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February 8, 2021

**VIA EMAIL AND
U.S. MAIL**

Phil Belfiori
Vadnais Lake Area Water
Management Organization
800 County Road E East
Vadnais Heights, MN 55127

**RE: Response to Request for Letter of Interest Proposal for Legal Services
(2021-2022)**

Dear Phil:

Please accept this letter as the proposal of Kennedy & Graven, Chartered to continue to provide legal services to the Vadnais Lake Area Water Management Organization (“VLAWMO”).

I. KENNEDY & GRAVEN, CHARTERED QUALIFICATIONS

Kennedy & Graven has made a commitment to the representation of public bodies as a mainstay of its practice. More than 90% of the revenues of the firm are derived from the practice of municipal law. We currently serve as city attorney for civil matters for the following 50 cities: Biscay, Belle Plaine, Brooklyn Center, Brooklyn Park, Cokato, Cottage Grove, Crystal, Faribault, Franklin, Fridley, Greenwood, Holdingford, Hopkins, Independence, Kenyon, Lake City, Lake Elmo, Lauderdale, Mantorville, Maple Lake, McGrath, Maplewood, Medina, Minnetonka Beach, Minnetrista, Mound, Mounds View, Nerstrand, New Brighton, New Prague, Nicollet, Oak Grove, Oakdale, Osseo, Pine Island, Rice, Richfield, Robbinsdale, Rogers, Rosemount, Sandstone, Shakopee, Spring Park, Tonka Bay, Victoria, Wahkon, Watson, West Concord, White Bear Lake, and Woodbury.

We also represent a large number of housing and redevelopment authorities, economic development authorities, port authorities, charter commissions, towns, joint powers organizations, watershed management organizations, school districts, and other special purpose political subdivisions as

general counsel. We have represented several Minnesota cities as special counsel on specific projects on a broad range of municipal law matters. These have included Minneapolis, St. Paul, the Minneapolis Park and Recreation Board, and St. Anthony as well as Bloomington, Burnsville, Duluth, Minnetonka and scores of others.

Over the years we have developed considerable experience in nearly all of the legal issues faced by cities and other units of local government. The experience of the firm that relates most directly to the work of the VLAWMO is our practice in the representation of joint powers watershed management organizations, which include the Lower Rum River Watershed Management Organization, the Bassett Creek Watershed Management Commission, the Shingle Creek Watershed Management Commission, the Middle St. Croix Watershed Management Organization, the Mississippi Watershed Management Organization, the Vadnais Lakes Area Watershed Management Organization, and the West Mississippi Watershed Management Commission. However, our ability to provide services to such organizations is significantly enhanced by our experience in serving other governmental clients. As city attorney for a large number of municipalities and special counsel for many others, we advise our clients on the full range of local government issues on a daily basis. Additionally, the firm is nationally recognized as local government bond counsel. In this connection, we have given approving opinions and provided services relating to municipal finance matters (including financing of storm sewer facilities and county ditches) for several hundred cities, counties, school districts, and other such organizations throughout the state and, to a lesser extent, outside of the state of Minnesota.

This experience has not only allowed us to develop considerable experience in all matters relating to the activities of WMO's, but has given us a good understanding of the problems and concerns of cities. We believe that this understanding has helped in continuing a harmonious relationship between our WMO clients and their member cities and avoiding the problems and conflicts that can occur between cities and watershed districts. We take pride in the firm's broad understanding of the legal, economic, and political environment facing the public sector in Minnesota.

II. PROJECT TEAM QUALIFICATIONS

However, we propose Troy Gilchrist continue to be primarily responsible for the work for the SCWMC. I have been practicing law since 1992. My practice is devoted exclusively to representing local government clients. I am currently the attorney for the Shingle Creek Watershed Management Commission, the Lower Rum River Watershed Management Commission, the Mississippi Watershed Management Organization, the Middle St. Croix Watershed Management Organization, the Vadnais Lakes Area Watershed Management Organization, and the West Mississippi Watershed Management Commission. I am the City Attorney for the cities of Brooklyn Center, Crystal, White Bear Lake, Mound, Rice, Biscay, and Watson, I have provided special services to others cities at the request of the League of Minnesota Cities, serve as the Town Attorney or Special Counsel to over 250 towns across the state, and I represent the Lake Minnetonka Conservation District, economic development authorities, the Greater Bemidji Area Joint Planning Board, the Walker Area Joint Fire Department, Hastings Rural Fire Association, and other joint powers entities.

Although my work for other joint powers WMOs is most directly related to the legal needs of the VLAWMO, my representation of cities, towns, and of the Lake Minnetonka Conservation District has given me the opportunity to be involved in many other ways in surface water management issues, the Wetland Conservation Act, public contracting, the state open meeting law, local land use issues, joint powers organizations, financing of public improvements, intergovernmental relations, environmental law and public liability for storm water damages.

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For the 15 years prior to joining Kennedy & Graven in 2006, I was the Director of Operations and General Counsel for the Minnesota Association of Township Insurance Agency and an attorney with the Minnesota Association of Townships. During that time I conducted training sessions, drafted articles, memos, and risk management materials for elected officials on legal matters, represented towns before state agencies and the legislature, and established and ran the self-insurance programs for towns.

III. RATES

I propose the following hourly rates for 2021: \$205 for attorneys; \$112 for paralegals; and \$106 for law clerks. I proposed to increase those rates by \$2 for 2022. It appears this will be the first increase in the rates since 2014.

IV. CONFLICTS

We represent the City of White Bear Lake, which is a member of VLAWMO, as City Attorney. We have done work for other members on special projects, primarily as bond counsel on municipal finance matters.

V. INSURANCE

The firm maintains coverage in the amount of \$5,000,000 for professional liability and in excess of that amount (including umbrella coverage) for general commercial liability.

VI. CONCLUSION

If we can provide you with any additional information that would be helpful to you in selecting legal counsel, please do not hesitate to give me a call.

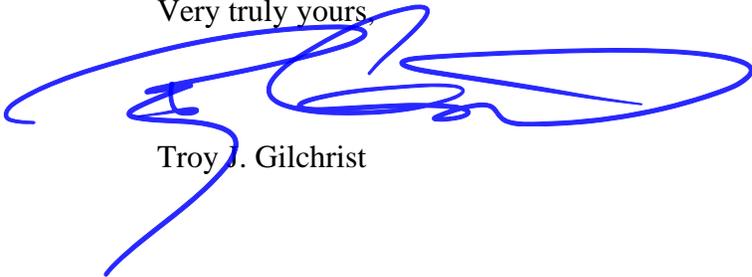
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We would be happy to provide references on request. However, we would also encourage you to feel free to call representatives of any of the watershed management organizations or the city managers or administrators of any of the cities noted above that we represent as legal counsel, about the services provided by our firm.

We believe that Kennedy & Graven is uniquely suited to serve the VLAWMO. We know of no other firm that has the depth and breadth of experience in representing local government units in Minnesota as Kennedy & Graven, and we pride ourselves in providing quality service to our public clients.

At Kennedy & Graven, our commitment to representing local government units represents not only an interest in such work but a firm belief that the work of local government units is important. We would very much appreciate being given the opportunity to continue to serve as legal counsel to the VLAWMO.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'Troy J. Gilchrist', with a large, sweeping flourish extending to the left and bottom.

Troy J. Gilchrist