

LAW OFFICES
**CROKER, HUCK, KASHER,
DeWITT, ANDERSON & GONDERINGER, L.L.C.**

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RICHARD A. DeWITT
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ROBERT M. GONDERINGER^o
MARTIN P. PELSTER^{**}
ROBERT J. KIRBY
JOHN M. PROSOSKI^o
SCOTT D. JOCHIM
DAVID J. SKALKA^{*}
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OF COUNSEL
MICHAEL C. DAVLIN
RICHARD E. CROKER, RETIRED
FOUNDER

*ALSO ADMITTED IN MINNESOTA
*ALSO ADMITTED IN IOWA
*ALSO ADMITTED IN TEXAS
*ALSO ADMITTED IN ILLINOIS
*ALSO ADMITTED IN NORTH DAKOTA

February 13, 2014

Papio-Missouri River Natural Resources District
8901 S. 154th Street
Omaha, NE 68138-3621
Attn: John G. Winkler, General Manager

Re: Proposal for Legal Services

Dear Mr. Winkler:

Please accept this letter as a proposal for legal services in response to the Request for Proposal-Legal Services issued on or about January 22, 2014 ("RFP") by the Papio-Missouri Natural Resources District (the "District").

Croker, Huck, Kasher, DeWitt, Anderson & Gonderinger, L.L.C. ("Croker Huck" or the "Firm") has a long history of providing high quality legal services in the areas of real estate and municipal law. Croker Huck is known for its pioneering work in creating and developing sanitary and improvements districts ("SIDs") which have been the driving force in real estate development in the Omaha area. Although Croker Huck has expanded its areas of practice over the years to include other areas of the law as indicated in the enclosed summary, a primary area of practice focuses on real estate and real estate development. We believe Croker Huck's vast experience in real estate development makes it the logical choice as the District's legal counsel.

Enclosed is a summary of information requested by the District's RFP. Although all attorneys in the Firm will be available to assist in representing the interests of the District, the following attorneys will be primarily involved in providing such representation:

MARTIN P. PELSTER: Martin will have primary responsibility for District matters and will handle preparation of the purchase agreements, easements, leases and other transactional documents for the District. He will be the primary contact for the District and will attend meetings of the Board of Directors and its subcommittees. Martin has been practicing real estate law since joining the firm in 1990. Prior to joining the Firm, Martin practiced banking and bankruptcy law in Beaumont, Texas. Although he was routinely involved in litigation matters early in his practice, the focus of his practice has shifted in recent years to transactional work.

Martin's clients include real estate developers and owners of commercial properties such as shopping centers. He has been involved in numerous multi-million dollar real estate and loan transactions during the course of his practice. In addition, as a result of representing SIDs for more than twenty (20) years, Martin has substantial experience in drafting, negotiating and administering intergovernmental agreements, construction contracts and other development contracts. Martin's SID background will also provide the District with an attorney who understands the governmental process and has the ability to draft the resolutions necessary for proper governmental authority. Martin's litigation and transactional experience will be helpful in his leadership of the Croker Huck team that will represent the interests of the District.

ROBERT KIRBY: Robert will be called upon to assist the District with any employment or personnel related issues, policies and litigation. He has a substantial amount of experience in the employment law area. Robert's expertise includes hiring and firing matters, drafting of policy statements/employee handbooks and defending employee claims of all types including discrimination suits based on race, color, religion, sex, national origin, age, or disability.

DAVID SKALKA and SCOTT JOCHIM: David and Scott are experienced trial attorneys and will have primary responsibility for litigation matters for the District including eminent domain and inverse condemnation proceedings. Both have a substantial amount of litigation experience including eminent domain and condemnation proceedings. David has been involved in three (3) eminent domain cases in his career and numerous other cases where the valuation of real property was an issue. Scott also has substantial litigation experience involving issues centering on the valuation of real property. As a result, David and Scott are quite familiar with real estate appraisals and presenting or defending appraisal testimony in a litigation setting. David and Scott will provide ample support for the District's litigation matters.

ELIZABETH SEVCIK and STEVEN RANUM: Elizabeth and Steve are the Firm's associate attorneys and will assist the other attorneys in representing the District in their respective areas. Elizabeth and Steve have experience in both litigation and transactional areas, and both are excellent at legal research and writing. Since their hourly rates will be lower than the other attorneys responsible for representing the District, we will utilize their respective talents as much as possible in order to keep the District's legal expenses as low as possible while providing the high quality legal services deserved by the District.

We believe that Croker Huck has a team of attorneys that can meet all of the District's needs at a reasonable cost. All of the foregoing attorneys are well-respected in the Omaha legal community and will bring the highest legal, ethical and moral standards to the table in their representation of the District.

The Firm's standard hourly rates are set forth in the enclosed summary. We propose to provide the legal services required by the District at the discounted hourly rates of \$225 for members, \$175 for associate attorneys and \$100 for paralegals. We further propose that the agreement for legal services between the Firm and the District provide for a two (2) year initial term with automatic renewals for successive one (1) year terms unless either party terminates the agreement by providing written notice of termination at least sixty (60) days prior to the end of

February 13, 2014

Page 3

the initial term or any renewal term. The agreement will also provide that hourly rates can be adjusted only upon written agreement of both parties. In addition to professional fees, we will charge for costs advanced or incurred on behalf of the District. Itemized invoices for legal fees and costs advanced or incurred will be submitted on a monthly basis and full payment will be due within thirty (30) days of the date of the invoice. The parties will execute an agreement containing the foregoing and other standard terms and conditions.

Although the forgoing proposal provides for services to be rendered under an hourly fee arrangement, we are willing to explore any other alternative fee arrangement that will be beneficial to both parties.

Thank you for your consideration of the foregoing proposal. We look forward to meeting with you and the Ad Hoc Subcommittee to further discuss our proposal. If you have any questions, please do not hesitate to contact us.

Very truly yours,

A handwritten signature in black ink, appearing to read "Martin P. Pelster". The signature is fluid and cursive, with the first name "Martin" and last name "Pelster" clearly distinguishable.

Martin P. Pelster

MPP/ekp

00543771.DOC

MEMORANDUM

TO: Papio-Missouri Natural Resources District

FROM: Croker, Huck, Kasher, DeWitt, Anderson & Gonderinger, L.L.C.

SUBJECT: Proposal for Legal Services

DATE: February 13, 2014

The following information is submitted in response to the Request for Proposals-Legal Services dated January 22, 2014:

FIRM NAME AND CONTACT INFORMATION:

Croker, Huck, Kasher, DeWitt, Anderson & Gonderinger, L.L.C.
2120 South 72nd Street, Suite 1200
Omaha, Nebraska 68124
Phone: 402-391-6777
Fax: 402-390-9221
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MEMBERS OF THE FIRM AND STANDARD HOURLY RATES:

Robert J. Huck (\$300)
James F. Kasher (\$275)
Richard A. DeWitt (\$275)
Richard L. Anderson (\$275)
Robert M. Gonderinger (\$275)
Martin P. Pelster (\$275)
Robert J. Kirby (\$275)
David J. Skalka (\$240)
John M. Prosocki (\$240)
Scott D. Jochim (\$240)

OTHER ATTORNEYS IN THE FIRM AND STANDARD HOURLY RATES:

Elizabeth A. Sevcik (Associate Attorney) (\$175)
Steven G. Ranum (Associate Attorney) (\$165)
Michael C. Davlin (of Counsel) (\$300)

PARALEGALS AND STANDARD HOURLY RATES:

Amy S. Baker (\$120)
Mary K. Bothwell (\$115)

FIRM'S PRINCIPAL AREAS OF PRACTICE:

Real Estate Law
Sanitary & Improvements Districts
Municipal Law
Employment Law
Business & Corporate Law
Civil Litigation
Banking and Creditor's Rights
Estate Planning and Probate Administration

**THE FOLLOWING ATTORNEYS (BIOGRAPHIES ATTACHED)
WILL BE PRIMARILY RESPONSIBLE FOR REPRESENTING THE
DISTRICT:**

Martin P. Pelster
Robert J. Kirby
David J. Skalka
Scott D. Jochim
Elizabeth A. Sevcik
Steven G. Ranum

**OTHER GOVERNMENTAL AGENCIES REPRESENTED BY THE
FIRM:**

The Firm represents twenty-seven (27) sanitary & improvement districts located in Douglas, Sarpy, Platte and Gosper counties and a fire protection district located in Sarpy County, Nebraska. The Firm has also represented the City of Omaha on various matters.

Croker, Huck, Kasher, DeWitt, Anderson & Gonderinger, L.L.C.

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Martin P. Pelster

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Martin Pelster is a member of Croker Huck and his practice focuses on real estate, creditor's rights and bankruptcy, and business law. His extensive real estate experience includes representing developers in the acquisition, financing and development of real estate, including the formation and representation of sanitary and improvement districts and homeowner's associations. Martin regularly represents developers, owners, landlords and tenants in connection with acquiring, marketing, financing and leasing of commercial, office and retail properties, including mixed use and retail shopping centers.

Martin has represented numerous banks, credit unions and individual creditors in complex loan restructuring, workouts and foreclosures, including complex Chapter 11 reorganizations and Chapter 7 liquidations. His most recent bankruptcy experience involved representing the leading creditor in the liquidation of a multi-million dollar ethanol production facility in South Dakota. Martin also has a vast amount of experience in representing clients that invest in tax sale certificates, including applications for treasurer's tax deeds and foreclosures of tax sale certificates. Originally from northeast Nebraska, he began his legal career in Beaumont, Texas after graduating from the University of Nebraska College of Law in 1989. Martin joined the firm as an associate attorney in 1990 and has been a member since 1997.

Areas of Practice

- Real Estate Law
- Banking Law
- Bankruptcy Law
- Commercial Law
- Contracts
- Debtor and Creditor Law
- Tax Foreclosure

Bar Admissions

- Texas, 1989
- Nebraska, 1990
- Iowa, 2005

Education

- University of Nebraska College of Law, Lincoln, Nebraska
 - J.D. - 1989
- Kearney State College, USA
 - B.S. - 1986

Representative Cases

- *Par 3, Inc. v. Livingston*, 268 Neb. 636, 686 N.W.2d 369 (Neb. 2004)
- *Franksen v. Crossroads Joint Venture*, 257 Neb. 597, 599 N.W.2d 603 (Neb. 1999)
- *Smith v. Smith*, 246 Neb. 193, 517 N.W.2d 394 (Neb. 1994)
- *Franksen v. Crossroads Joint Venture*, 245 Neb. 863, 515 N.W.2d 794 (Neb. 1994)
- *Riverview Props., LLC v. OO Chems., Inc.*, No. A-08-005, 2009 WL 132813 (Neb. Ct. App. 2009)
- *Doksansky v. Nw. Bank Neb., N.A.*, 260 Neb. 100, 615 N.W.2d 104 (2000)
- *United States v. Hughes Ranch, Inc.*, 33 F. Supp. 2d 1157 (D. Neb. 1999)
- *Poppleton v. Vill. Realty Co., Inc.*, 248 Neb. 353, 535 N.W.2d 400 (1995)
- *In re Sanitary and Improvement Dist. No. 1 of Gosper County*, 270 Neb. 856, 708 N.W.2d 809 (2006)
- *Knosp v. Shafer Properties, LLC*, WL 1505998, 19, App. 809(2012) (Neb. 2012)
- *In re Tri-State Financial, LLC*, No. BR08-83016-TJM, A10-8072-TJM, 2012 WL 1949331 (Bankr. D. Neb. 2012)
- *In re DBSI, Inc.*, 405 B.R. 698, 61 Collier Bankr. Cas. 2d 1501 (Bankr. D. Del. 2009)
- *Big Rig Repair, Inc. v. Heatflex, Inc.*, No. 8:08CV397, 2009 WL 1409259 (D. Neb. 2009)
- *Roth Grading, Inc. v. Testa Corp.*, No. 8:04CV632, 2005 WL 2347238 (D. Neb. 2005)
- *In re Bullmore*, 300 B.R. 719, 42 Bankr. Ct. (Bankr. D. Neb. 2003)

Honors and Awards

- Martindale-Hubbell Peer Review Rated AV Preeminent 5.0 out of 5.0

Professional Associations and Memberships

- Omaha Bar Association, Member
- Nebraska State Bar Association, Member in the Sections on Banking; Bankruptcy; Real Estate, Probate and Trust
- American Bar Association, Member in the Section on Labor and Employment Law
- State Bar of Texas, Member
- Iowa Bar Association, Member

Office Location

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[Map and Directions](#)

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Areas of Practice

- Labor and Employment Law
- Business Law
- Civil Litigation
- Commercial Law
- Estate Planning
- Mediation
- Probate
- Real Estate

Bar Admissions

- Nebraska, 1985
- U.S. District Court District of Nebraska, 1985
- U.S. Court of Appeals 8th Circuit, 2006

Education

- **Creighton University School of Law, Omaha, Nebraska**
 - J.D. *cum laude* - 1985
 - Honors: Creighton Law Review, 1985
- **Benedictine College, Atchison, Kansas**
 - B.A. *cum laude* - 1982

Representative Cases

- *Janke v. Chace*, 1 Neb.App. 114, 487 N.W.2d 301 (1992)
- *American Nat. Bank v. Sivers*, 387 N.W.2d 138 (Iowa, 1986)

Honors and Awards

- Martindale-Hubbell Peer Review Rated AV Preeminent 5.0 out of 5.0

Professional Associations and Memberships

- Omaha Bar Association, Member, Alternative Dispute Resolution Committee; Courts Committee
- Nebraska State Bar Association, Member in the Sections on Real Estate, Probate & Trust; Labor Relations and Employment Law; Member and Past Chairman Alternative Dispute Resolution
- Nebraska Supreme Court, Past Board Member, Office of Dispute Resolution Advisory Council
- Federal Practice Committee, Member and Past Chairman

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Scott D. Jochim

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Scott Jochim is a member of Croker Huck, focusing his practice primarily on commercial and business litigation in both state and federal court. For over a decade, he has litigated a wide range of cases for Croker Huck's business, banking, construction, real estate development, sanitary and improvement district, and individual clients at both trial and appellate levels. Scott has assisted clients with matters including but not limited to contract disputes, banking and collection matters, secured transactions, business torts, partner and shareholder disputes, construction and lien disputes, commercial and residential landlord and tenant disputes, special assessment and annexation disputes, homeowners association and covenant enforcement matters, employment and non-competition disputes, fraud, misrepresentation and concealment matters, probate litigation and will contests.

Scott works closely with clients to develop winning strategies to protect their legal rights and business interests. He assists clients in making informed decisions about pending litigation so they may reach their desired business goals in a cost-effective manner. Scott has a successful track record in litigating cases through trial and appeal, and he has helped many clients avoid costly litigation through successful informal dispute resolutions, arbitrations, mediations, and settlement negotiations.

Areas of Practice

- Civil Litigation and Appeals
- Trial Practice (State and Federal)
- Business and Commercial Litigation
- Creditors' Rights
- Banking and Finance Litigation
- Real Estate/Landlord and Tenant Litigation
- Sanitary and Improvement District Litigation
- Homeowners and Condominium Association Litigation
- Probate Litigation and Will Contests
- Annexation Litigation
- Informal Dispute Resolution: (Arbitration, Mediation, and Settlements)
- Business Organizations

Litigation Percentage

- 95% of Practice Devoted to Litigation

Bar Admissions

- Nebraska, 2000
- U.S. District Court District of Nebraska, 2000
- U.S. Court of Appeals 8th Circuit, 2002

Education

- University of Nebraska College of Law, Lincoln, Nebraska
 - J.D. - 2000
- University of Nebraska at Lincoln
 - B.A. - 1996
 - Honors: With Distinction
 - Major: Psychology

Representative Cases

- *TFE, Inc. v. Sanitary and Improvement District No. 59 of Sarpy County*, 280 Neb. 767, 790 N.W.2d 427 (2010)
- *Swift vs. Wells Fargo Bank, Inc.*, 285 Neb. 619 (2013)

Honors and Awards

- Marindale-Hubbell Peer Review Rated AV Preeminent 4.8 out of 5.0

Professional Associations and Memberships

- Omaha Bar Association, Member
- Nebraska State Bar Association, Member in the Section on Business Law
- American Bar Association, Member in the Section on Litigation
- Nebraska Association of Trial Attorneys (NATA)
- National Institute of Trial Advocacy (NITA)

Fraternities/Sororities

- Phi Beta Kappa

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Dave Skalka is a member of Croker Huck and has been practicing for over thirteen years in the areas of commercial litigation, creditors' rights, real estate, and business law. His wide-ranging creditors' rights practice includes representation in both Chapter 7 liquidation and complex Chapter 11 bankruptcy reorganizations and representation in loan restructuring, representing creditors ranging in size from large national banks to individuals. His real estate and business practice includes real estate transactional and litigation representation, contract negotiations, commercial and agricultural lease negotiation, business entity choice, formation, and structure including Nebraska cooperative corporations, eminent domain/condemnation representation, and wage payment and noncompete issues.

Dave has successfully prosecuted, defended, and assisted in the settlement of a variety of cases including multi-million dollar commercial claims, fraudulent transfer claims, probate estate disputes, real estate disputes, and shareholder disputes, and has successfully prosecuted and defended numerous appeals in the state and federal appellate courts. He has successfully represented sanitary and improvement districts in contested formations and related litigation. His jury trial experience includes obtaining a verdict for a condemnee landowner that was over three times the amount offered by the condemning political subdivision. His clients include banks, credit unions, commercial and agricultural landowners, commercial landlords and tenants, small and medium-sized businesses and business owners, and condominium and homeowners associations. Dave entered law school in 1995 after having been a news director for several Nebraska and South Dakota radio stations over a period of four years. He began his legal career as a judicial law clerk to the Nebraska Supreme Court.

Areas of Practice

- Creditors' Rights
- Commercial Litigation
- Corporate/Business Law
- Real Estate/Landlord and Tenant
- Bankruptcy
- Appellate Practice

Bar Admissions

- Nebraska, 1998
- Iowa, 2008
- U.S. District Court District of Nebraska, 1999
- U.S. District Court District of Colorado, 1999
- U.S. Court of Appeals 8th Circuit, 2006
- U.S. Court of Appeals Federal Circuit, 2000

Education

- **Creighton University School of Law, Omaha, Nebraska**
 - J.D. *magna cum laude* - 1998
- **Wayne State College**
 - B.A. with honors in Broadcast Communications, minors in Political Science and Journalism - May, 1991

Representative Cases

- *State ex rel. Lanman v. Dawson County and Sanitary and Improvement District No. 1 of Gosper County*, 277 Neb. 492, 763 N.W.2d 392 (2009)
- *Tymar, LLC v. Two Men and a Truck et al. and Nebraska Public Service Commission*, 282 Neb. 692, 805 N.W.2d 648 (2011)
- *Rohwer v. City of Blair*, Case No. A-07-1356 (Neb. App. 2009)
- *Auto Services Co., Inc. v. KPMG, LLP*, 537 F.3d 853 (8th Cir. 2008)
- *Mitchell v. Team Financial, Inc.*, 16 Neb. App. 14, 740 N.W.2d 368 (2007)
- *In re Sanitary and Improvement District No. 1 of Gosper County*, 270 Neb. 856, 708 N.W.2d 809 (2006)
- *Adesta Communications, Inc. v. Utica Mut. Ins. Co.*, No. 08-CV-01817-RPM, 2010 WL 1240354 D. Colo. (2010)
- *MPP, L.L.C. v. Brook Park Investment Co.*, 2003 WL 22232060, Case No. A-02-139 (Neb. App. 2003)

- *Thille & Son Const., Inc. v. Thille*, 2005 WL 2129167, Case No. A-04-034 (Neb. App. 2005)
- *Moglia v. McNeil Co., Inc.*, 270 Neb. 241, 700 N.W.2d 608 (2005)
- *Blankenau v. Landess*, 261 Neb. 906, 626 N.W.2d 588 (2001)

Honors and Awards

- Creighton Law Review Staff Editor and Writer 1996-98; published, 30 Creighton L. Rev. 171 (1996)

Professional Associations and Memberships

- Omaha Bar Association
- Nebraska State Bar Association, Member in the Sections on Bankruptcy Law, Business Law and Banking
- Nebraska Association of Trial Attorneys (NATA)
- American Bankruptcy Institute

Past Employment Positions

- Nebraska Supreme Court, Law Clerk to the Honorable William Connolly, 1998 - 1999

Office Location

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Elizabeth Sevcik is an associate at Croker Huck and advises clients in the areas of banking and finance transactions, business law, real estate matters, and litigation. Elizabeth works with business and lenders in commercial loan transactions, and assists lenders and creditors in workouts and foreclosures. Elizabeth also works with clients on a variety of real estate matters, including the sale and leasing of commercial real estate. She assists clients with drafting and negotiation of real estate sales contracts, managing due diligence, reviewing title commitments and surveys, and the closing of the transaction. Elizabeth's practice also includes representing clients in the litigation process.

Areas of Practice

- Banking and Finance Law
- Business and Commercial Law
- Business Organizations
- Litigation
- Real Estate Law

Bar Admissions

- Nebraska, 2009
- U.S. District Court District of Nebraska, 2009

Education

- University of Nebraska College of Law, Lincoln, Nebraska
 - J.D. - 2009
 - Honors: With Distinction
 - Honors: Moot Court Board Member, 2007-2009
 - Honors: Moot Court Problem Editor, 2008-2009
 - Law Review: Nebraska Law Review, Member, 2008 - 2009
- University of Nebraska, Lincoln, Nebraska
 - B.S. - 2006

Representative Cases

- *TFF, Inc. v. Sanitary and Imp. Dist. No. 59 of Sarpy County*, 280 Neb. 767, 790 N.W.2d 427 (2010)

Honors and Awards

- CALI Excellence for the Future Award, Administrative Law, 2007
- CALI Excellence for the Future Award, Trial Advocacy, 2008

Professional Associations and Memberships

- Nebraska State Bar Association, Member in the Sections on Young Lawyers; Real Estate, Probate & Trust
- Omaha Bar Association
- American Bar Association, Member in the Section on Young Lawyers

Office Location

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Steve Ranum is an associate at Croker Huck and practices in several practice areas. He has assisted clients in a wide range of litigation and transactional matters, including business formations, contract drafting, private securities offerings, and commercial litigation. His primary areas of practice are real estate, commercial and real estate litigation, and business law.

Steve received his law degree from Creighton University School of Law and graduated *summa cum laude*. During law school, he was President of the Creighton Moot Court Board and a member of the Creighton Law Review. In 2009, he was named the Outstanding Oralist in the annual Creighton Moot Court Competition. Steve graduated from Northern State University, *summa cum laude*, with a Bachelor of Science degree in Finance. Prior to entering law school, he worked as a bank examiner for the State of North Dakota, where he served as the examiner-in-charge of the examinations of several community banks in western North Dakota.

Areas of Practice

- Banking and Finance Law
- Litigation
- Real Estate Law
- Estate Planning
- Business Organizations
- Business and Commercial Law
- Securities
- Landlord and Tenant Law

Bar Admissions

- Nebraska, 2011
- U.S. District Court District of Nebraska, 2011

Education

- **Creighton University School of Law, Omaha, Nebraska**
 - J.D. *summa cum laude* - 2011
 - Law Review: Creighton Law Review, 2009 - 2011
- **Northern State University, Aberdeen, South Dakota**
 - B.S. *summa cum laude* - 2005

Honors and Awards

- Outstanding Oralist Creighton Moot Court Competition, 2010
- Creighton Moot Court Board President, 2011

Professional Associations and Memberships

- Nebraska State Bar Association, Member in the Sections on Business Law; Real Estate, Probate & Trust; Young Lawyers; Securities Law
- Omaha Bar Association
- American Bar Association, Member in the Sections on Real Property, Trust & Estate; Young Lawyers

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