

THE CITY OF WARWICK
STATE OF RHODE ISLAND

RESOLUTION OF THE CITY COUNCIL

NO. _____ DATE _____

APPROVED _____ MAYOR

**A RESOLUTION RATIFYING THE WARWICK RETIREMENT SYSTEM'S ENGAGEMENT OF
BLOCK AND LEVITON, LLP IN CONNECTION WITH THE PLENARY BREACH-OF-FIDUCIARY
DUTY DERIVATIVE ACTION AGAINST CERTAIN OF FACEBOOK'S OFFICERS AND
DIRECTORS IN DELAWARE'S COURT OF CHANCERY**

Resolved that,

WHEREAS, the health, safety and welfare of the citizens of the City of Warwick are matters of paramount importance to the City Council; and

WHEREAS, pursuant to the City Charter, Article I, Section 1-3 and R.I.G.L. § 45-15-1, the inhabitants of the city shall continue to be a body corporate and politic and may, in their corporate name, sue and be sued, prosecute and defend, in any court and elsewhere; and

WHEREAS, pursuant to the City Charter, the City Council is empowered to grant the Mayor authority to enter the City or a body thereof as a party to a lawsuit by resolution; and

WHEREAS, it has been brought to the Council's attention by the City Solicitor that the City of Warwick Retirement System may have suffered a monetary loss as a result of actions taken by officers and directors of Facebook, Inc. which allegedly constitute a breach of their fiduciary duties as corporate officers; and

WHEREAS, in pursuit of that litigation, the City of Warwick Retirement System has retained the services of Block and Leviton, LLP to represent the City in the above-mentioned action, and this retention requires approval from the City Council of the City of Warwick.

NOW THEREFORE, BE IT RESOLVED, that the City Council of the City of Warwick hereby authorizes the Mayor of the City of Warwick to enter the City of Warwick Retirement System as a Plaintiff in this matter, and in doing so, retain the services of Block and Leviton, LLP.

The City Clerk is hereby directed to forward a copy of this Resolution to the Mayor, the City Solicitor, and the Chair of the Warwick Retirement System.

This Resolution shall take effect upon passage.

SPONSORED BY: COUNCIL PRESIDENT MCALLISTER

COMMITTEE: INTERGOVERNMENTAL