the field are testifying rather than contract lobbyists. However, it is sometimes effective for contract lobbyists to deliver the testimony. Regardless of who testifies, Taft will develop testimony and coach witnesses in the most effective delivery manner. Our team has testified and represented clients on countless bills and is prepared to testify on your behalf.
- We regularly provide session wrap-up newsletters analyzing the legislative outcomes and how those impact clients. Our team will prepare a final legislative report following the Illinois General Assembly session outlining legislation that impacts you.
- As part of our service, we assume responsibility for lobby and ethics law compliance and will provide all required documentation for you to file required lobbying registration and financial activities.
- We will attend regular advocacy committee meetings providing updates and displaying our expertise by proactively suggesting next steps and executing on advocacy strategies.
- We regularly help clients develop their legislative agenda by measuring outcomes from the previous session, evaluating whether objectives are still valid, refining public policy solutions based on information, and reducing it to a written document released to legislators during the Legislative Session. We will work to find good sponsors for legislation, and distribute marketing materials to the Governor, key statewide elected officials and agency leaders, and members of the Illinois General Assembly for the purpose of promoting and protecting your interests before state government.
- Any other duties as mutually agreed by both parties.

CONFLICTS

Taft is very cautious about screening client issues before intake to avoid conflicts at the outset. At this time we are not aware of any clients that would impose a material or business conflict. Under the Illinois Rules of Professional Conduct, we are obligated to disclose a conflict at the time it arises. In the event a conflict does arise, Taft will discuss whether a waiver is merited. If not, Taft will step away from the representation and empower a representative of the client to continue the advocacy.

FEE PROPOSAL

Taft's Public Affairs Strategy Group (PASG) provides services, as is customary in this market, based on a negotiated rate of services with the client at an annual value for which we are paid a monthly retainer. The annual value is completely dependent on the range and nature of services and the degree of complexity involved.

Our fixed fee will be \$3000 per month. We would propose this amount to be paid as a monthly retainer over 12 months. We reserve the right to negotiate this fee if we discover the current fee is not at a market rate.

This monthly fee includes charges for all PASG work performed on the project by various professionals, technology, printing, travel, and other administrative costs. We will seek prior approval from you for any unusual or extraordinary expenses outside of this list.

Firm Overview

At Taft, we work as one team, driven and committed to helping you succeed. Taft is a modern, progressive firm which is the trusted advisor to many successful clients and an employer of choice in each of our major markets. Our attorneys listen and understand that innovative, value-creating solutions help our clients reach their goals. Our collaborative approach, advanced technological resources and depth of services can transform what you expect from your legal team.

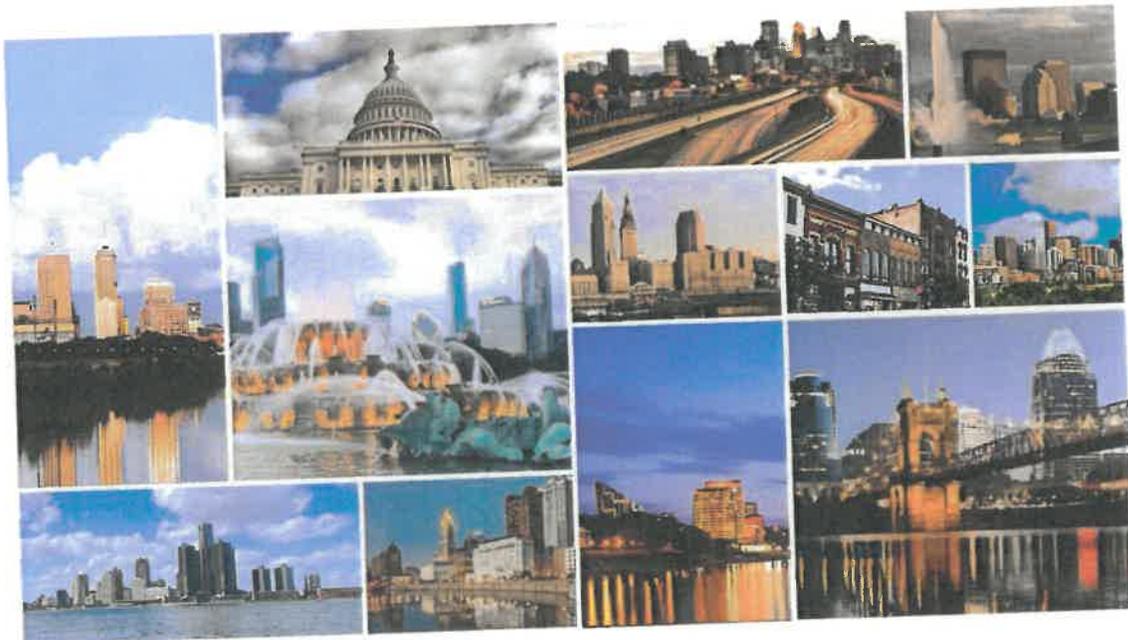
Taft's more than 800 attorneys practice across a wide range of industries, in virtually every area of law, including: Bankruptcy and Restructuring, Business, Energy, Environmental, Finance, Health and Life Sciences, Intellectual Property, Labor and Employment, Litigation, Public Affairs, Private Client, Real Estate, and Tax.

Since 1885, Taft has looked forward to delivering results for our clients, communities, and each other. To learn more, visit Taftlaw.com.

Taft Offices

Taft has offices in eight primary Midwest markets and the District of Columbia:

Chicago, IL	Cincinnati/Northern Kentucky	Cleveland, OH
Columbus/Delaware, OH	Dayton, OH	Detroit/Southfield, MI
Indianapolis, IN	Minneapolis, MN	Washington, DC





think *forward*

