

BOARD OF COUNTY COMMISSIONERS
SARPY COUNTY, NEBRASKA

RESOLUTION AUTHORIZING AGREEMENT FOR PROFESSIONAL SERVICES
WITH ATTORNEY MARK MCQUEEN

WHEREAS, pursuant to Neb. Rev. Stat. §23-104(6) (Reissue 2007), the County has the power to do all acts in relation to the concerns of the county necessary to the exercise of its corporate powers; and,

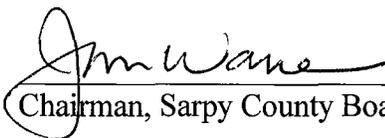
WHEREAS, pursuant to Neb. Rev. Stat. §23-103 (Reissue 2007), the powers of the County as a body are exercised by the County Board; and,

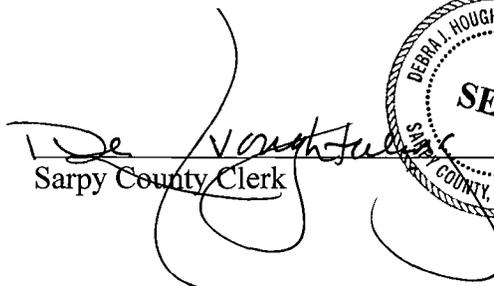
WHEREAS, the Board and the elected officials of Sarpy County have determined that the employment of outside counsel is necessary to represent the County in negotiations for the collective bargaining unit represented by the Fraternal Order of Police, Sarpy County Lodge #3.

NOW, THEREFORE, BE IT RESOLVED BY THE SARPY COUNTY BOARD OF COMMISSIONERS that Mark McQueen of the firm BairdHolm, LLP is hereby employed to represent Sarpy County in negotiations for the collective bargaining unit represented by the Fraternal Order of Police, Sarpy County Lodge #3, and said services shall be provided under the provisions of the attached Letter of Engagement and Standard Terms and Conditions attached hereto. shall be under the supervision of the County Administrator, who shall consult and inform this Board of the status of the negotiations.

BE IT FURTHER RESOLVED that the activities of Mr. McQueen shall be under the supervision of the County Administrator, who shall consult and inform this Board of the status of the negotiations.

The above and foregoing Resolution was duly approved by a vote of the Sarpy County Board of Commissioners at a public meeting duly held in accordance with applicable law on this 12th day of February, 2013.


Chairman, Sarpy County Board


Sarpy County Clerk

The seal is circular with a double-line border. The outer ring contains the text "DEBRA J. HOUGHTALING, COUNTY CLERK" at the top and "SARPY COUNTY, NEBRASKA" at the bottom. In the center of the seal, the word "SEAL" is printed in a bold, sans-serif font.

Mark McQueen

1500 Woodmen Tower
1700 Farnam St
Omaha, NE 68102-2068
Tel: 402.344.0500
Fax: 402.344.0588
Direct: 402.636.8308
mmcqueen@bairdholm.com
www.bairdholm.com

February 5, 2013

VIA EMAIL: MARKW@SARPY.COM

Mr. Mark S. Wayne
County Administrator
Sarpy County
1210 Golden Gate Dr.
Papillion, NE 68046-3088

Re: Engagement for Legal Services

Dear Mark:

Per your request, I have revised my January 16, 2013 correspondence to reflect the adjusted hourly rates/fees we offered to Sarpy County on February 4, 2013. Other than the hourly rate changes reflected below, the following text is identical to my January 16, 2013 correspondence.

We are pleased that you have asked us to serve as your legal counsel. In accordance with our standard procedures and ethical rules, this letter will confirm your engagement of this Firm and, together with the enclosed document entitled *Standard Terms of Representation*, will describe the basis on which we will provide legal services to you. Our goal is to provide services that are timely, professional and responsive to your needs, and that our fees are fair and reasonable. I would be happy to discuss with you any of the matters addressed in the *Standard Terms of Representation*.

1. *Client and Responsible Attorney.* I will serve as your principal contact with the Firm for collective bargaining matters and will be primarily responsible for your collective bargaining services.

2. *Scope of Representation.* I have been engaged to advise and represent you in connection with the County's upcoming collective bargaining with the Fraternal Order of Police, the union representing your law enforcement bargaining unit. As indicated in our *Standard Terms of Representation*, our engagement will be limited to

the matter described above, and will not include representation in any other matter unless otherwise mutually agreed.

3. *Fees and Expenses.* Our *Standard Terms of Representation* describe the basis upon which our legal fees are determined. Please review this information carefully and contact me if you have any questions or concerns. Our billing rates for attorneys currently range from \$145 to \$350 per hour. My hourly rate for time billed for this engagement will be \$270 through June 30, 2013. Effective July 1, 2013, in connection with the Firm's annual billing rate review, my hourly rate for time billed for this engagement will increase to \$280. These rates will also apply to any additional collective bargaining matters that Sarpy County retains the Firm to perform. These rates will be reviewed again in June of 2014, and subject to potential change at that time. To the extent that Sarpy County retains this Firm to perform work other than collective bargaining, the Firm's standard rates may apply, subject to review and approval by Sarpy County on each matter for which the County retains this Firm.

4. *Conflicts.* You are aware the Firm represents many other companies and individuals. It is possible that during the time that we are representing you, some of our present or future clients may have disputes or transactions with you. It will be our understanding that we may continue to represent or may undertake in the future to represent existing or new clients in any matter that is not substantially related to our work for you, even if the interests of such clients in those other matters are directly adverse to your interests. We agree, however, that this understanding shall not apply in any instance where, as a result of our representation of the Company, we have obtained confidential information directly related to the matter on which we represent the other client and which, if known to the other client, could be used by such client to your material disadvantage.

Once again, we are pleased to have this opportunity to work with you. Please call me if you have any questions or comments about the contents of this letter or the enclosed *Standard Terms of Representation*, or if any concerns arise during the course of our representation.

Very truly yours,



Mark McQueen
For THE FIRM

MEM/ewh
Enclosure: *Standard Terms of Representation*