

MEMORANDUM

TO: Financial, Expenditure and Legal Subcommittee

SUBJECT: District Legal Services

DATE: March 4, 2021

FROM: John Winkler, General Manager

The District currently has an agreement with Husch Blackwell, District Legal Counsel, which outlines the scope of services, terms of agreement for services, etc. The contract with Husch Blackwell was set to expire on June 30th 2020, however, the Board of Directors extended the contract for one year to June 30th 2021 in order for the District to conduct an independent cost benefit analysis of hiring an in house legal counsel versus a contract arrangement. That study was presented to the Board of Directors at the February meeting.

Upon completion of the in-house counsel analysis, an in-depth District operational evaluation was conducted with a survey of District staff to provide direct input from them on the efficacy of legal counsel representation (see attachment 1). Per the results of the in-house legal counsel study and the operational evaluation, there simply does not exist any performance, budgetary or operational issues or deficiencies that would lead to any other recommendation or course of action except to recommend the renewal of the legal services contract with Husch Blackwell. If other issues or facts to the contrary do exist, District staff has not been made aware of them. It is recommended that the District enter into a new agreement for the provision of legal services with Husch Blackwell, as attached; for a period of three years beginning on July 1, 2021 to June 30, 2024.

Per the attached letter from District Legal Counsel, Husch Blackwell proposes to renew the engagement and terms for legal services from June 30, 2021 to July 1, 2024. The District first entered into an agreement for legal services with Husch Blackwell in May of 2014 and due to exceptional performance, the Board of Directors extended the contract multiple times over the last six years.

Therefore, Management recommends that the Subcommittee recommend to the Board of Directors, that the Board approve the proposed legal services agreement with Husch Blackwell, per the terms and conditions outlined in said agreement, for a period to begin upon execution of agreement from July 1, 2021 to June 30, 2024 subject to changes deemed necessary by the General Manger and approval as to form by District Legal Counsel.

Attachment 1

(All the following feedback was provided by staff and G.M. comments are not included, in-order to facilitate fairness staff had the opportunity to provide feedback anonymously and no one chose to do so)

1. Absolutely renew the agreement with Husch Blackwell! Brent Meyer has been outstanding to work with as a project manager. I don't have much else to add. Thanks.
2. I have been extremely happy with the support I've received from Husch Blackwell over the past 10 years.
3. My experiences with Husch Blackwell have all been excellent. I've primarily worked with Dave Newman, Brent Meyer, and Adam Charleson. All three of them have been responsive and thorough. It's very rare that I have had to wait for anything even when it could wait. They have been proactive in helping to avoid potential issues in contract language and negotiations. Additionally, they have adequate support staff to handle items like correspondence and conversion of older, archived documents into a useable format. Another advantage of working with a larger firm is the breadth of knowledge available to them through their colleagues when questions outside their areas of expertise arise. Compared to the days before HB when we had a single person handling all the projects from the PMs, it has been a vast improvement. With the single person model, we sometimes had to wait for several weeks for documents and reviews.
4. Thanks for asking and nothing super profound just that Husch has provided excellent service on my projects. They have a great response time; they are helpful and seem to be available all the time. I have specifically benefited from discussions with Husch staff outside of our normal agreement, easement, land rights stuff. That has been wetland mitigation, levee, FEMA reimbursement and FEMA regulations. To me that seems like a rather large bonus when Brent notices something we are working on might need (or we might want) additional input from an expert.
5. In response to the below email and staff feedback on Husch Blackwell (HB) performance, my feedback is as follows:
 1. HB attorneys are customer oriented and work to meet our schedules and requirements. They ask when we need a legal product and usually meet or exceed that deadline.
 2. HB attorneys provide what we need, and the quality is usually very good and accurate.
 3. I've experienced our prior one-person legal counsel both as a contracted firm and as an employee and found that requested legal services were usually slower than with HB. Sometimes it took over a month to receive a legal services product due to his court work commitments or vacation, etc. HB has more than one attorney, so the NRD workload can be spread to more than one attorney or if someone is on vacation or in court there is a plan B. In addition, HB has different attorneys who specialize in different cases or services and that is helpful.
6. Overall, I'm pleased with HB service and would encourage retaining them as the NRD counsel.

HUSCH BLACKWELL

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February 26, 2021

VIA E-MAIL

Mr. John Winkler
General Manager
Papio-Missouri River Natural Resources District
8901 So. 154th Street
Omaha, NE 68138

Re: Agreement for Legal Services

Dear Mr. Winkler and Directors:

It truly has been a privilege to serve as the Papio-Missouri River Natural Resources District's legal counsel, and I am thankful that you have requested an extension to our agreement. This letter is to confirm our discussion about the engagement and to set forth the terms under which we will provide the requested services from July 1, 2021 to June 30, 2024.

Client and Scope of Representation. Our client for this engagement will be Papio-Missouri River Natural Resources District. It is understood that, in the absence of written agreement to the contrary, our work in connection with this engagement shall not be considered to create an attorney-client relationship between us and any other persons or entities related to Papio-Missouri River Natural Resources District, including parents, subsidiaries, shareholders, partners, members, or other affiliates, and thus our sole client for this engagement shall be Papio-Missouri River Natural Resources District. We will not consider entities affiliated with Papio-Missouri River Natural Resources District as our clients for the purpose of checking future conflicts of interest.

We are being retained to provide general legal services and representation to the Papio-Missouri River Natural Resources District, as directed by the Board of Directors acting through the General Manager. In the event that we are asked to provide additional services, we will confirm such engagement in writing. Absent specific modification, any additional services will be governed by the terms and conditions of this agreement.