

**TOWN OF WESTWOOD
REQUEST FOR PROPOSALS
(RFP) #BOS-26-R-006
TOWN COUNSEL SERVICES**

I. Objective

The Town of Westwood, Massachusetts, acting through its Select Board, seeks to appoint a highly qualified attorney or law firm as Town Counsel effective August 1, 2026.

The successful appointee should meet or exceed the qualifications stated herein and, in general, should be readily accessible to authorized public officials and staff. The Town seeks a firm with substantial experience in Massachusetts municipal law, as further described below; a demonstrated ability to provide timely, practical, and sound legal advice; and a commitment to professional conduct, ethics and objective, sound legal counsel with suitable objectivity and professional detachment.

II. Background

The Town of Westwood is located 12 miles west of Boston and has a population of approximately 16,000 residents. The town is predominantly residential with some vibrant commercial areas, regional public transit, and significant open space and environmental resources.

The Town has a long-standing tradition of strong financial management and high-quality municipal services supported by experienced staff and engaged residents serving on volunteer boards and committees. The Town approved a budget of \$136 million for Fiscal Year 2027 and maintains a AAA Standard and Poor credit rating. The Town's last debt exclusion question approved was in 2021 was for a new elementary school and it is currently in the feasibility and schematic design stage for a fire station project. More information about Westwood's finances is accessible at www.westwoodma.gov/budget.

Westwood operates under a Select Board–Town Administrator form of government and an Open Town Meeting. The Town provides a full range of municipal services delivered through professional departments led by appointed and elected officials, supported by numerous boards, committees, and commissions.

The Town Clerk, Town Moderator, Board of Assessors, and Planning Board, among several other boards, are elected, while there are numerous other appointed boards, including the Zoning Board of Appeals and Finance and Warrant Commission. Municipal services are managed through a group of professionally trained department heads and rendered by dedicated employees. The Town takes great advantage

of, and is fortunate for, the willingness of citizens with advanced knowledge and experience in many professional and technical fields to contribute to the community on volunteer boards, elected committees and task forces. Applicants are encouraged to learn more about the Town of Westwood through its municipal website (www.westwoodma.gov) and local publications.

The Town of Westwood has been exceptionally well served by its current Town Counsel, Patrick Ahearn. Mr. Ahearn will be retiring in August 2026 and is highly regarded for both his legal advice and wise counsel that he has rendered to board members and staff alike over the course of his tenure.

Town Staff and Select Board members routinely contact Town Counsel directly. The Town Administrator is generally informed of requests for legal advice and is responsible for the coordination of legal services under the Town of Westwood Charter.

Westwood's current model of legal services has seen Town Counsel serve in a generalist capacity, with special counsels for a variety of specialized tasks including labor, telecommunications, land use and other areas. The Town would like to replicate the model of a "generalist" as Town Counsel with specialists available within or to the responding firm or working with an individual attorney to round out the legal advice rendered to the Town.

III. Town Counsel Services

The Town seeks expertise in the following matters:

- General Municipal Law;
- Municipal Finance;
- Town bylaws and regulations;
- Open Meeting, public record, executive session, and conflict of interest law;
- Zoning and land use issues;
- Real estate issues: acquisitions, sales, eminent domain, easements, leases, tax takings;
- Town Meeting: drafting and review of warrant articles and motions, advice on issues before and at Town Meeting;
- Drafting and monitoring special legislation;
- Bidding, public construction, and municipal procurement issues;
- Affordable Housing;
- Subdivision control law;
- Community Preservation Act;
- Wetlands regulations;
- Intergovernmental regulations and legal considerations between neighbor municipalities, county, regional, state, and federal governments;
- PFAS and Hazardous Waste Contamination and other environmental issues;
- Elections law and procedures;

- Liquor Licensing; and
- Representation of the Town in all courts, including appellate level, and administrative agencies;
- Any other reasonably related municipal matter.

The Town expects Town Counsel attendance at the following:

- All sessions of Special and Annual Town Meetings (Annual Town Meeting is the first Monday in May each year);
- Minimum of twice monthly in person office hours at town hall for municipal staff and board members.
- Select Board meetings as needed, regulatory board meetings (Planning, Zoning Board of Appeals, Conservation Commission, etc.) occasionally as needed.

IV. Minimum Qualifications

A. Bar Admissions

The appointee and all those who serve as back-up to the appointee (see below) must be a member in good standing of the Massachusetts Bar and of the Federal Bar for the District of Massachusetts. Town Counsel must have Professional Liability Insurance in the amount of at least \$2,000,000 and will need to produce a certificate of insurance upon appointment.

B. Experience

The appointee must represent or have represented as town counsel a minimum of two Massachusetts municipalities for no less than five years total or represented other Massachusetts municipalities as special counsel in specific areas of municipal law. References for all municipalities currently represented or represented in the past ten years by the appointee must be furnished.

C. Accessibility and Accountability

The appointee must commit to be available for frequent contact by authorized Town officers via email and phone, responding himself/herself or through a qualified backup within 24 hours of a call. Must be amenable to in-person meetings, Zoom, Teams, or hybrid meetings, as requested. The appointee must also commit, as a general rule, to responding to requests for formal written opinions within one week unless the circumstances of the opinion warrant a shorter or longer time frame for a response; under such circumstances they must notify the Town official seeking a formal opinion of the time expected to produce it. The appointee must commit to preparing a confidential brief written summary once per quarter of all open litigation issues for the Select Board at no cost to the Town and to preparing a general public report for the Town's Annual Report.

D. Back-up

The appointee must have within his or her firm or through an established “of counsel” relationship at least one other qualified attorney available to render advice and otherwise represent the interests of the Town of Westwood when the appointee is unavailable. In this context, “qualified attorney” shall mean another lawyer who substantially meets the minimum qualifications set forth herein for the appointee or who is supervised by another attorney in the firm that meets these qualifications.

E. Billing

The appointee must commit to providing a summary of legal services rendered and invoices for services ordered, rendered and accepted on a monthly basis. Each statement, if based on an hourly rate for services, must disclose, at a minimum, the date of the service, the identity of the lawyer or staff person performing the service, the subject matter reference for the service, a description of the service performed, the time it took to perform that function, and the hourly rate for the individual performing the function. Expense items must also be itemized.

V. Fees and Expenses

The Town is committed to containing legal costs and wishes to understand the basis on which the responding attorneys propose fees and expenses. The Select Board will consider alternatives to the traditional hourly rate fee arrangement with counsel and/or the current fixed fee arrangement for certain services as described above.

Responding attorneys are required to clearly outline the various types of financial arrangements being proposed. For example, if a fixed fee arrangement is being proposed, define exactly what is meant by this term. If a minimum annual contract, define what would be included in such an arrangement. Responding attorneys should feel free to be creative in this regard so long as the proposal is workable and reasonable. For example, respondents are encouraged to show varied options of pricing – either straight hourly rates, monthly retainers for all general service with hourly costs for special counsel or litigation, etc.

Whether or not an alternative fee arrangement is proposed by the responding attorney, the attached fees and expenses response sheet must be filled out completely, and are subject to a final negotiation with the Select Board if appointed

VI. Selection

In seeking Town Counsel, the Town of Westwood is not bound by M.G.L. c.30B or by any other constraints apart from the sound judgment of its members. This process is being used to communicate the desired qualifications of Town Counsel and to solicit information in an orderly and transparent fashion for rough comparative purposes.

A Search / Screening Committee may be established by the Select Board whose function will be to conduct preliminary interviews and recommend two or three finalists for consideration by the Select Board. In person interviews will be part of the process for selecting the finalists. The finalists will interview with the Select Board during an open meeting. Ultimately, the Board will select the firm or candidate deemed to be in the best interests of the Town, in its sole discretion.

Consequently, the Select Board and Town of Westwood reserve the right to waive any irregularities in the RFP process and to accept or reject any or all proposals. It is anticipated that the process will conclude by August, 2026. The Board intends to work with the new appointee on a transitional plan with retiring Town Counsel.

Below are the projected dates for this process. The Town reserves the right to modify this schedule as it determines convenient:

| | |
|---------------------|--|
| June 2, 2026 | RFP issued |
| June 25, 2026 | Proposals due by 11:00 am |
| Late June into July | Search Committee screening and interview process |
| July / August | Select Board interview finalists |
| TBD | Select Board decision |
| | Effective date of appointment |

VII. Application

Qualified attorneys or law firms interested in responding to this RFP should fill out the attached forms completely and attach copies of all documents requested therein.

Proposals will be received until 11:00am EDT on June 25, 2026. Proposals will be **submitted electronically** via email to procurement@townhall.westwood.ma.us. Electronic submissions to any other email address will not be opened and will be deleted upon receipt. Proposals received after the time and date established herein **SHALL NOT** be accepted or considered, regardless of the cause for delay in the receipt of such proposal(s).

The Proposals will be broken into two (2) sections: The Non-Price Proposal and the Price Proposal. The Non-Price Proposal and the Price Proposal must be submitted as separate files and labeled accordingly.

Questions concerning this Proposal must be submitted in writing to procurement@townhall.westwood.ma.us. Questions sent using any other manner will not be answered.

Submit the proposal by email with the Subject "**Proposal #BOS-26-R-006, Town Counsel – Non Price**" or "**Proposal #BOS-26-R-006, Town Counsel –Price.**"

ATTACHMENT A

**RESPONSE TO REQUEST FOR PROPOSALS FOR TOWN OF WESTWOOD
COUNSEL**

| | |
|--------------------------|--|
| Name: | |
| BBO# | |
| Name of Firm: | |
| Street Address: | |
| City, State, Zip: | |
| Telephone: | |
| Fax Number: | |
| Email: | |
| Website: | |

Please respond to each of the following, using separate pages as necessary:

1. Please identify by name (and BBO #, address and phone number if different than above) the proposed Town Counsel, and, if applicable, lead counsel as well as members of a team, and each proposed back-up counsel.
2. Please attach resumes or *curriculum vitae* for each attorney identified above.
3. Do each of the attorneys identified above meet the minimum bar admission requirements of the RFP? If other than “yes”, please explain.
4. With respect to each attorney identified, please list each and every Massachusetts municipality represented by the attorney within the past ten years, the years of such representation, and the name, address and phone number of at least one contact person in each municipality with knowledge of the attorney’s representation.
5. Please describe each identified attorney’s experience in municipal law.
6. Please describe how you propose to satisfy the Accessibility and Accountability requirements of the RFP, using examples of your approach in other communities and any unique aspect you propose for Westwood.

7. Please describe how you propose to satisfy the back-up requirements of the RFP.
8. If services are to be provided by a team of lawyers, describe how the team approach would work. For example, will specific attorneys be assigned to specific cases or subject matters. Will the specific attorney remain the contact throughout the case or matter?
9. How would you conduct or oversee litigation, including administrative proceedings, in which the Town and its boards are involved in their official capacity, to the extent such legal services are not provided by the Town's insurance carriers or outside counsel?
10. Are you available to review and approve as to form and content all contracts to which the Town is a party?
11. Do you provide regular updates on regulations, legislation and court decisions affecting municipalities and, if so, would this be a separate expense?
12. Do you provide training in legal obligations and compliance for elected, appointed and compensated town employees on issues such as conflict of interest, ethics, open meeting law and harassment, and, if so, would this be a separate expense?
13. Please describe your suggestions for the transition from current Town Counsel to ensure continuity in sound legal representation.
14. Please describe any complaints with the Board of Bar Overseers (BBO) or suits against each identified attorney and how the complaints or suits have been resolved.
15. Please identify any past or current clients that may give rise to a conflict of interest as a result of representing the Town of Westwood, if applicable.
16. For each Town you and, if applicable, members of your firm have represented, please list those cases where municipal litigation has been undertaken (do not list special ed or appellate tax board cases).

By my signature, I certify that the information contained in this Response to Request for Proposals is complete and accurate, to the best of my knowledge and belief.

Signed: _____ Date: _____

Title: _____

ATTACHMENT B

RESPONSE TO REQUEST FOR PROPOSALS FOR TOWN OF WESTWOOD TOWN COUNSEL - FINANCIAL INFORMATION

Fees and Expenses Response Sheet

(To be attached to and made a part of the overall Response to Request for Proposals)

1. Please list the name and hourly rate for proposed Town Counsel and for each attorney intended or likely to serve as back-up.
2. If you propose to bill for services provided by paralegals, clerical staff, or other non-attorney personnel, please list by title and by hourly rate each position for whom you may bill.
3. Please provide a complete listing of all charges for expenses you intend to impose as incurred (i.e., any and all copy charges, telephone charges, fax charges, mileage charges and the like, but excluding any fees for stenographers, court fees, service fees and the like).
4. In what hourly increments do you intend to bill?
5. Do you bill out attorney time out of the office on a portal-to-portal basis or some other basis? Please describe.
6. Please describe any proposed alternative fee arrangement.

ATTACHMENT C

**MUNICIPAL LAW EXPERIENCE CHECKLIST
(To be completed for each team member)**

Rate your experience in the following areas of municipal law using the scale below

- 1. No experience
- 2. Limited experience
- 3. Moderate experience
- 4. Advanced experience
- 5. Extensive experience

- _____ General Municipal Law
- _____ Municipal Finance
- _____ Town bylaws and regulations
- _____ Open Meeting, public record, executive session, and conflicts of interest law
- _____ Zoning G. L. c. 40A and land use
- _____ Real estate issues: acquisitions, sales, eminent domain, easements, leases, tax taking
- _____ Town Meeting: drafting and review of warrant articles and motions, advice on issues before and at Town Meeting
- _____ Drafting and monitoring special legislation
- _____ Public Bidding, Construction Law and Municipal Procurement Law
- _____ Chapter 40B Affordable Housing
- _____ Subdivision Control Law
- _____ Community Preservation Act G. L. c. 44B
- _____ Wetlands Regulation (State and Local)
- _____ Oil, PFAS & Hazardous Waste Contamination G. L. c. 21E
- _____ Elections Law
- _____ Liquor Licensing
- _____ Municipal Labor Law
- _____ Chapter 32B

ATTACHMENT D

**STATEMENT OF LITIGATION EXPERIENCE
(To be completed for each team member)**

Rate your experience practicing with the following Courts, Boards and Commissions based on the scale listed below.

- 1. No experience
- 2. Limited experience
- 3. Moderate experience
- 4. Advanced experience
- 5. Extensive experience

- _____ Trials before State Courts (District, Superior, Land Courts)
- _____ Trials before Federal District Courts
- _____ Appeals before Massachusetts Appeals Court
- _____ Appeals before Massachusetts Supreme Judicial Court
- _____ Administrative Proceedings before Massachusetts Civil Service Commission
- _____ Arbitration Proceedings
- _____ Mediation Proceedings
- _____ Administrative Proceedings before Massachusetts Appellate Tax Board
- _____ Administrative Proceedings before Massachusetts Department of Environmental Protection
- _____ Administrative Proceedings before the ABCC
- _____ Administrative Proceedings before the Housing Appeals Committee
- _____ Administrative Proceedings before Division of Administrative Law Appeals