RESOLUTION 11-2011

RESOLUTION AUTHORZING CITY TO INTERVENE IN CONSOLIDATION LAWSUIT, TO ENTER AGREEMENT WITH OTHER SHELBY COUNTY SUBURBAN MUNICIPALITIES AS TO COST SHARING, AND TO ENGAGE THE LAW FIRM OF ADAMS AND REESE, LLP TO REPRESENT THE CITY IN THE CONSOLIDATION LAWSUIT

WHEREAS, on October 7, 2010, plaintiffs Harrison Kerr Tigrett and others filed a Complaint for Declaratory, Preliminary and Permanent Injunctive Relief in the United States District Court for the Western District of Tennessee, Western Division, against defendants Robert E. Cooper, Jr., Attorney General of the State of Tennessee; Tre Hargett, Secretary of State of the State of Tennessee, the Tennessee Department of State Division of Elections, the Shelby County Election Commission and its Commissioners, all in their official capacities (the "Consolidation Lawsuit"); and

WHEREAS, the complaint alleged that the dual-majority voting requirements of the Constitution of the State of Tennessee that are applicable to a consolidation referendum in Shelby County violate the Fourteenth and Fifteenth Amendments of the United States Constitution and the Voting Rights Act of 1965; and

WHEREAS, each of the Town of Arlington, the City of Bartlett, the Town of Collierville and the City of Germantown (together with the City of Millington, the "Suburban Municipalities") has filed or intends to file a motion to intervene as a defendant in the Consolidation Lawsuit; and

WHEREAS, the Board of Mayor and Aldermen believes that a dual-majority voting requirement for consolidation is in the best interest of the City and its citizens, that the provision and costs of Millington's corporate and governmental functions and Millington's annexation reserve agreements could be adversely affected, depending on the scope and outcome of a consolidation referendum certified without a dual-majority voting requirement, and that intervention in the Consolidation Lawsuit is in the best interest of the City and its residents; and

WHEREAS, the Suburban Municipalities have agreed that legal fees and expenses other than those related uniquely to each such suburban municipality, will be shared on a pro rata population basis, in accordance with an agreement substantially in the form of the Intergovernmental Agreement With Respect to Cost Sharing Relative to Certain Litigation (the "Cost Sharing Agreement") attached to this Resolution as Exhibit A;

NOW, THEREFORE, BE IT RESOLVED by the Board of Mayor and Aldermen of the City of Millington, Tennessee, that the City of Millington is authorized to intervene as a defendant in the Consolidation Lawsuit; and

BE IT FURTHER RESOLVED that the sharing of the costs of intervention as set out in the Cost Sharing Agreement is approved, and the Mayor is authorized on behalf of the City to execute the Cost Sharing Agreement;

BE IT FURTHER RESOLVED that the engagement of the law firm of Adams and Reese, LLP to represent the City in the Consolidation Lawsuit is hereby approved, and the Mayor is authorized to execute and deliver the engagement letter with Adams and Reese, LLP for such purpose; and

BE IT FURTHER RESOLVED that the City is authorized to pay up to $ 25,000.00 to Adams and Reese, LLP for legal fees and expenses unique to Millington's intervention in the Consolidation Lawsuit and to pay the City's pro rata share of legal fees and expenses to Adams and Reese, LLP during the 2011-2012 fiscal year in accordance with the Cost Sharing Agreement.

This Resolution is adopted as of the 23d day of May, 2011.

Richard L. Hodges, Mayor

Bruce Rasmussen, City Clerk