

SUPREME COURT OF RHODE ISLAND

Town of Johnston v. Santilli

892 A.2d 123 (R.I. 2006) · No. No. 2004-320-Appeal · Decided March 3, 2006

SUMMARY

The Rhode Island Supreme Court held that the Johnston Town Charter requires the town solicitor to serve as legal counsel for the Johnston School Committee and generally prohibits the committee from retaining independent counsel. The court recognized an exception when ethical or professional obligations prevent the town solicitor from representing the committee, requiring conflicts to be assessed on a case-by-case basis. The court reversed the Superior Court's declaratory judgment and remanded the matter.

CASE DETAILS

COURT	Supreme Court of Rhode Island
WRITING FOR THE COURT	Justice Flaherty; Chief Justice Williams; Justice Goldberg; Justice Suttell; Justice Robinson
JURISDICTION	Rhode Island
DECIDED	March 3, 2006
DOCKET	No. 2004-320-Appeal
DISPOSITION	reversed_and_remanded
PROCEDURAL POSTURE	Cross-appeals from a Superior Court declaratory judgment granting the school committee's motion for summary judgment and holding that the Johnston Town Charter did not require the town solicitor to serve as the school committee's exclusive legal counsel.
STANDARD OF REVIEW	De novo review applies to interpretation of a municipal home-rule charter because the usual rules of statutory construction apply to charter construction; the court gives charter terms their usual and ordinary meaning.
PRECEDENTIAL VALUE	Published Rhode Island Supreme Court opinion; majority holding precedential, with Justice Robinson dissenting.
PARTIES	Town of Johnston v. David J. Santilli, Johnston School Committee defendants

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QUESTIONS PRESENTED

1. Whether the Johnston Town Charter provision requiring the town solicitor to represent all departments, offices, and agencies of the town applies to the Johnston School Committee.
2. Whether the school committee is prohibited from retaining independent legal counsel under the ratified charter provision.
3. Whether ethical obligations and conflicts of interest create an absolute bar to representation of the school committee by the town solicitor or instead require a case-by-case determination.
4. What standard of review governs interpretation of the Johnston home-rule charter.

HOLDINGS

1. Section 6-4 of the Johnston Town Charter, which requires the town solicitor to represent all departments, offices, and agencies of the town, applies to the Johnston School Committee because the committee is a municipal body within the charter's coverage.
2. The school committee may not retain independent legal counsel as a general matter because section 6-4 requires representation by the town solicitor, subject to the recognized exception when the solicitor refuses to act, is incapable of acting, or is ethically disqualified.
3. Ethical conflicts do not create an automatic, categorical bar to the town solicitor's representation of the school committee; conflicts must be assessed case by case under the Rhode Island Code of Ethics and the Rules of Professional Conduct.

KEY QUOTATIONS

*"We hold that sec. 6-4 of the Johnston Town Charter, which requires the town solicitor to represent "all * * * departments, offices and agencies of the town," applies to the school committee and prohibits it from retaining independent legal counsel, unless, as will be described below, the town solicitor is unable to represent the school committee because of ethical considerations." (131)*

"Conflicts must be determined utilizing a case-by-case analysis and will necessarily require good faith dealing among the solicitor, the school committee, and the municipality." (132)

FACTUAL BACKGROUND

The Johnston Town Charter provides that the town solicitor is the attorney for the town and legal advisor to all town departments, offices, and agencies. The Johnston School Committee had repeatedly retained outside counsel, particularly during disputes with the town over school funding, invoices, and other matters. After the town council repealed an ordinance authorizing the school committee to hire its own lawyer, the Town sued to

establish that only the town solicitor could represent the committee. The school committee argued that its contentious relationship with the town created ethical conflicts requiring independent counsel.

PROCEDURAL HISTORY

The Town of Johnston sought a declaration that its town solicitor was the exclusive legal advisor for the school committee and sought to enjoin the committee from retaining independent counsel. The school committee counterclaimed for recognition of its right to retain independent counsel, asserting that conflicts of interest prevented representation by the town solicitor. On cross-motions for summary judgment, the Superior Court ruled for the school committee and declined to decide the ethical-conflict question. The town appealed, and the school committee cross-appealed.

DISPOSITION

reversed_and_remanded

REMAND INSTRUCTIONS

The judgment of the Superior Court was reversed, and the record was remanded to the Superior Court for further proceedings consistent with the opinion.

CASES CITED

- Sullivan v. Chafee, 703 A.2d 748, 751 (R.I. 1997)
- Coventry School Committee v. Richtarik, 122 R.I. 707, 411 A.2d 912 (1980)
- Borromeo v. Personnel Board, 117 R.I. 382, 367 A.2d 711 (1977)
- State v. Partington, 847 A.2d 272, 276 (R.I. 2004)
- Carter v. City of Pawtucket, 115 R.I. 134, 341 A.2d 53 (1975)
- Royal v. Barry, 91 R.I. 24, 160 A.2d 572 (1960)
- Local No. 799, International Association of Firefighters AFL-CIO v. Napolitano, 516 A.2d 1347, 1349 (R.I. 1986)
- O'Neill v. City of East Providence, 480 A.2d 1375, 1379 (R.I. 1984)
- Cummings v. Godin, 119 R.I. 325, 377 A.2d 1071 (1977)
- Kells v. Town of Lincoln, 874 A.2d 204, 212-13 (R.I. 2005)
- State v. Dearmas, 841 A.2d 659, 666 (R.I. 2004)
- State v. Ahmadjian, 438 A.2d 1070, 1081 (R.I. 1981)
- Raso v. Wall, 884 A.2d 391, 395 (R.I. 2005)
- In the Matter of Erickson, 815 F.2d 1090, 1092 (7th Cir. 1987)
- Posadas v. National City Bank, 296 U.S. 497, 503 (1936)
- DelSanto v. Hyundai Motor Finance Co., 882 A.2d 561, 562 n.2 (R.I. 2005)
- Tennessee Valley Authority v. Hill, 437 U.S. 153, 189 (1978)
- Morton v. Mancari, 417 U.S. 535, 550 (1974)

- Shumway v. Worthey, 37 P.3d 361, 367 (Wyo. 2001)
- Los Angeles County v. Frisbie, 19 Cal. 2d 634, 122 P.2d 526, 532 (1942)
- United States v. Philbrick, 120 U.S. 52, 59 (1887)
- Reed & Reed, Inc. v. Weeks Marine, Inc., 431 F.3d 384, 388 (1st Cir. 2005)
- Amico's Inc. v. Mattos, 789 A.2d 899, 903 (R.I. 2002)
- Towne v. Eisner, 245 U.S. 418, 425 (1918)
- Church of the Holy Trinity v. United States, 143 U.S. 457 (1892)
- Vermont Agency of Natural Resources v. United States ex rel. Stevens, 529 U.S. 765, 780 (2000)
- United States v. Palmer, 16 U.S. (3 Wheat.) 610, 631 (1818)

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