



City of Des Plaines
Office of the Mayor

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MEMORANDUM

DATE July 7, 2015
TO: Aldermen of the City Council
FROM: Matthew J. Bogusz, Mayor
RE: Second Amendment to Employment Agreement

A consensus of the City Council agreed to future terms of the City Manager's Employment Agreement and directed Staff to prepare a Resolution. The only change is to provide a base wage increase from \$157,412 to \$179,412. Attached is Resolution R-133-15, which is the Second Amendment to the City Manager's Employment Agreement to be adopted at the July 20, 2015 City Council Meeting.

CITY OF DES PLAINES

RESOLUTION R - 133 - 15

**A RESOLUTION APPROVING A SECOND AMENDMENT
TO THE CITY MANAGER EMPLOYMENT AGREEMENT
BETWEEN THE CITY OF DES PLAINES AND MICHAEL
G. BARTHOLOMEW.**

WHEREAS, Article VII, Section 10 of the 1970 Illinois Constitution authorizes the City to contract with individuals, associations, and corporations in any manner not prohibited by law or ordinance; and

WHEREAS, the City and Michael G. Bartholomew entered into a City Manager Employment Agreement dated as of April 16, 2012, as amended by the First Amendment to the City Manager Employment Agreement on November 4, 2013 (collectively, "*Agreement*"), pursuant to which the City agreed to employ Mr. Bartholomew, and Mr. Bartholomew agreed to be employed by the City, to perform the duties of City Manager of the City of Des Plaines; and

WHEREAS, the City and Mr. Bartholomew desire to enter into a Second Amendment to the City Manager Employment Agreement to amend the Agreement regarding Mr. Bartholomew's annual base salary ("*Second Amendment*"); and

WHEREAS, the City Council has determined that it is in the best interest of the City to approve the Second Amendment;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Des Plaines, Cook County, Illinois, in the exercise of its home rule powers, as follows:

SECTION 1: RECITALS. The foregoing recitals are incorporated into, and made a part of, this Resolution as findings of the City Council.

SECTION 2: APPROVAL OF SECOND AMENDMENT. The City Council hereby approves the Second Amendment in substantially the form attached to this Resolution as **Exhibit A**, and in a final form to be approved by the General Counsel.

SECTION 3: AUTHORIZATION TO EXECUTE SECOND AMENDMENT. The City Council hereby authorizes and directs the Mayor and the City Clerk to execute and seal, on behalf of the City, the final Second Amendment.

SECTION 4: EFFECTIVE DATE. This Resolution shall be in full force and effect from and after its passage and approval according to law.

[SIGNATURE PAGE FOLLOWS]

PASSED this ____ day of _____, 2015.

APPROVED this ____ day of _____, 2015.

VOTE: AYES ____ NAYS ____ ABSENT ____

MAYOR

ATTEST:

Approved as to form:

CITY CLERK

Peter M. Friedman, General Counsel

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**SECOND AMENDMENT TO THE CITY MANAGER EMPLOYMENT AGREEMENT
BETWEEN THE CITY OF DES PLAINES AND MICHAEL G. BARTHOLOMEW**

THIS SECOND AMENDMENT is made and entered into as of the ____ day of _____, 2015, by and between the City of Des Plaines, an Illinois home rule municipal corporation ("**Employer**"), and Michael G. Bartholomew ("**Employee**"). In consideration of the recitals and mutual covenants and agreements set forth in this Second Amendment, the receipt and sufficiency of which are hereby acknowledged and agreed, the parties agree as follows:

Section 1. Recitals.

A. The Employer and the Employee entered into that certain "City Manager Employment Agreement" dated as of April 16, 2012, as amended by the First Amendment to the Agreement on November 4, 2013 (collectively, "**Agreement**"). Pursuant to the Agreement, the Employer agreed to employ the Employee, and the Employee agreed to be employed by the Employer, to perform the duties of City Manager of the City of Des Plaines.

B. Section 3 of the Agreement sets forth the annual base salary that the Employer agreed to pay the Employee in exchange for the performance by the Employee of the duties of City Manager of the City of Des Plaines.

C. Section 1.2 of the Agreement provides that the Agreement may be modified in writing by mutual agreement of the parties, and Section 3.3 of the Agreement provides that the Employer can increase the compensation of the Employee based on the results of a performance evaluation process set forth in Section 12 of the Agreement.

D. Pursuant to Section 1.2, Section 3.3, and Section 12 of the Agreement, the Employer and the Employee desire to further amend the Agreement to increase the Employee's annual base salary.

E. The parties therefore hereby amend the Agreement as follows.

Section 2. Second Amendment to the Agreement.

Section 3.1 of the Agreement is hereby amended to read as follows:

"Section 3: Compensation

1. Base Salary: Employer agrees to pay Employee an annual base salary of \$179,412, payable in installments at the same time that the other management employees of the Employer are paid."

Section 3. Effect; Effective Date.

All terms, conditions and provisions of the Agreement that are not expressly amended or modified by this Second Amendment shall remain unchanged and in full force and effect as if fully set forth herein. To the extent that the terms and provisions of this Second Amendment conflict with the Agreement, the terms and provisions of this Second Amendment shall control. The effective date of this Second Amendment shall be April 21, 2014.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have caused this Second Amendment to be executed by their duly authorized representatives as of the date and year first written above.

ATTEST:

CITY OF DES PLAINES

By: _____
Gloria Ludwig, City Clerk

By: _____
Matthew Bogusz, Mayor

Date: _____

Date: _____

WITNESS:

MICHAEL G. BARTHOLOMEW

By: _____
Gloria Ludwig, City Clerk

Date: _____

Date: _____

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