[FIRM LETTERHEAD]

[Date], 2026

VIA EMAIL AND CERTIFIED MAIL

The Honorable Kerry Thomson, Mayor City of Bloomington 401 N. Morton Street Bloomington, Indiana 47404

Margie Rice, Corporation Counsel City of Bloomington Department of Law 401 N. Morton Street, Suite 220 Bloomington, Indiana 47404

cc: Isak Nti Asare, President, Common Council cc: Nicole Bolden, City Clerk

Re: Ordinance 2026-29 ("Prohibition of Superintelligence," BMC Chapter 14.25) — Demand for Veto or Non-Enforcement; Notice of Intent to Seek Declaratory and Injunctive Relief; Preservation Demand

Dear Mayor Thomson and Ms. Rice:

This firm represents [Client], a [description: e.g., Bloomington-based software company / developer of artificial-intelligence systems used by customers in Bloomington]. We write regarding Ordinance 2026-29, adopted by the Common Council on November 4, 2026, which would add Chapter 14.25 to the Bloomington Municipal Code.

1. The Ordinance exceeds the City's authority on its face.

The Ordinance cites one source of authority: the Indiana Home Rule Act, IC 36-1-3, cited generically. That Act expressly denies the City each of the following powers, and the Ordinance exercises each of them:

- **IC 36-1-3-8(a)(12)** denies the City "[t]he power to adopt an ordinance … concerning an election … or otherwise conduct an election, except as expressly granted by statute." BMC § 14.25.040(b) conditions the repeal of the prohibition on "an affirmative vote of more than 95% of registered voters" of the City. No statute authorizes that election. The Council's own memorandum confirms the provision contemplates one: "the ultimate authority to lift the ban is left completely to the local electorate via a 95% voter approval threshold."
- **IC 36-1-3-8(a)(2)** denies the City "[t]he power to prescribe the law governing civil actions between private persons." BMC § 14.25.050 purports to confer "any and all remedies available at law to recover damages and fees without limitation," and the sponsor's memorandum states the Ordinance's purpose is to "help plaintiffs meet their burden of proof" in private suits and to make product-liability insurance unavailable to the targeted companies.
- **IC 36-1-3-9(b)** confines the City's jurisdiction to "[t]he area inside the corporate boundaries of the municipality." BMC § 14.25.030 purports to regulate software "regardless of the physical location of the server infrastructure hosting the system."

- **IC 36-1-3-8(a)(7)** denies the City the power to regulate conduct regulated by a state agency. The State of Indiana regulates the assessment and deployment of artificial-intelligence systems through the Office of Technology and Office of the Chief Data Officer (IC 4-13.1-5; State of Indiana AI Policy and Standard) and through the Attorney General under IC 24-15.

Each of these is an express statutory denial. The rule that doubts are resolved in favor of municipal power, IC 36-1-3-3(b), has no application where the General Assembly has stated that "a unit does not have" the power in question.

2. The Ordinance is unconstitutionally vague.

The Ordinance prohibits distribution or deployment of any "Superintelligence," defined as a system that "greatly exceeds the cognitive performance of humans in virtually all domains of interest." The Council's memorandum states that the systems in question "are untestable." A prohibition whose enacting body concedes it cannot be applied does not give fair notice. BMC § 14.25.030 then bans "any unauthorized digital agent" without defining "unauthorized" or identifying any body with power to authorize. The Ordinance vests enforcement "discretion" in the Department of Law and the Police Department with no governing standard. *Kolender v. Lawson*, 461 U.S. 352 (1983).

3. The Ordinance violates the Commerce Clause.

The Ordinance regulates software delivered over the internet from outside Indiana. The Seventh Circuit has twice invalidated Indiana enactments for reaching commerce outside the State. *Legato Vapors, LLC v. Cook*, 847 F.3d 825 (7th Cir. 2017); *Midwest Title Loans, Inc. v. Mills*, 593 F.3d 660 (7th Cir. 2010). The Council's memorandum states the Ordinance's purpose is to prevent "outside commercial tech entities" from deploying in Bloomington and to create, across hundreds of cities, "a massive regulatory burden for companies creating" the targeted technology. That is a stated purpose to burden interstate commerce.

4. Demand.

[Client] intends to continue its lawful business. It faces, under BMC §§ 14.25.060 and 1.01.130, civil penalties of up to $2,500 per violation with each day treated as a separate violation, injunctive proceedings, and referral to the Monroe County Prosecutor. That is a credible threat of enforcement. *Susan B. Anthony List v. Driehaus*, 573 U.S. 149 (2014).

We therefore request, within **ten (10) days** of the date of this letter, one of the following:

(a) **If the Ordinance has not yet been approved by the Mayor:** that the Mayor veto Ordinance 2026-29 under IC 36-4-6-16 and return it to the Council with a message stating the reasons set out above; or

(b) **If the Ordinance has been approved:** a written commitment from the Corporation Counsel, on behalf of the City, that the City will not enforce Chapter 14.25 against any person pending repeal, and that the administration will place a repealing ordinance before the Council at its next regular session.

Absent one of these, [Client] will file a Verified Complaint for Declaratory and Injunctive Relief in the United States District Court for the Southern District of Indiana under 42 U.S.C. § 1983 and IC 34-14-1-2, together with a motion for preliminary injunction, and will seek its attorneys' fees under 42 U.S.C. § 1988. A draft of that complaint is enclosed so that the City may evaluate its exposure.

5. Preservation demand.

The City is on notice of reasonably anticipated litigation. The City, the Council, the Office of the Mayor, the Department of Law, the Office of the Clerk, and each councilmember must preserve all documents and electronically stored information, in any form and on any device or account (including personal email, text, and messaging accounts used for City business), relating to Ordinance 2026-29, Resolution 2026-10, the "SAFE AI Forever Institute" or any affiliated person, any template or model ordinance from which Ordinance 2026-29 was derived, any legal review of Ordinance 2026-29, and any enforcement planning. Please suspend any auto-deletion policies that would affect such material.

6. Public records.

A request under the Indiana Access to Public Records Act, IC 5-14-3, is being delivered to the Clerk under separate cover. Nothing in this letter waives the City's obligations under that Act.

We would welcome a conversation before any filing. Please direct all communications regarding this matter to the undersigned.

Very truly yours,

[Attorney Name] [Firm] Atty. No. [#####-##] [Phone] · [Email]

Enclosure: Draft Verified Complaint