RESOLUTION

WHEREAS, on September 6, 2007, the Interim Vice President and General Counsel recommended to the Board of Light, Gas and Water Commissioners, that the law firm of Spicer, Flynn & Rudstrom be employed on an "as needed" basis at the following rates:

Partners	-	$210
Associates	-	$175
Paralegals	-	$ 90

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis that MLGW is authorized to employ the law firm of Spicer, Flynn & Rudstrom on an "as needed" basis at agreed upon hourly rates set forth in the foregoing preamble.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
September 6, 2007

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The Interim Vice President and General Counsel submitted for Board approval a rate schedule for the law firm of Spicer, Flynn & Rudstrom for legal services rendered concerning workers compensation, litigation and other legal matters uniquely related to the utility industry.

The Interim Vice President and General Counsel recommends the employment of Spicer, Flynn & Rudstrom on an "as needed" basis at the following hourly rates:

Partners	-	$210
Associates	-	$175
Paralegals	-	$ 90

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, the firm of Spicer, Flynn & Rudstrom shall be employed on an "as needed" basis at the hourly rates set forth in the foregoing preamble.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular - ~~special~~ meeting held on 6th day of September, 2007, at which a quorum was present.

Secretary-Treasurer

Subject to the consent and approval of the Council of the City of Memphis