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February 5, 2016

Matt Underwood, Superintendent  
Stephenville Independent School District  
2655 W. Overhill Dr.  
Stephenville, TX 76401

*Via email: [matt.underwood@sville.us](mailto:matt.underwood@sville.us)*

Re: Representation by Underwood Law Firm, P.C.

Dear Mr. Underwood:

We are pleased to serve as Stephenville Independent School District's legal counsel. As part of our initial retainer agreement for the remainder of Stephenville ISD's 2015-2016 budget year, I am recommending a one-time retainer of \$100.00 because we are in the middle of your budget year. We can revisit this retainer agreement this July to make sure it is the best value for the District.

Melissa Kates, Mitchell Moses and Rick Lambert will be the primary lawyers who work with the District, but other Underwood lawyers are also available to assist as needed. Additionally, from time to time, Underwood may utilize the talents of its other shareholders or associates for other work and research as needed. Our hourly rates vary depending on the experience and expertise of the lawyer working on that particular matter, and range as follows:

	<u>Regular Rates</u>	<u>Discounted Rates for Retained Clients</u>
Shareholders	\$230 - \$400	<b>\$205 - \$350</b>
Senior Associates	\$180 - \$225	<b>\$175 - \$200</b>
Associates	\$140 - \$170	<b>\$125 - \$170</b>
Paralegals	\$90 - \$120	<b>\$85 - \$100</b>

The current retainer rate for shareholders is \$275/hour and \$215/hour for associates. Should those rates change, you will be informed of such change in advance and in writing. We understand that each school district is unique and other agreements, such as an annual retainer or strictly an agreement based on hourly rates without a retainer, may better suit Stephenville ISD. Therefore, we remain open to consider other arrangements at your request.

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UNDERWOOD LAW FIRM, P.C.

AMARILLO

FORT WORTH

HEREFORD

LUBBOCK

PAMPA

PLANO

TAHLEQUAH, OK

Under a monthly retainer, the District may terminate the relationship at any time for any reason upon written notice to us. Subject to any ethical requirements, our firm may likewise terminate the relationship upon written notice.

Material terms of the Retainer Agreement are:

1. Benefits of Retainer Relationship. During the term of this relationship, the Underwood Law Firm will use its best efforts to undertake the following:
  - Firm lawyers will maintain memberships in the Council of School Attorneys and the National School Boards Association.
  - A lawyer will normally attend the annual meeting and continuing legal education program of the Council of School Attorneys held in conjunction with the TASA/TASB annual convention.
  - At least one lawyer will normally attend the TASB Fall Legal Series.
  - At least one lawyer will normally attend the University of Texas continuing legal education program.
  - Regular Client Alert emails on school law issues.

The District will not be charged directly or indirectly for these items.

2. Confidentiality. As a general rule, communications between a lawyer and the lawyer's client, in this case the District, are privileged communications. To protect this privilege, we urge the District to take every effort to maintain the confidentiality of the communications from the Underwood Law Firm. We recognize that, as a governmental entity, the public has a right to access many of the District's records. While this is the case we urge trustees and administrators to consider the attorney-client privilege as any records are delivered.
3. Billings and Payments. We send a statement for services rendered approximately every thirty (30) days. The full amount of the statement is payable thirty (30) days from the date of the statement.
4. Communications. We will typically communicate with only the superintendent or the Board president, unless communications with other district representatives are authorized by them or District policy. If our lawyers do speak with a trustee other than the Board president, it is our practice to inform the Board president of that communication and its content as soon as practicable. The District will inform its employees of its relationship with counsel and direct its employees to consult with the district superintendent.

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If the District desires a monthly retainer relationship with our firm, please sign in the space provided and return to us. Alternatively, you may call to discuss any other options the District would like to consider.

Sincerely,



Melissa B. Kates

AGREED TO AND ACCEPTED:

STEPHENVILLE INDEPENDENT SCHOOL DISTRICT

By: \_\_\_\_\_  
Matt Underwood, Superintendent