



September 19, 2022

Juan Guerrero
Contract Administrator
Webb County Purchasing Agent's Office

Re: Outside Legal Services for the Development of a Public Private Partnership Agreement for a new international bridge (the "Project") RFQ No. 2022-009

Dear Mr. Guerrero:

J. Cruz & Associates, LLC ("JCA"), and Winstead PC ("Winstead," together, the "Team") are pleased to submit our qualifications for outside counsel for Webb County (the "County"). Our Team has the unique expertise necessary to serve as co-outside counsel. Our attorneys have worked on some of the largest and most innovative transactions in the State. Whether a large or small project, we take the same approach, which is to work closely with County's officials, County's staff, the County's financial advisor and other consultants as necessary as a team to serve the needs of the County. Our alternative delivery experience relative to governmental institutions makes us an excellent fit as co-counsel.

The team has had the privilege as serving as co-bond counsel to the County for many years. Winstead has previously assisted the County in previously proposed international bridges, including resulting litigation thereto with the City of Laredo. Winstead also successfully drafted a bill to permit the County to undertake an international rail bridge. JCA brings a wealth of experience related to municipal, construction, and real estate law, including international boarder matters considering in Laredo, Texas.

If you have any questions, require additional information, or would like to discuss our qualifications in person, please don't hesitate to contact us. Thank you for the opportunity to submit our credentials.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Dan Martinez".

Dan Martinez (Client Team Lead)
Winstead PC
112 E. Pecan Street, Suite 725
San Antonio, Texas 78205
210.277.6803 Direct
210.277.6810 Fax

A handwritten signature in black ink, appearing to read "Juan J. Cruz".

Juan J. Cruz (Client Team Lead)
J. Cruz & Associates, LLC
216 W. Village Blvd. Suite 202
Laredo, Texas 78041
956.717.1300 Direct
956.717.0539 Fax

Enclosures

SUBMITTAL OF EACH REQUIRED ITEM.

RFQ 2022-009 "Outside Legal Services for the Development of a Public Private Partnership Agreement"

Statement of Qualifications

References Form

Conflict of Interest Form (CIQ)

Certification regarding Debarment (Form H2048)

Certification regarding Federal lobbying (Form 2049)

Code of Ethics Affidavit

House Bill 89 Form

Senate Bill 252 Form

Proof of No Delinquent Tax Owed to Webb County



Signature of Person Completing this Package

9/19/2022

Date

Section B – Executive Summary

J. Cruz & Associates, LLC (“JCA”), and Winstead PC (“Winstead,” together, the “Team”) are pleased to submit our qualifications for Outside Legal Counsel for Webb County (the “County”).

Our Team has the unique expertise necessary to serve as outside counsel. The Team has provided legal services to government agencies and public service entities for decades. Our attorneys’ experiences span all areas of development of public private partnerships (“P3”), including providing legal advice, legal research, document preparation, negotiation and representation on developing a P3 project. Our respective client rosters include universities, school districts, municipalities, state agencies, sports-oriented organizations, real estate developers partnering or cooperating with governmental units, non-profit organizations, and virtually all other forms of governmental entities. Winstead represents public agencies, developers and underwriters on projects both in Texas and across the country. The Team has the ability to provide not only public finance experience, but also real estate and banking/financial institution experience to utilize in completing public finance real estate secured transactions and transactions secured or purchased by financial institutions.

As public finance transactions have become increasingly complex, Winstead’s multidisciplinary P3, Infrastructure & Project Finance Industry Group has grown to encompass every aspect of the planning, financing and development of P3 at a level of sophistication not typically found in other Texas firms with procurement or public finance experience. Our infrastructure attorneys possess a thorough understanding of the unique construction, procurement, financing, and tax matters that arise in P3 transactions, particularly in the context of Texas law. The Team works closely with its clients to weigh the risks and benefits of the transaction, maximizing both public and private resources to achieve the most efficient outcome and optimize community impact. We have represented all parties at the negotiating table, including governmental entities, developers, lenders, and investment banks. This background gives us the ability to understand the needs and motivations of all parties involved.

There is no “off-the-shelf” structure for any P3 project. We have the experience necessary to advise clients on a multitude of project structures, financing mechanisms and delivery methods. We understand the importance of prioritizing deliverables and minimizing risks to drive competition in private markets, without compromising private sector innovation. Our experience comes from a broad array of projects, including:

- Airport facilities
- Municipal facilities, including courthouses, convention centers, and recreational facilities
- On-campus university facilities and student housing
- Stadiums and professional sports facilities
- Mixed-use developments and economic development projects
- Data centers
- Toll road facilities
- Federal and military development
- Water infrastructure and utilities

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Section D – Legal Expertise and Experience

Winstead PC (“Winstead”) has called Texas home for over three decades. The firm provides a full range of business legal services to some of the most recognized and respected companies across Texas and throughout the world. Founded in April 1973, Winstead opened its doors in Dallas, Texas, but soon expanded across Texas and beyond with the establishment of seven additional offices including Austin, Fort Worth, Houston, San Antonio, The Woodlands, Charlotte, and New York City.

Winstead attorneys and consultants serve as the trusted advisors to mid-market and large businesses, providing a core range of legal services that are critical to their operation and success. From its well-established historical reputation in real estate, financial services, corporate and high-stakes litigation, to its more recently established prominence in technology, Winstead has the power to perform for your organization.

Our client base includes individuals, governmental entities, charitable organizations and business entities of every size. In fact, many companies that impact the economic landscapes of cities such as Austin, Dallas and Houston have been, or are, Winstead clients. Winstead is a proven resource of knowledge and experience due to over 40 years of legal experience in multiple disciplines and areas of focus. Our team-oriented professionals provide a cross-section of ideas, talents and experience so diverse and accessible, they redefine the meaning and routinely raise the standard of client-focused legal service.

J. Cruz & Associates, LLC, (“JCA”) is a team of legal professionals who embrace the diversity and cultural needs of its community of clients to collaboratively deliver thoughtful, efficient and effective trial and alternative resolutions. The firm supports clients dealing with adversarial or contested property, employee or business issues. As a firm, we are methodical, efficient and effective. We are disciplined and precise. We find clarity in issues, establish goals and communicate continuously.

All attorneys at JCA are professional, with every intent to obtain their clients’ objectives at all times. JCA’s attorneys are genuine, trustworthy, and hardworking individuals. JCA’s strong philosophy is that all attorneys and staff members care deeply about their own families and about their clients and communities. JCA strongly believes and demands that every lawyer have a clear understanding of the law and, at the same time, are able to apply practical decision-making to yield the most effective and efficient results for their clients.

JCA maintains a significant general counsel practice serving various municipalities and other governmental entities. JCA has also assisted its governmental clients with public finance matters and has the experience to serve the County in the capacity of Co-Counsel with Winstead PC.

JCA was established in 2013 by Juan Cruz after serving as a partner for 18 years at a prior firm. JCA represents clients throughout the state, with a significant concentration in South Texas. Its principal office is in Laredo and an office in San Antonio and Corpus Christi. There are nine (9) attorneys, which four (4) specialize in Bond Transactions, and seven (7) staff members that work in the Laredo and San Antonio offices.

JCA lawyers are experienced in representing individuals, businesses, nonprofits, counties, and municipality clients in government legal issues. Representation includes counsel to water utilities and special taxing districts, and representation of current or former public officials in matters relating to their public service.

Both JCA and Winstead are financially sound and both have the necessary financial resources to see this project to completion.

The address for our San Antonio office, the principal office for this engagement, is 112 E. Pecan Street, Suite 725, San Antonio, Texas 78205. Dan Martinez and Juan Cruz will act as lead counsel for the County. They will negotiate contract terms and render binding business decisions on contract matters.

Dan Martinez (Client Team Lead)
Winstead PC
112 E. Pecan Street, Suite 725
San Antonio, Texas 78205
210.277.6803 Direct
210.277.6810 Fax

Juan J. Cruz (Client Team Lead)
J. Cruz & Associates, LLC
216 W. Village Blvd. Suite 202
Laredo, Texas 78041
956.717.1300 Direct
956.717.0539 Fax

Brief biographies of each attorney are attached hereto as APPENDIX A. See "Section E" below for a discussion of our attorneys' qualifications and relevant experience.

Winstead currently has offices in the following Texas cities:

Austin
401 Congress Avenue
Suite 2100
Austin, Texas 78701
512.370.2800 Phone
512.370.2850 Fax

Dallas
2728 N. Harwood Street
Suite 500
Dallas, Texas 75201
214.745.5400 Phone
214.745.5390 Fax

Fort Worth
300 Throckmorton Street
Suite 1700
Fort Worth, Texas 76102
817.420.8200 Phone
817.420.8201 Fax

Houston
600 Travis Street
Suite 5200
Houston, Texas 77002
713.650.8400 Phone
713.650.2400 Fax

San Antonio
112 E. Pecan Street
Suite 725
San Antonio, Texas 78205
210.277.6800 Phone
210.277.6810 Fax

The Woodlands
24 Waterway Avenue
Suite 500
The Woodlands, Texas
77380
281.681.5900 Phone
281.681.5901 Fax

J. Cruz & Associates has offices in the following Texas cities:

San Antonio
4040 Broadway
Suite 240
San Antonio, Texas 78209
210.465.7440 phone

Laredo
216 W Village Boulevard
Suite 202
Laredo, Texas 78041
956.717.1300 phone

Winstead's P3, Infrastructure & Project Finance Capabilities

The following is a summary of Winstead's P3 capabilities and experience similar to the proposed areas of representation for the County.

Procurement

Procurement and delivery method selection serves as the foundation of every public project. At Winstead, we work closely with our clients to craft procurement solutions designed to achieve the long-term objectives of all parties, while ensuring compliance with legal requirements, encouraging transparency and maximizing competition.

Project Finance

As governmental entities continue to face growing challenges to fund community needs, P3s have led to new creative financing approaches for both revenue-generating and non-revenue generating projects. Winstead advises both public and private sector clients to achieve creative financing structures using both public and private sources of funds, while ensuring that all applicable legal requirements are satisfied.

Development & Construction

Led by our preeminent construction transactional practice group, Winstead applies construction transactional principles and best practices to meet the challenges of contracting with governmental entities. Our construction lawyers work side-by-side with members of our finance and real estate groups to ensure that construction risks and responsibilities are effectively allocated in keeping with the goals of every P3 transaction.

Real Estate

Every P3 transaction entails the disposition or leasing of real estate. With more than 80 real estate attorneys across seven offices, Winstead's real estate attorneys regularly assist in every aspect of a P3 transaction, including due diligence, planning, land use, leasing, regulatory, management and disposition.

Government Relations

Winstead's government relations attorneys counsel clients on a range of matters to obtain regulatory approvals while securing both local and state-level economic incentives to achieve significant cost savings for new infrastructure projects across Texas.

Tax Matters

Structuring a transaction to achieve tax savings is of key importance to the success of any P3 transaction. Winstead's tax group is experienced in delivering transaction structures designed to achieve tax exemptions and savings at all levels, with a particular emphasis on ad valorem tax and sales and use tax.

Operations & Maintenance

For major projects, privatized operations & maintenance of public facilities can generate significant cost savings, enhance availability and extend useful life. However, the assignment these obligations must be properly documented to ensure ongoing accountability based upon objective standards. Led by Winstead's experienced leasing and asset management group, we have successfully represented both public-sector and private-sector clients in achieving practical operational arrangements designed to withstand the test of time.

Winstead's Public Finance Experience

Solidly founded on traditional public finance techniques, Winstead's public finance attorneys are equally respected for their participation in groundbreaking financings in Texas:

- Creation of the Texas Public Finance Authority and its first bond issuance
- First issuance of qualified zone academy bonds (QZABs) in the state
- First pollution control bonds
- First non-profit hospital financing
- New financing programs for the Texas Highway Commission and TxDOT
- First regional mobility bonds issued in Texas
- First forward-starting interest rate hedging agreement approved by the State Attorney General
- First Tax and Revenue Anticipation Notes
- First tax-exempt financing for private elementary/secondary school facilities

Well-versed on the entire spectrum of municipal finance projects, Winstead attorneys have been advising clients on tax-exempt and taxable bonds and rendering market opinions for governmental issuers for over 40 years.

As counselors to all participants in the industry, we can represent issuers, underwriters, insurers, borrowers, trustees, credit enhancement providers, and purchasers. Additionally, Winstead can provide special tax, legislative, and disclosure counsel services.

International Bridges

- Assisted Cameron County in its debt related to its international bridge system.
- Advocate to the Attorney General in certain obligations issues on behalf of Webb County to use certain proceeds of its Certificate of Obligation for use in the "Presidential Permitting" process for an international rail bridge. Winstead successfully drafted legislation to amend the Texas Transportation Code to allow Webb County to proceed with the project.
- Assisted City of Donna, Texas with the development and financing of an international bridge and currently working on additional financing for an expansion that includes toll traffic.
- Represented Webb County in the development of an international bridge that resulted in litigation with the City of Laredo, Texas. Winstead successfully represented the County in this litigation, which was later overturned in the Court of Appeals. Worked with the County on a Memorandum of Understanding with the City to resolve the matter.

General Purpose and Economic Development

- Project involvement includes repairs of streets, renovation and expansion of jail facilities, improvements of water and sewer systems, development of parks, construction of municipal buildings, expansion of museum facilities, and construction of large-scale economic development projects.
- Act as the trustee's counsel on transactions for a major bank's redevelopment bonds.
- Serve as underwriter's, developer's, and corporation's counsel in convention center hotel projects.
- Act as bond counsel and underwriter's counsel for various municipalities and public agencies.
- Manage all facets of general obligation bond elections including drafting the ballot proposition, statutory timing requirements, canvassing elections, compliance with federal and state election procedures, documentation for issuance of debt, and coordinating the closing of transactions.

Transportation

- Lead SH130 transaction for a major infrastructure company involving multiple practices in the firm. This was the first public/private venture for tollways in Texas and will likely govern the state's future toll projects.
- Counsel airport authorities throughout Texas and serve as bond issuer counsel for general obligation and mobility bonds.
- Serve as developer's counsel for the 700-acre Austin Robert Mueller Airport Redevelopment Project and related tax increment reinvestment zone.
- Advise on bonds issued by port authorities or navigation districts to finance port facilities and expansion. Serve as bond counsel, underwriter's counsel, disclosure counsel, and borrower's counsel in transportation financings for transactions in Travis, Glasscock, Austin, Beaumont, Cameron, Dallas, and Harris County and by the Texas Department of Transportation and regional mobility authorities.

Education and Non-profit

- Serve as bond counsel to a junior college district in Texas with issues totaling \$36.4 million and use all of the resources of the district's various revenue sources, such as debt taxes and maintenance taxes.
- Assist major university systems, community college districts, public school districts, and private schools throughout Texas in obtaining funds to purchase, construct, repair, and equip educational buildings and purchase real property.
- Create education facility corporations as issuers of "501(c)(3)" bonds or loan agreements include financings for private schools located throughout Texas.
- Pioneer the issuance of school district obligations as "qualified zone academy bonds" in Texas and throughout the United States.
- Institute flexible rate note programs and issue debt for the Texas A&M University System.
- Serve as underwriter's counsel in \$124.5 million tax refunding bond for a school district.
- Extensive experience in private activity conduit bond issuances to benefit not-for-profit private schools, colleges, hospitals and arts-related enterprises.

Housing

- Military Housing – Initial purchaser and bondholder counsel for more than \$2.5 billion in Rule 144A taxable revenue bonds for military housing privatization projects for the United States Air Force, Army, and Navy.
- Regularly participate in single-family, mortgage credit certificate, essential function, Section 501(c)(3) multifamily, and volume cap multifamily housing transactions.
- Counsel housing authorities, housing finance corporations, nonprofit corporations, and private entities that borrow from governmental bodies.

Sports Venues

- Assist an NFL franchise finance a new stadium set to open in 2009.
- Represent two bond insurers in one of the biggest municipal bond transactions of 2006 to finance one of the world's leading baseball stadiums.

Healthcare

- Lead SH130 transaction for a major infrastructure company involving multiple practices in the firm. This was the first public/private venture for tollways in Texas and will likely govern the state's future toll projects.

- Counsel airport authorities throughout Texas and serve as bond issuer counsel for general obligation and mobility bonds.
- Serve as developer's counsel for the 700-acre Austin Robert Mueller Airport Redevelopment Project and related tax increment reinvestment zone.
- Advise on bonds issued by port authorities or navigation districts to finance port facilities and expansion. Serve as bond counsel, underwriter's counsel, disclosure counsel, and borrower's counsel in transportation financings for transactions in Travis, Glasscock, Austin, Beaumont, and Harris County and by the Texas Department of Transportation and regional mobility authorities.

Private Letter Rulings

- Obtain PLR concerning changes in veterans' land programs. Winstead's Public Finance Group continues representation as bond counsel with two series totaling \$53.8 million.

Declaratory Judgments

- Prosecute declaratory judgment actions in State District Court under Chapter 1205, Texas Government Code over the objection of the Attorney General.

Derivative Products

- Represent a state agency on a total of 16 outstanding interest rate swap transactions involving three very significant financial institutions serving in the role of swap counterparty.
- Advise as underwriter's counsel, bank counsel in private placements, trustee's counsel, and insurer's counsel in a variety of transactions, including complex transactions involving the use of swaps and derivative products, auction rate securities, and taxable-to-tax-exempt convertible securities.

Winstead's Construction Experience

Winstead actively represents all major segments of the construction industry but focuses on the representation of owner/developers, universities, lenders (conventional and bond financing), and large commercial contractors. Although several of our attorneys currently focus on the transactional side of the practice, all of the shareholders in the Construction Practice Group have experience representing construction clients in contested disputes. Several members of the Construction Practice Group exclusively handle disputed matters in connection with "work-outs" as well as arbitration and litigation proceedings.

Disputes can arise at any time in the construction process. Regardless of the type of problem or dispute, we have the experience and resources to assist. We will help you analyze and investigate the problem and find efficient and effective solutions to resolve it. If the problem cannot be resolved without a legal proceeding, our construction attorneys have significant experience in handling complex construction disputes in litigation and arbitration in state and federal forums across the nation. We have the experience and ability to manage the increasingly large volume of electronic information typically involved in a large construction dispute, and the advocacy skills to effectively use and present it.

Dispute Resolution Legal Services Include:

- Contract and Payment Disputes
- Construction and Design Defects
- Bond and Lien Claims
- Mechanic's and Materialmen's Liens
- Change Orders and Extra Work Claims
- Delay, Acceleration and Lost Productivity Claims
- Completion and Warranty Issues
- Liquidated Damages Issues
- Construction Accident and Tort Claims
- Environmental Issues
- Intellectual Property Disputes
- Construction Insurance Issues
- Contract Termination Issues
- Sovereign Immunity Issues related to Governmental Entities

Winstead is a leader among law firms in Texas in representing clients a variety of industries, including commercial/industrial, residential, higher education, healthcare, sports, energy (onshore and offshore), state and local government and transportation.

Representative Experience

Winstead is a leader among law firms in Texas in representing clients in the following relevant industry sectors relevant to this Request for Qualifications:

Transportation

Winstead attorneys have represented local governments and engineering and general contractor clients in transportation disputes regarding payment, delay and design and construction defect matters.

Representative examples of those matters include:

- Winstead represented **Hays County, Texas** in a dispute with SEMA Construction, Inc. ("SEMA") regarding the construction of the north end of FM 1826. SEMA alleged that the county failed to timely relocate utilities along the proposed route causing cost overruns and delays to the completion of the project. Hays County countered that the project was not delivered timely. Hays County sought to withhold payment from the final contract payment and SEMA sought in excess of \$4 million. The matter was resolved prior to trial. *SEMA Construction, Inc. v. Hays County, Texas*, Case No. 16-2563, In the District Court of Hays County, Texas, 274th Judicial District.
- Winstead represented **HNTB Corporation** in a dispute brought by the North Texas Tollway Authority regarding the design and construction of various mechanically stabilized earth walls

along various sections of the NTTA turnpike system. HNTB was the general engineering consultant of the NTTA. The NTTA sought in excess of \$100 million from a variety of engineering and general contractor defendants. The matter was resolved prior to trial. *North Texas Tollway Authority v. Zachary Construction Corporation, n/k/a Zachry Industrial, Inc.; et al.*, Case No. 429-01326-2017; In the District Court of Collin County, Texas, 429th Judicial District.

- Winstead represents **Hays County, Texas** in a dispute with Texas Sterling Construction regarding the construction of the southern portion of FM 1626. Texas Sterling contends that the project was delivered late as a result of issues not caused by Texas Sterling. Hays County seeks to withhold payment from the final contract payment and Texas Sterling seeks in excess of \$6 million. The matter is currently scheduled for mediation.
- Winstead represented **Williams Brothers Construction Company, Inc.** (“Williams Brothers”) in Cause No. 2014-59386, J.A. Manning Construction Inc. v. Williams Brothers Construction Company, Inc. et al., In 334th Judicial District of Harris, County Texas (“J.A. Manning Lawsuit”). The J.A. Manning Lawsuit centered around two public highway construction projects in which Williams Brothers served as the prime contractor and J.A. Manning Construction Inc. (“J.A. Manning”) served as Williams Brothers’ subcontractor. Specifically, the two projects were: (1) the State Highway 121/Southwest Parkway, Section 1 Project (Contract No. 02076-SWP-01-CN-PM) owned by North Texas Tollway Authority (“NTTA”) in Tarrant County Texas (the “NTTA Project”); and (2) the construction project on US 281 North/Loop 1604 Interchange in Bexar County, Texas for Alamo RMA (the “ARMA Project”). Williams Brothers and J.A. Manning entered into Subcontract No. 469.04 that required J.A. Manning to provide material and labor on the NTTA Project (the “NTTA Subcontract”) and similarly entered into Subcontract No. 466DB-19 for the ARMA Project (the “ARMA Subcontract”). During the course of the NTTA Project, J.A. Manning did not timely perform its scope of work, performed defective work rejected by NTTA that required correction, failed to pay its suppliers, and did not comply with numerous other contractual obligations. Consequently, and after issuing a number of notices to J.A. Manning regarding these matters in which it failed to remedy these defaults or provide reasonable assurance of future compliance as required by the NTTA Subcontract, Williams Brothers terminated the NTTA Subcontract. Following termination of the NTTA Subcontract, J.A. Manning initiated the J.A. Manning Lawsuit asserting claims against Williams Brothers for wrongful termination, tortious interference of a prospective business relationship, quantum meruit, unjust enrichment, breach of contract, and exemplary damages in connection with the NTTA Project. In addition, J.A. Manning asserted limited claims on the ARMA Project for alleged extra work under the ARMA Subcontract. Winstead successfully defended Williams Brothers against J.A. Manning’s claims in the J.A. Manning and obtained a summary judgment in Williams Brothers’ favor that ultimately resulted in the ended of the J.A. Manning Lawsuit.
- Winstead represented **URS Corporation** n/k/a AECOM in a suit filed by three landowner plaintiffs regarding the design and construction of the US 183A tollway. Plaintiffs sued multiple design and construction defendants and claimed that the design and construction of the tollway increased flooding on their property. The matter was resolved prior to trial. *First Baptist Church et al. v. HNTB*; Case No. D-1-GN-09-002038; In the District Court of Travis County, Texas, 98th Judicial District.

Higher Education

Winstead’s Construction Practice Group currently represents or has been approved to represent all 7 public higher education systems in Texas, as well as many private higher educational institutions such as Texas Christian University and Southern Methodist University with regard to student housing, classroom and other infrastructure development, and sports venues. In the past several years, Winstead has been approved by the Texas Attorney General’s Office as outside litigation counsel for Texas State University System, Texas Southern University, and the University of Houston System. Winstead’s Construction Practice Group members are also working with Winstead’s real estate finance attorneys representing university clients with regard to student housing projects, including bond-financed “public-private” developments.

JCA Real Estate

Our delivery of real estate services is driven by our dedication to achieve client goals in a practical and solution-directed manner. Our Real Estate Law practice offers services related to the acquisition, disposition, financing, leasing, management, and use of real property, including purchase and sale contract negotiations, lease agreements and negotiations, financing agreements, construction contracts and liens, and land use representation.

On the transactional side, an array of services, including but not limited to:

- Contract Review, Drafting, and Negotiations
- Project Finance, including Mortgages, and Sale-Leasebacks
- Commercial Lease Review, Drafting, and Negotiations
- Brokerage Commission Agreements
- Property Management Contracts
- Loan Workouts, Debt Restructurings and Forbearance Agreements
- Construction Contracts
- Easements
- Title Insurance Matters

JCA Construction Law

The knowledge and experience our attorneys have are an invaluable asset and benefit to South San Antonio ISD to have on your side. Whether you need to keep a construction project moving along smoothly while avoiding disputes and litigation or, you are already involved in litigation regarding the construction of a building, office complex, or campus, our Firm can definitely assist.

Our attorneys use creative contracting and dispute resolution techniques. We work with all aspects of a construction project including, but not limited to, claims analysis and contract preparation, contract termination, mechanic's liens, and any insurance and surety issues that arise.

Because of our extensive experience in litigating construction matters, the Firm understands and has experience with complex multi-party litigation and are well-qualified to counsel clients in matters such as:

- Protests
- Cost overruns
- Bidding issues
- Mechanic's Liens
- Liquidated damages
- Contract termination
- Proposal and contract counseling
- Procurement
- Construction permits
- Design defects and negligence
- Contract/sub-contract claims
- Contract/Negotiation disputes, and interpretations

JCA Bond Transactions

The comprehensive experience we have in this area allows us to help clients with all of the issues involved in structuring, documenting, negotiating, and closing transactions involving bond issuance. Whether the final goal is to refinance existing debt or to arrange for construction or redevelopment, our approach is to handle each bond issue with the same levels of quality, efficiency, and high ethical standards as we do in all of our practice areas.

Our Firm is listed in The Bond Buyer's Municipal Marketplace and regularly render approving opinions as to the validity and tax-exempt status of bond obligations. The Firm serves as bond counsel for a wide range of bond issues, including general obligation bonds, governmental revenue bonds, industrial revenue bonds, tax, revenue and bond anticipation notes, lease revenue financings, certificate of participation financings, tax increment financings, special district financings, conduit 501(c)(3) financings and other types of private activity bonds. Our vast experience as bond counsel and is among the leading law firms serving as bond, underwriter's and disclosure counsel. We have worked on numerous transactions and have prepared, reviewed and advised the issuer regarding, authorizing resolutions, bond contracts, official statements, validation proceedings and federal/state regulations affecting bond transactions.

By way of example, the Firm is co-bond counsel in the \$400 million dollars of bond transactions that the United Independent School District is currently undertaking.

Our Firm has a proven record with various public financing projects ranging from schools to city and county projects. We serve clients from throughout the state of Texas and have used creative approaches to resolve their needs in all types of public financing. Representative clients include:

- Public utilities
- School districts, from K-12 to universities
- Cities, counties, and their political subdivisions
- Underwriters

Our Firm's knowledge and relevant experience working with municipal bond issuances and publicly-financed project-planning will greatly benefit South San Antonio ISD. Using a team-based approach, all of our attorneys may be involved at any point of a bond issuance project to address specified matters within their respective practice areas as circumstances and issues arise. This team-based approach adds significant value to our clients' financings, and recognizes that today's economic development and public finance clients often face difficult problems in areas outside traditional bond and economic development law.

Outside of a particular transaction, the Firm's attorneys stay up-to-date on the latest legal issues affecting municipal bond law by attending seminars and conferences all over the United States regarding issuance of these types of bonds. The Firm's public-finance attorneys are also part of the National Association of Bond Lawyers ("NABL").

Section E - Personnel Qualifications

The Team provides all of the resources of a large multifaceted firm, with the advantage to the County of offices in San Antonio and Laredo. This will provide the County with convenient access to our dedicated team of attorneys and ensure that the attorneys assigned to the County are available for board and other meetings as required.

The Team follows a detailed program of best practices and uses checklists in every project. This practice enables us to identify and resolve potential legal and disclosure issues before they can affect the critical path of a complex project. Prior to commencing of the project, the Team will request an in-person meeting with the County to discuss the scope and timing of the project and to identify protocols for communication. Our goal will be to ensure that the County is fully informed on the status of the project at all times and to resolve legal issues in a timely manner. Our adherence to our internal policies and checklists is a key to maintaining this level of service.

As outside counsel, the Team would maintain close contact with the County staff, its financial advisor and finance team in order to identify and resolve legal issues before they can affect the timing of the project.

For resumes of the Team members provided below, please refer to Appendix A.

THE TEAM	
<p>Dan Martinez Shareholder (San Antonio) Admitted in Texas</p>	<p>Overview: Dan has experience on the public financing and construction of public sector transactions. He has extensive experience in sophisticated transaction structuring and documentation including drafting bond ordinances, purchase contracts, resolutions and other related documents for State and local governmental entities.</p> <p>Role: As the Winstead Team Lead, Dan will be responsible for ensuring the day-to-day engagement for ensuring the seamless delivery of work across all areas.</p>
<p>Juan J. Cruz Managing Partner (Laredo) Admitted in Texas</p>	<p>Overview: Juan has vast experience with all facets of the management of political subdivisions, including handling issues related to construction, procurement, employment, public information, open meetings, etc. Juan's main area of responsibility is to ensure that federal and state statutes/regulations are adhered to.</p> <p>Role: As the J. Cruz & Associates Team Lead, Juan will be responsible for ensuring the day-to-day engagement for ensuring the seamless delivery of work across all areas.</p>
<p>Jeff Nydegger Shareholder (Austin) Admitted in Texas</p>	<p>Overview: With a focus on procurement, financing, and alternative delivery transactions, Jeff's scope of representation covers all stages of the transaction – procurement and selection, negotiation predevelopment agreements, and execution of financing and construction agreements, as well as post-closing administration.</p> <p>Role: Jeff will provide support on the day-to-day execution of the legal services, with a focus on P3 matters.</p>

<p>Robert Bass</p> <p>Shareholder (Austin)</p> <p>Admitted in Texas, the U.S. Supreme Court, and the U.S. Court of Appeals, Fifth Circuit</p>	<p>Overview: Robert represents Winstead's real estate development, lending, and construction industry clients on a wide range of issues based on his extensive, practical experience in litigating construction disputes and in drafting and negotiating both large and small construction contracts. Additionally, with his contacts and experience in lobbying the Texas Legislature with regard to construction-related legislation, Robert has key insight into the development of construction law in Texas.</p> <p>Role: Robert will provide support on the day-to-day execution of the legal services, with a focus on construction.</p>
<p>David Dawson</p> <p>Shareholder (Austin)</p> <p>Admitted in Texas</p>	<p>Overview: David understands the challenges that arise when navigating the complex, multi-government world of public, private partnerships. He leverages his deep industry knowledge and relationships, in combination with the resources of Winstead, to craft clear, digestible strategies that enable his clients to succeed and fully monetize their investments.</p> <p>Role: David will provide support on the day-to-day execution of the legal services, with a focus on procurement, financing, and alternative delivery transactions.</p>
<p>Fred Tuthill</p> <p>Shareholder (Houston)</p> <p>Admitted in Texas</p>	<p>Overview: Fred is a veteran tax practitioner and has represented a broad range of clients. Fred understands the tax challenges presented to public clients with sophisticated alternative delivery methods.</p> <p>Role: Fred will provide support on the day-to-day execution of the legal services, with a focus on tax matters.</p>
<p>Kacie Byrd</p> <p>Associate (Dallas)</p> <p>Admitted in Texas</p>	<p>Overview: Kacie is experience in matters related to public finance and is skilled in finding solutions for her clients from project inception to end. She is experienced in sophisticated financing transaction.</p> <p>Role: Kacie will provide support on the day-to-day execution of the legal services, with a focus on public finance.</p>
<p>Monte James, Jr.</p> <p>Associate (Austin)</p> <p>Admitted in Texas</p>	<p>Overview: Monte has experience on the financing and construction of public sector transactions. His practice also has a strong focus on real estate development, with an emphasis on drafting and negotiating construction contracts and structuring and administering residential, mixed-use and office condominiums, and residential and mixed-use communities.</p> <p>Role: Monte will provide support on the day-to-day execution of the legal services, with a focus on development agreements and construction matters.</p>

<p>Lisa M. Paul Associate (Laredo) Admitted in Texas</p>	<p>Overview: Lisa has experience providing legal assistance to governmental entities in a wide range of matters including, open meetings and open records, real estate transactions, purchasing, and employment matters.</p> <p>Role: Lisa will provide support on the day-to-day execution of the legal services, with a focus on development agreements and construction matters.</p>
<p>Mario Perez Associate (Laredo) Admitted in Texas</p>	<p>Overview: Mario has experience providing assistance in a wide range of legal issues.</p> <p>Role: Mario will provide support on the day-to-day execution of the legal services, with a focus on development agreements and construction matters.</p>
<p>Ricardo Benavides Associate (Laredo) Admitted in Texas</p>	<p>Overview: Ricardo has experience providing assistance in a wide range of legal issues. Prior to joining the J. Cruz & Associates, Rick worked with the City of Laredo Attorney's Office as an Assistant Attorney where he gained valuable experience in government work.</p> <p>Role: Ricardo will provide support on the day-to-day execution of the legal services, with a focus on development agreements and construction matters.</p>
<p>Valeria Reyes Associate (Laredo) Admitted in Texas</p>	<p>Overview: Valeria has experience providing assistance in a wide range of legal issues. Prior to joining J. Cruz & Associates, she worked at the Municipal Court Prosecutor and Assistant City Attorney for the City of Laredo.</p> <p>Role: Valeria will provide support on the day-to-day execution of the legal services, with a focus on development agreements and construction matters.</p>

Section F – References and P3 Projects

Winstead P3 Projects Experience

University of Texas at Austin, Moody Center Arena. Represented the University of Texas at Austin in a public private partnership with the Oak View Group and Live Nation Entertainment for the financing, construction and operation of a 15,000-seat, multipurpose arena to replace the Frank Erwin Center. The Project was procured as a full DBOFM transaction with a special-purpose entity ("ArenaCo") owned by the Oak View Group and LiveNation Entertainment.

Budget: \$300 million | **Status:** Completed. Opened April 2022

University of Texas at Austin, Graduate Housing. Represented University of Texas at Austin in connection with the procurement, financing, development and construction of a graduate student housing development through a private foundation. The project was procured under a design-build-finance-transfer model pursuant to a ground lease. We represented the University on public procurement, public finance, regulatory, construction, and real estate matters in connection with the project. The financing structure utilizes private bank construction financing supported by lease payments from the University.

Budget: \$180 million | **Status:** Financial closing occurred in April 2022; currently under construction

Blinn College Privatized Student Housing, Mill Creek Hall. The project was procured under a design-build-own model pursuant to a ground lease. Our multidisciplinary group was able to efficiently advise the client on all matters relating to the project, including the attainment of necessary wetlands permits, complying with open meetings and open records requests, negotiating pre-development, development, and construction contracts with the developer and its subcontractors, and preparing all necessary real estate, security and bond financing documents. The financing structure utilizes tax-exempt project revenue project notes issued by a Texas cultural education facilities finance corporation and loaned to a private non-profit corporation. The project will be permanently financed by the United States Department of Agriculture, under its rural development program.

Budget: \$36 million | **Status:** Completed

Travis County Court Complex. Represented Travis County in connection with the procurement, financing, and development of a courthouse complex located in Downtown Austin. The project was procured using a turnkey delivery model pursuant to a short-term ground lease. The construction financing for the project will come from traditional bank financing. The city will purchase the courthouse project using public funds pursuant to the terms of a purchase agreement. This Progressive Public-Private Partnership (P3) Project was nominated for three national P3 awards in 2020, including "Best Social Infrastructure Project" of the year.

Budget: \$335 million | **Status:** Under Construction. To be completed in 2022

Texas Medical Center – TMC3. Represented Texas A&M University System in a multi-party public-private partnership transaction with TMC3 Development Corporation, The University of Texas System, and the M.D. Anderson Cancer Center, for the financing and construction of a collaborative medical research development in Houston. The project is a collaboration among Texas A&M University Health Science Center, UT Health Science Center at Houston, and the University of Texas MD Anderson Cancer Center, and the Texas Medical Center. Winstead assisted with negotiation of a governance agreement, common area lease, exclusive building lease, and other project documents.

Budget: \$1.8 billion secured financing | **Status:** Under construction

Dallas Love Field Airport Modernization Project. Represented Southwest Airlines in the modernization of Love Field Airport in Dallas, Texas. Through the negotiation of a project management agreement, the City of Dallas, Texas, and Southwest formed a P3 to finance a \$500 million improvement project of the airport. Winstead assisted Southwest in negotiating a financing structure with the City of Dallas that met the goals and requirements of both Southwest and the City of Dallas. The City of Dallas formed a local government corporation to act on its behalf as the issuer of tax-exempt special facilities revenue bonds. Through Southwest's commitment to make debt service payments on the bonds, the City was able to rely on the creditworthiness of Southwest to achieve a competitive interest rate on the bonds. Through an assignment by the local government corporation to Southwest of the corporation's obligation to construct the improvements, Southwest was able to utilize its construction experience to oversee the construction of the improvements to the City's airport. Winstead continues to represent Southwest with respect to ongoing matters related to this project.

Budget: \$519 million | **Status:** Completed

References Form

Please list at minimum five (5) local governmental entities where similar scope of services were provided.

THIS FORM MUST BE RETURNED WITH YOUR OFFER.

REFERENCE ONE

Government/Company Name: Cameron County, Texas

Address: 1100 East Monroe Street, Brownsville, TX 78520

Contact Person and Title: Mr. Pete Sepulveda, County Administrator

Phone: 956-621-5571 Fax: _____

Email Address: psepulveda@co.cameron.tx.us Contract Period: _____

Name of P3 Project & Description of Services Provided: Assisted Cameron County in its debt related to its international bridge system.

REFERENCE TWO

Government/Company Name: City of Donna, Texas

Address: 307 South 12th Street, Donna, TX 78537

Contact Person and Title: Mr. David R. Vasquez, Director of Finance

Phone: 956-464-3314 Fax: _____

Email Address: dvasquez@cityofdonna.org Contract Period: _____

Name of P3 Project & Description of Services Provided: Assisted City of Donna, Texas with the development and financing of an international bridge and currently working on additional financing for an expansion that includes commercial traffic.

REFERENCE THREE

Government/Company Name: Blinn College District

Address: 902 College Avenue, Brenham, TX 77833

Contact Person and Title: Leighton Schubert, Executive Vice Chancellor

Phone: 979-830-4000 Fax: _____

Email Address: leighton.schubert@blinn.edu Contract Period: 2016-Present

Name of P3 Project & Description of Services Provided:

Blinn College Privatized Student Housing, Mill Creek Hall. The financing structure utilizes tax-exempt project revenue project notes issued by a Texas cultural education facilities finance corporation and loaned to a private non-profit corporation. The project will be permanently financed by the United States Department of Agriculture, under its rural development program.

REFERENCE Four

Government/Company Name: University of Texas at Austin

Address: LEGAL AFFAIRS, 110 INNER CAMPUS DR

Contact Person and Title: Jim E. Davis, Vice President for Legal Affairs

Phone: 512-471-1241 Fax: _____

Email Address: jim.davis@austin.utexas.edu Contract Period: 2018-Present

Name of P3 Project & Description of Services Provided:

Moody Center Arena. Represented the University of Texas at Austin in a public private partnership with the Oak View Group and Live Nation Entertainment for the financing, construction and operation of a 15,000-seat, multipurpose arena to replace the Frank Erwin Center. The Project was procured as a full DBOFM transaction with a special-purpose entity ("ArenaCo") owned by the Oak View Group and LiveNation Entertainment.

Graduate Student Housing. Represented University of Texas at Austin in connection with the procurement, financing, development and construction of a graduate student housing development through a private foundation. The project was procured under a design-build-finance-transfer model pursuant to a ground lease. We represented the University on public procurement, public finance, regulatory, construction, and real estate matters in connection with the project. The financing structure utilizes private bank construction financing supported by lease payments from the University.

REFERENCE Five

Government/Company Name: Texas A&M University System

Address: Moore/Connally Building, 301 Tarrow, Sixth Floor, College Station TX 77840-7896

Contact Person and Title: Ray Bonilla, General Counsel

Phone: 979-458-6122 Fax: _____

Email Address: rbonilla@tamus.edu Contract Period: 2019-Present

Name of P3 Project & Description of Services Provided:

Texas Medical Center - TMC3. Represented Texas A&M University System in a multi-party public-private partnership transaction with TMC3 Development Corporation, The University of Texas System, and the M.D. Anderson Cancer Center, for the financing and construction of a collaborative medical research development in Houston. The project is a collaboration among Texas A&M University Health Science Center, UT Health Science Center at Houston, and the University of Texas MD Anderson Cancer Center, and the Texas Medical Center. Winstead assisted with negotiation of a governance agreement, common area lease, exclusive building lease, and other project documents.

REFERENCE Six

Government/Company Name: Texas Facilities Commission

Address: Agency #303, Central Services Bldg., 1711 San Jacinto, P.O. Box 13047, Austin, TX 78711-3047

Contact Person and Title: Steve Halpin, Assistant General Counsel

Phone: 512-463-3960 Fax: _____

Email Address: steven.halpin@tfc.state.tx.us Contract Period: 2018-Present

Name of P3 Project & Description of Services Provided:

Texas Facilities Commission. Winstead represents the Texas Facilities Commission as special counsel for public private partnership and real estate matters. We are currently advising the Commission with respect to real estate and construction matters related to the Capitol Complex Project, which involves the redevelopment of Congress Avenue between the Capitol and MLK Boulevard.

Appendix A – Attorney biographies



Daniel M. Martinez

Managing Shareholder - San Antonio; Chair, Public Finance Practice Group

Public Finance; Higher Education Industry; Public Finance - Special Districts; Real Estate Industry; Financial Services Industry

San Antonio

210.277.6803 Direct
210.277.6810 Fax
dmartinez@winstead.com

St. Mary's University School of Law

- J.D., 2004
- *cum laude*
- Editorial Board, Research/Articles Editor, *St. Mary's Law Journal*
- John M. Harlan Society (Honors Society)

University of Texas at Austin

- B.B.A., Management, 1991

Daniel Martinez focuses his practice on public finance and general corporate matters.

Representative Experience

- Bond counsel, underwriter's counsel, disclosure counsel, and bank counsel in connection with public and private offerings of tax exempt and taxable bonds for counties, cities, school districts, institutions of higher education, and utility special districts
- Transaction structuring and documentation including drafting bond ordinances, purchase contracts, resolutions and other related documents for State and local governmental entities
- Research and interpretation of applicable state, federal tax and securities regulations including drafting disclosure documents
- Counsel to various governmental agencies, political subdivisions, and non-profit entities regarding general corporate matters and legislative and statutory issues including matters related to taxable and tax-exempt financings including contract matters and drafting legislation
- Represent developers in special districts

Professional & Community Involvement

- Certified Public Accountant, Texas
- Briefing Attorney, Fourth Court of Appeals, 2004-2005
- State Bar of Texas
- San Antonio Bar Association
- American Bar Association
- San Antonio Bar Foundation
- National Association of Bond Lawyers
- Bexar County Family Justice Center Foundation
- Texas Society of Certified Public Accountants
- San Antonio Library Foundation (Finance Committee Member)
- St. Mary's Law Alumni Association
- University of Texas Alumni Association (Life Member)

Awards & Recognition

- Best Lawyers in San Antonio, S.A. *Scene* 2013

Admitted to Practice

- Texas, 2004



Jeff Nydegger

Shareholder

Public Finance; Higher Education Industry; P3, Infrastructure & Project Finance; Real Estate Industry; Sports Business & Media Industry

Austin

512.370.2836 Direct
512.370.2850 Fax
jnydegger@winstead.com

University of Texas School of Law

- J.D., 2011
- Chief Articles Editor, *Texas Journal of Oil, Gas and Energy Law* (2010-2011)

Brigham Young University

- B.A., English, 2007

Jeff Nydegger represents both public and private sector clients in secured project finance transactions with a focus on public-private partnerships. While his practice emphasis lies in the negotiation of both municipal and corporate revenue bond financing documents and related security agreements, Jeff also represents his clients in the negotiation of a variety of project documents, including development agreements, management agreements, leases, and construction contracts.

Representative Experience

- Counsel to Texas A&M University in connection with the multi-phase redevelopment of Cain Hall, including ground leased development of 230-room hotel, conference center, 1,400 space parking garage and student services building
- Ongoing representation as investor's counsel to a private investment firm for the purchase of multiple high-yield tax-exempt securities of varying sizes and collateral types
- Regularly serves as underwriter's counsel to various clients in connection with the issuance of state agency transportation revenue bonds
- Underwriter's counsel to a national investment bank for the combined issuance of over \$380 million in tax-exempt private activity bonds for the financing of private biofuel production facilities
- Underwriter's counsel to various investment banks in connection with the issuance of privatized military housing corporate revenue bonds

Professional & Community Involvement

- Greater San Marcos Partnership, Board of Directors & General Counsel
- KIPP Austin Public Schools, Board of Directors
- Austin Chamber of Commerce, Transportation Committee
- Austin Management Society, President Emeritus
- State Bar of Texas
- Austin Young Lawyers Association
- Association for the Improvement of American Infrastructure (AIAI)

Awards & Recognition

- Texas Rising Star, Thomson Reuters, 2019-2021

Admitted to Practice

- Texas, 2011
-



Robert C. Bass

Shareholder

Construction; Sports Business & Media Industry; Higher Education Industry; P3, Infrastructure & Project Finance; Real Estate Industry

Austin

512.370.2852 Direct
512.370.2850 Fax
rbass@winstead.com

University of Texas School of Law

- J.D., 1977

Yale University

- M.A.R., 1973

Baylor University

- B.A., 1971

Robert represents Winstead's real estate development, lending, and construction industry clients on a wide range of issues based on his extensive, practical experience in litigating construction disputes and in drafting and negotiating both large and small construction contracts. Additionally, with his contacts and experience in lobbying the Texas Legislature with regard to construction-related legislation, Robert has key insight into the development of construction law in Texas.

Unique Lawyer Experience

"Robert Bass is widely viewed as a star of Texas construction law. His forte lies in transactional construction matters, and he also represents clients in complex disputes. Sources say, "When someone wants to know why the construction law in Texas is the way it is, the answer is always 'Ask Robert Bass!'"

- *Chambers USA Guide* (2011)

Trusted Advisor and Industry Leader

Because of his years of experience handling both transactional and dispute resolution matters for all segments of the construction industry, Robert is often called upon to assist clients in developing contract templates and protocols for managing various types of projects across different jurisdictions. He has served as "outside general counsel" for construction for several clients in developing construction related contract templates, establishing procedures for customizing templates in various jurisdictions, and working with local counsel in other jurisdictions to maintain continuity with the client's contracting needs and requirements. He has a very wide-range of sophisticated but practical templates in his tool box to meet our clients' varied construction contracting needs.

Robert is a prolific speaker on construction topics, both to the construction industry as a whole and to specific clients and client groups. He particularly enjoys the opportunity to provide training to our clients' development and construction personnel on best practices for contracting, project management, and avoiding / mitigating claims and litigation.

Contracts and Transactional Matters

Robert has extensive experience in drafting and negotiating construction documents and advising clients during construction with regard to a wide range of public and private construction projects including Commercial / Mixed Use, Multi-Family, University and Public-Private Partnership (P3) Projects, Sports Venues, and Healthcare Facilities. His recent

experience has included:

- Representing developer in drafting and negotiating design, consulting, and construction contracts for a mixed-use development consisting of a mid-rise office building and high rise tower with residential condominium units, high-end multi-family rental units, hotel, and separate ballroom with underground parking, retail, and other amenities
- Representing developer group in drafting and negotiating design, consulting, and construction contracts for mixed-use development consisting of two high-rise towers with office, hotel, retail, and multi-family (for rent) residential, utilizing a non-residential condominium structure
- Representing national developer (REIT) and its captive general contractor for construction of multi-family projects throughout U.S., including development of all contract templates and coordinating use in multiple jurisdictions with local counsel
- Representing private, national university in Texas for development of template contracts for design and construction and drafting and negotiating design and construction contracts for renovation and new construction work on campus
- Represented public university system in Texas with regard to negotiation of development contract and drafting and negotiating design and construction contracts for P3 development of garage, conference center, and hotel connecting to iconic football stadium on campus

Legislative and Administrative

For many years, Robert represented several construction related trade associations and played an instrumental role in the development of construction law in areas such as mechanic's liens, insurance and indemnity, surety, and allocation of credit and construction risk. He continues to keep a close watch on the development of construction related legislation.

Resolution of Construction Disputes and Work-outs

Robert got his start as a lawyer handling various types of commercial litigation matters. For many years, construction litigation was a major part of his practice. And, while he mostly handles the transactional side nowadays and advises clients on how best to avoid claims and litigation, he is often called upon to assist clients in working through and resolving disputes that arise on construction projects.

Professional & Community Involvement

- State Bar of Texas (Construction Law Section: Chair, 2007-2008; Vice-Chair, 2006-2007; Secretary, 2005-2006; Treasurer, 2004-2005; Council, 1994-1997; Legislative Affairs Advisor, 2001-2004; 2009-2015)
- Texas Board of Legal Specialization, Construction Law Examination Commission (2016-2019) (Examiner for Board Certification in Construction Law)
- Texas Bar Foundation (Life Fellow)
- American Bar Association (Tort Trial and Insurance Practice Section: Section Secretary, 1992-1995; Life Fellow of the Tort Trial and Insurance Practice Section; Forum Committee on the Construction Industry: Steering Committee, Division 12, 2001-2004)
- Austin Bar Association (Construction Law Section)
- Texas Building Branch (Associated General Contractors, Legal Affairs Committee)
- American Institute of Architects (Allied Member)

Awards & Recognition

- *The Best Lawyers in America*, (BL Rankings, LLC), Construction Law, 2007-2023
- *The Best Lawyers in America*, (BL Rankings, LLC), "Lawyer of the Year" - Austin Construction Law, 2012, 2013 and 2016; "Lawyer of the Year" - Austin Construction Litigation, 2015
- Martindale-Hubbell AV Rated (over 25 years) - Preeminent
- Chairman's Award, Texas Building Branch, Associated General Contractors, 2011

- Leadership and Service Award, Texas Building Branch, Associated General Contractors, 2005
- Texas Super Lawyers, Thomson Reuters, Construction Law, 2006-2021
- *Chambers USA Guide to America*, Chambers & Partners Publishing, Construction Law 2006 - 2022 (currently “Star Individual”)

Admitted to Practice

- Texas, 1977
- U.S. Supreme Court
- U.S. Court of Appeals, Fifth Circuit

Additional Presentations to the Annual Construction Law Conference (State Bar Construction Law Section / Construction Law Foundation of Texas):

- 02/27/14: Negotiating Tricky Clauses in Prime Contracts, **27th Annual** Construction Law Conference, Construction Law Foundation of Texas (formerly sponsored by State Bar of Texas Construction Law Section) (Co-Authored with Kyle Gooch and Tom Walthall)
- 02/28/13: Legislative Update, **26th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 03/01/12: Indemnity Legislation: Making the Shoe Fit, **25th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 03/04/11: Legislative Report, **24th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 03/04/11: Indemnity: Stakeholder’s Debate (Moderator), **24th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 02/25/10: Down and Dirty Agreements – Design and Construction Contracts for Small Projects, **23rd Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 02/26/09: Doing the Right Thing or Open-Ended Liability – Architectural Barriers and Accessibility in Texas, **22nd Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 03/01/07: Structuring Cost-Plus Contracts, **20th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 03/04/05: Contractor’s Remedies for Non-Payment, **18th Annual** Construction Law Conference, State Bar of Texas Construction Law Section (Co-Authored with Elliot Clark)
- 03/05/04: State Licensing Requirements in Construction, **17th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 03/07/03: Legislative Update, **16th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 03/08/01: Legislative Update, **14th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 02/26/99: Legislative Update, **12th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 02/19/98: Update on Mechanic’s Liens and Construction Credit, **11th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 02/20/97: Extra-Contractual Claims Against Sureties, **10th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 02/10/95: Legislative Update, **8th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 02/10/94: Legislative Update, **7th Annual** Construction Law Conference, State Bar of Texas Construction Law Section
- 02/12/93: Pending Legislation Affecting the Construction Industry, **6th Annual** Construction Law Conference, State Bar of Texas Construction Law Section

Other Presentations – Substantive Legal Issues

- 07/09/14: Negotiating Tricky Clauses in Prime Contracts, 36th Advanced Real Estate Law Course, State Bar of Texas (Co-Authored with Kyle Gooch and Tom Walthall)
- 07/15/08: Indemnity Clauses in Subcontracts from the General Contractor's Perspective, Texas Building Branch - Associated General Contractors Convention, Hot Springs, Virginia
- 06/27/08: Moderator, Panel Discussion on ConsensusDocs, Annual Meeting, State Bar of Texas Construction Law Section
- 05/15/08: Bonding Around and Removing Mechanic's Liens, Austin Bar Association, Construction Section
- 07/21/06: Legal Issues Affecting the Texas Construction Industry, Texas Building Branch, Associated General Contractors Annual Convention
- 08/19/05: M&M Liens: When and How to Assert Them, University of Houston Law School Seminar, Collecting Debts and Judgments
- 03/24/04: Mechanic's Liens, Overview for Claims Arising on Private Works, University of Houston Law School Seminar, Real Estate Documents, Workouts and Closings
- 03/21/00: Construction Contracts for Owners, Texas Young Lawyers Law for the Clergy Committee, Annual Avoiding Legal Landmines Seminar
- 12/04/97: New Construction: 1997 Legislative Changes, Annual Texas Land Title Institute
- 10/03/97: Mechanic's Liens and Construction Credit, 21st Annual Convention, Texas Association of Bank Counsel
- 05/13/96: Understanding Contract Language, Texas Building Branch, Associated General Contractors, Austin Chapter, Basic Skills Course
- 01/15/96: Construction Bonds in Texas, Construction Specifications Institute, Austin Chapter
- 09/22/95: Bad Faith Claims Against Sureties in Texas, National Association of Independent Sureties, Fall Meeting
- 07/14/94: Performance Bonds, 16th Advanced Real Estate Law Course, State Bar of Texas

The Basic Course in Texas Construction Law (Construction Law Section of The State Bar of Texas)

- 10/04/12: The General Contract: Contracts from the Owner's Perspective
- 10/28/10: The General Contract: Contracts from the Owner's Perspective
- 10/07/09: The General Contract: Contracts from the Owner's Perspective
- 10/26/06: The General Contract: Contracts from the Owner's Perspective
- 10/24/02: Introduction to the Construction Industry, General Contract Standard Clauses, Termination of Construction Contracts, and Construction Trust Funds

Legislative Updates and Reports to State and Local Bar Groups (Since 2000)

- 09/17/15: Legislative Report, Houston Bar Association, Construction Law Section
- 09/03/15: Legislative Report, Dallas Bar Association, Construction Law Section
- 06/18/15: Legislative Report, Annual Meeting, State Bar of Texas Construction Law Section
- 01/15/15: Update on Proposed Lien Law Revisions, Austin Bar Association, Construction Law Section
- 06/27/13: Legislative Update, Houston Bar Association Construction Law Section
- 06/20/13: Legislative Report, Annual Meeting, State Bar of Texas Construction Law Section
- 06/27/13: Legislative Update, Houston Bar Association Construction Law Section
- 06/23/11: Legislative Report, Annual Meeting, State Bar of Texas Construction Law Section
- 10/20/11: Legislative Update, Austin Bar Association Construction Law Section
- 09/01/11: Legislative Update, Dallas Bar Association Construction Law Section

- 06/25/09: Legislative Report – What Hath the Legislature Wrought, Annual Meeting, State Bar of Texas Construction Law Section
- 05/19/05: Legislative Update. Houston Bar Association, Construction Law Section
- 07/09/03: Construction Related Legislation: 2003, Bexar County Construction Law Section
- 06/20/03: Construction Related Legislation: 2003, State Bar of Texas Insurance Law Section, Before the Ink is Dry – An Insider’s Look at the New Tort and Insurance Legislation (2003)
- 06/13/03: Construction Legislation in Texas, Annual Meeting, State Bar of Texas Construction Law Section
- 06/15/01: Recent Legislative Issues (Affecting Construction), Annual Meeting, State Bar of Texas Construction Law Section



David L. Dawson

Shareholder; Chairman & CEO

Public Finance; P3, Infrastructure & Project Finance; Real Estate Industry; Higher Education Industry; Airlines Industry

Austin

512.370.2847 Direct
512.370.2850 Fax
ddawson@winstead.com

University of Texas School of Law

- J.D., 1992

University of Texas at Austin

- B.B.A., Accounting, 1987
- Honors Business Program

David Dawson focuses his practice on working with investors, developers, underwriters, local, state and federal governments, universities, hotels, airports and transit organizations helping them bring innovative public private partnership projects to life.

From his work on the redevelopment of new airport terminals in Dallas and Houston, to the underwriting and construction of a \$2 billion convention center and hotel project in Austin, to advising the developer of a \$1.4 billion toll road and the funding of taxable revenue bonds for nationwide military housing privatization projects, David has earned the trust of his clients by listening and understanding their business objectives at the outset of every project.

With more than 25-years of experience, David understands the challenges that arise when navigating the complex, multi-government world of public, private partnerships. He leverages his deep industry knowledge and relationships, in combination with the resources of Winstead, to craft clear, digestible strategies that enable his clients to succeed and fully monetize their investments.

David utilizes Winstead's nimble model to reduce client conflicts and develop practical fee arrangements that allow him to become an even stronger partner with his clients.

David has brought this same strategic insight and leadership to his role as Chairman & CEO of Winstead; a time in which the firm has seen record growth, stability and profitability.

David and his wife live in Austin, Texas and are parents to 3 children. He is an avid long-distance cyclist.

David is a contributing writer for Winstead's Airlines Blog.

Representative Experience

- Underwriter, developer and corporation counsel for more than \$2 billion in convention center hotel projects nationwide including the 800-room Austin, Texas, convention center hotel project
- Counsel to a large state university in connection with a ground leased development of a 230-room hotel, conference center, 1400 space parking garage, and student services building
- Counsel to a major airline for a \$600 million public-private airport redevelopment
- Counsel to a major airline in connection with a \$500 million

225,000 square foot airport facility lease

- Initial purchaser and bondholder counsel for more than \$3 billion in 144A taxable revenue bonds for military housing privatization projects nationwide for the United States Air Force, Army and Navy
- Developer's counsel for the 700-acre airport redevelopment project and related tax increment reinvestment zone
- Counsel to private developer for the \$1.3 billion toll road privatization project
- Borrower's counsel and investor's counsel on numerous private and charter school facilities financings
- Underwriter's counsel on a \$174 million build-to-suit facility for the United States National Cancer Institute at Johns Hopkins University, Montgomery County, Maryland involving a ground lease from the GSA
- Underwriter's counsel on a \$407 million build-to-suit facility for the United States Department of Health and Human Services in Rockville, Maryland involving a ground lease from the GSA
- Investor's counsel on \$95 million military base redevelopment project in San Antonio, Texas
- Investor's counsel on \$86 million 188-bed senior living facility in Staten Island, New York

Professional & Community Involvement

- National Association of Bond Lawyers
- State Bar of Texas
- Austin Bar Association
- American Bar Association
- KIPP Austin Public Schools, Inc. (Former Vice Chair and Member of Board of Directors)
- Big Brothers Big Sisters of Central Texas, Inc. (Former General Counsel and Big Brother)
- Volunteer Legal Services of Central Texas (Legal Counsel for indigent clients)

Awards & Recognition

- Texas Super Lawyers, Thomson Reuters, 2017-2019

Admitted to Practice

- Texas, 1993



Houston

713.650.2768 Direct
713.650.2400 Fax
ftuthill@winstead.com

University of Texas School of Law

- J.D., 1977
- *cum laude*

Rice University

- B.A., 1974
- *magna cum laude*

Frederick J. Tuthill

Shareholder; Member of Board of Directors

Tax; Emerging & Mid-Market Companies Industry; Investment Management & Private Funds; Investment Management & Private Funds - Private Oil & Gas Funds; Corporate, Securities/M&A - Energy/Oil & Gas; Energy Law

Fred Tuthill is a shareholder in Winstead's Taxation, Employee Benefits & Private Business practice.

Representative Experience

- Corporate and partnership federal income tax issues and planning; oil and gas tax issues
- Federal and state tax litigation
- Texas sales, franchise and ad valorem taxes
- Tax-oriented partnership structuring and planning
- Tax-oriented corporate acquisition, separation and reorganization
- IRS audit and administrative appeals
- General business planning

Professional & Community Involvement

- State Bar of Texas
- District of Columbia Bar
- Texas Certified Public Accountant
- Houston Tax Round Table

Awards & Recognition

- Board Certified in Tax Law by the Texas Board of Legal Specialization
- *The Best Lawyers in America*, (BL Rankings, LLC), 2005, 2007-2023
- Houston's Top Lawyers, *H Texas*, 2006-2007, 2013-2014
- Texas Super Lawyers, Thomson Reuters, 2005-2008

Admitted to Practice

- Texas, 1977
- District of Columbia, 1980
- U.S. Tax Court
- U.S. Court of Claims



Kacie Byrd

Associate

Public Finance

Dallas

214.745.5713 Direct
214.745.5390 Fax
kmburd@winstead.com

Southern Methodist University, Dedman School of Law

- J.D., 2019
- *cum laude*
- Editorial Board, *International Law Review Association*
- President, Corporate Law Association
- Phi Delta Phi Legal Honor Society
- Board of Advocates Negotiation Competition Champion, 2016
- Dean's List
- Dean's Scholarship
- Eastern District of Texas Bar Association Scholarship
- SMU Transactional LawMeet, Best Asset Purchase Agreement, 2018

University of Texas at Dallas

- M.P.A., 2013
- Pi Alpha Alpha Honor Society

University of Texas at Dallas

- B.S., Public Affairs, 2010
- President, Alpha Gamma Delta

Kacie Byrd is a member of Winstead's Public Finance Practice Group. Kacie's practice encompasses assisting clients with development projects from beginning to end. Through the use of creative financing tools, Kacie is able to help clients develop public-private partnerships to bring projects to fruition. Her experience includes working with developers, as well as government entities. She has consulted on the creation, amendment, and review of special districts and incentive packages throughout the State of Texas.

During law school, Kacie served as a judicial extern to the Honorable Chief Judge, Barbara Lynn, U.S. District Court, Northern District of Texas. Kacie was also selected to serve as a Faculty Research Fellow, as well as a Teaching Assistant for Legal Writing, Research and Advocacy.

Representative Experience

- Created a Tax Increment Reinvestment Zone coinciding with transportation features representing over \$100 million dollar investment with retail, office, and commercial components
- Assisted in crafting a public-private partnership to generate a \$32 million dollar investment to revitalize a mall and surrounding area
- Served as a consultant in the creation of a \$1 billion dollar multi-phase, mixed-use development that includes hotel, residential office, and retail uses
- Creation of Tax Increment Reinvestment Zones with Public Improvement District overlays to support the development of approximately 430 acres, encompassing more than 1,300 single family homes with public infrastructure in a North Texas community

Professional & Community Involvement

- State Bar of Texas
- Dallas Association of Women Lawyers, Leadership Class

Admitted to Practice

- Texas, 2019



Monte James, Jr.

Associate

Real Estate Development & Investments; Real Estate; Construction; Planned Community, Mixed-Use & Condominium; P3, Infrastructure & Project Finance; Higher Education Industry; Real Estate Industry; Single-Family Rental and Build-For-Rent

Austin

512.370.2840 Direct
512.370.2850 Fax
mjames@winstead.com

Baylor Law School

- J.D., 2014

University of Texas at Austin

- B.B.A., Finance, 2011

Monte James is a member of Winstead's Real Estate Development & Investments and Construction Practice Groups. Monte's practice is focused on real estate development, with an emphasis on drafting and negotiating construction contracts and structuring and administering residential, mixed-use and office condominiums, and residential and mixed-use communities.

Representative Experience

- Real Estate Development: Representation of developers and builders in the creation, development, governance, management and administration of master planned communities, mixed-use, residential, condominium and other covenant-controlled projects; Representation of developers and builders in the formation and operation of property owners associations; Representation of condominium, residential, and mixed-use property owner associations.
- Construction: Representation of developers and contractors for all phases of the construction process, including owner/contractor agreements, owner/architect agreements, subcontracts, professional services agreements and project management agreements.
- Acquisitions and Dispositions: Representation of both purchasers and sellers of real estate in the acquisition, disposition and development of improved and unimproved property.
- Leasing: Representation of both landlords and tenants in connection with the negotiation of lease agreements for various types of real property.

Awards & Recognition

- *Best Lawyers: Ones to Watch*, (BL Rankings, LLC), 2021-2023

Admitted to Practice

- Texas, 2015

Juan J. Cruz

Partner
State Bar No. 00793570
Laredo Office
(956) 717-1300
jcruz@jca-law.com

YEARS OF EXPERIENCE: 27 years

Mr. Cruz has been practicing law for twenty-seven (27) years. Upon graduating from law school, Mr. Cruz lived and worked in San Antonio practicing government entity defense with a San Antonio-based law firm. Mr. Cruz was a former named partner of his prior law firm up until he decided to open up his own law office on June 1, 2013. J. Cruz & Associates, LLC ("Firm") is a law firm with its principal office in Laredo, Webb County, Texas. When Mr. Cruz established the Firm, all associate attorneys that were located in Laredo joined his new Firm. Importantly, all clients that Mr. Cruz provided legal services to with his prior law firm continue to remain clients of the Firm.

Mr. Cruz serves as lead counsel for all clients of the Firm. He routinely provides day-to-day advice on matters affecting government entities such as school districts, cities, counties, quasi-governmental bodies, and affiliated political subdivisions. As general counsel Mr. Cruz is familiar with all facets of the management of political subdivisions, including handling issues related to construction, procurement, employment, public information, open meetings, etc. Mr. Cruz's main area of responsibility is to ensure that federal and state statutes/regulations are adhered to. He has first and second chair trial experience. In 2016, Mr. Cruz argued the case of *Clint I.S.D. v. Marquez*, before the Texas Supreme Court, which said ruling benefits all Texas public school districts in regards to exhaustion of administrative remedies. (Decided: April 01, 2016)

PUBLISHED WORKS:

- The Texas Workers' Compensation Act: The Texas Anti-Retaliation Law, *School Law Update*, Volume II, No. 3, 1998
- The Commissioner Clarifies Approach for Termination of Probationary Contract Employees, *School Law Update*, Volume II, No. 6, 1998
- *Suing and Defending Governmental Entities*, *Advanced Personal Injury Law Course*, State Bar of Texas, 1999



AREAS OF PRACTICE:

- General Civil Practice
- Education Law
- Labor & Employment
- Local Government

EDUCATION:

- University of Houston Law School, J.D. (1995)
- University of Texas San Antonio, B.A. (1991)

BAR ADMISSIONS:

- Texas, 1995
- U.S. Supreme Court
- U.S. District Court Southern District of Texas
- U.S. District Court Western District of Texas
- U.S. District Court Eastern District of Texas
- U.S. District Court Northern District of Texas
- Texas Southern District Bankruptcy Court

- Did Johnny Go Too Far? The Supreme Court Speaks on Student on Student Sexual Harassment, The Young Lawyer Connection, Defense Research Institute, 1999
- Leaving Your Current Employer, For the Defense, Defense Research Institute, 2000
- Measuring Who Is Disabled Under the American With Disabilities Act, The Young Lawyer Connection, Defense Research Institute, 2000
- Family Medical and Leave Act: Past, Present and Future, The Young Lawyer Connection, Defense Research Institute, 2001
- E-Mail Liabilities/Employee Privacy Issues, HR Management Seminar Emerging Issues, 2001
- No Pee, No Play: Student Searches and Seizure, The Young Lawyer Connection, Defense Research Institute, 2002

CLASSES/SEMINARS TAUGHT:

- Effective Documentation for Personnel Decisions, TASA/TASB Annual Conference, 2002
- Legal Review of Working with Your Community, Employees and Media, TASA/TASB Annual Conference, 2004
- Beware of Vendors Bearing Gifts, TASA/TASB Annual Conference, 2005
- Understanding Board-Superintendent Relationships, Region 1 School Board Conference, South Padre Island, 2005
- Avoiding Personal and Criminal Liability for Board Members and Administrators, Region 1 School Board Summer Conference, 2006
- The Board's Role in Hiring-Firing School Employees, Region 1 School Board Conference, South Padre Island, 2006
- Bullying in Today's Instant-Messenger World, Border Counselors Association Conference, 2006
- Update on Texas Attorney General Decisions, University of Texas School Law Conference, 2007
- Employment and Immigration Issues Affecting Public School Employers, National School Boards Association Council of School Attorneys, 2007 - Present
- Procedures for Addressing Grievances for School Districts Employees Rights and Duties
- How to Conduct Effective and Legal Investigations
- Update: Teacher Termination/Nonrenewal Sexual Harassment Guidelines for Employers Selected Areas of Administrator Responsibility Coordinating Employee Leave of Absences
- Administrator Responsibility Coordinating Employee Leave of Absences
- The Texas Open Meetings Act Board Members: Powers and Duties Understanding the Family and Medical Leave Act
- Understanding the Wage and Hour Laws
- Understanding Who is Covered Under the ADA and Reasonable Accommodations
- Wrongful Discharge in Texas
- Dealing with the Equal Employment Opportunity Commission
- Preventive Law: School Law in a Nutshell
- Preventive Law: Avoiding Employment Claims and Lawsuits
- Compliance with the HIPAA Monster...Privacy Rules for Employers
- Ten Tips: The Professional Development and Appraisal System
- 2 Top 10 Lists to Remember
- School Board Policies You Should Know
- Avoiding the Legal Pitfalls - A Prime for Administrators

- Legal Issues Involved in the Transportation of Public-School Students
- She Doesn't Like My Flip Flops - The Grievance Process
- FERPA and Parental Rights and Responsibilities
- Student Search and Seizure
- New Legislation from the 79th Legislative Session
- The Public Information Act
- When It Takes a Village to Raise a Child, Who in the Village Has a Right to Custody of a Student or to the Student's Records?
- Legal Issue Regarding Bullying in Public Schools
- Ethical and Legal Issues for School Counseling
- Educator Legal Liability in Texas
- The Family and Medical Leave Act and Other Leave Laws
- Documents: A Review of the Texas Education Code and Commissioner of Education Decisions
- HB1: A New Era of the Financial and Academic Accountability
- Fair Labor Standards Act
- Sexual Harassment: What is it? and What Do you Do?
- Bullying: What to Know About It and How to Avoid Legal Claims
- Avoiding Legal Liability Via the District's Grievance Process
- The Laws Affecting the PDAS
- Current Legal Issues Affecting Texas Coaches
- How Not to Make Headlines
- Schools in the News
- Maintaining a Professional Relationship with Students, Parents, Teachers, and Patrons
- The Facebook Generation – Technology Issues Facing School Districts
- Reduction in Force
- Taking Control of Your Board Meetings
- Improving Instruction Via Documentation
- What Do I do Now? The Release of Student Information in Sticky Situations
- The Role of the Internal Auditor, 2013 School Law Conference
- Can My Computer Get Me into Trouble?
- Case Study: Termination of a Classroom Teacher
- Getting the Job Done: Performance Tools That Are Both Effective and Legally Defensible
- 3 Years Later... The Americans with Disabilities Amendment Act of 2008 (ADAA)
- Where Are We Regarding 1st Amendment Right of Students?
- Keeping Students Healthy
- School Employees and Free Speech
- Ethics for School Counselors
- Allegations of Employee Misconduct
- Physical & Mental Issues in the Workplace
- Superintendent Termination
- Who's a Copy Cat? Copyright & Trademark Issues
- Implementing Effective Documentation Tools and Tips
- Wrongful Discharge

- Board Operating Procedures
- Effective Board Governance
- What to Remember: Employee Conferences and Grievances
- Understanding the EEOC
- Citizenship and Admission of Students
- Social Media Affecting the Classroom
- Understanding the OCR Process
- Conference Scenarios: The Good, The Bad and the Plain Ugly
- Avoiding Individual and Official Liability for Board Members and Administrators
- You've Got Spirit: Cheer and Dance Group Issues 2015
- Hot Topic Issues
- Case Law Update 2016
- FERPA Family Feud - 2014 Update and Review
- Above and Beyond: Unlocking Employee Potential Through Engagement
- Mediation Pointers for Human Resources
- Wrongful Discharge
- From Process Police to Guarding of Public Trust? The Evolving Role of the Internal Auditor in Texas Public Schools
- 10 Tips for Effective Documentation
- Conference Scenarios and Skits
- Gender Identity, Sexual Orientation and Ethics: Legal Dilemmas for Counselors
- Religion in Schools - A Delicate Balance...
- Bullying Claims on the Rise - How to Address Them Effectively
- Overtime Regulations Under the FLSA
- What's Next: Best Practices, Ethical Obligations, and Pitfalls to Avoid when Served with a Lawsuit
- Preparing for the New School Year (Pandemic Issues to Consider)
- Back to Business: Return to the Workplace Legal Issues Regarding Covid-19
- Conducting Proper Investigations
- ZCISD Legal Training
- COVID 19: Preparing for the Next School Year
- Case Law Update 2020
- Title IX Training 2020
- Counseling in a Pandemic 2020
- Latest Legal News on Pandemic-Related Claims

PROFESSIONAL ASSOCIATIONS AND MEMBERSHIPS:

- State Bar of Texas, School Law Section, Chair 2014-2015
- Texas Association of School Boards Council of School Attorneys, 2010-2011 Chair, Board of Directors
- Texas Association of Defense Counsel, Member
- State Bar of Texas School Law Section
- University of Houston Law Alumni Association, Member
- Hispanic National Bar Association, Member

- Mexican-American Bar Association, Member
- Webb County Bar Association, Member
- National School Board Association Council of School Attorneys, Member
- Education Law Association, Member
- College of The State Bar of Texas, Member
- University of Texas School Law Conference Planning Committee (2003 – Present)
- Listed in The Bond Buyer's Municipal Marketplace

PAST EMPLOYMENT POSITIONS:

- J. Cruz & Associates, LLC, Owner, June 2013 - Present
 - Escamilla, Poneck & Cruz, LLP, Partner, March 2011 – June 2013
 - Escamilla & Poneck, Inc., Associate, 1998 - February 2010
 - Escamilla & Poneck, Inc., Associate, 1996 – 1997
-

Lisa M. Paul

Associate Attorney
State Bar No. 00791679
Laredo Office
(956) 717-1300
lpaul@jca-law.com

YEARS OF EXPERIENCE: 27 YEARS

Lisa Paul served the City of Laredo as the First Assistant City Attorney prior to joining the firm as an Associate Attorney. Lisa has experience providing legal assistance to governmental entities in a wide range of matters including, open meetings and open records, real estate transactions, purchasing, and employment matters.

Lisa has over 10 years of experience working for universities within the Texas A&M University System. Lisa worked as an attorney in the Office of General Counsel (OGC) for the Texas A&M University System (TAMUS), working on a variety of matters, including student affairs, Title IX, the Clery Act, tort claims liability and policy development. Lisa provided legal counsel to university administrators on a wide range of matters, including employment and administrative matters, contracts, implementation of administrative policies and procedures, as well as issues relating to student conduct and discipline. After working as in house counsel for TAMUS, Lisa served as the Associate Vice President for University Compliance and Risk Management at Texas A&M International University (TAMIU). At TAMIU, Lisa was responsible for coordinating all of the university's compliance efforts, including the Clery Act and Title IX. Lisa also coordinated the university's environmental health and safety programs and was responsible for creating, monitoring, and implementing TAMIU's compliance program.

Lisa also has experience in civil litigation and contract drafting. Lisa devotes her practice to the areas of construction matters, including the drafting and negotiating of contractor, architect and engineering agreements. She is a graduate from University of Houston Law Center and has been practicing law since 1994.

J. Cruz & Associates, LLC



AREAS OF PRACTICE:

- Labor & Employment Law
- Civil Litigation
- School Law
- Public Finance

EDUCATION:

- JD, University of Houston Law Center, Houston, TX (1994)
- BA, Texas A&M University (1990)

BAR ADMISSIONS:

- Texas, 1994
- U. S. District Court Southern District of Texas
- United States Supreme Court

CLASSES/SEMINARS TAUGHT:

- TASPA Winter Conference 2020
- ZCISD Legal Training
- Title IX Training 2020
- COVID 19: Preparing for the Next School Year
- Counseling in a Pandemic 2020
- All You Need to Know About Negotiating a Contract for Goods or Services

PROFESSIONAL ASSOCIATIONS AND MEMBERSHIPS:

- State Bar of Texas
- National School Board Association, Council of School Attorneys
- Texas Association of School Boards, Council of School Attorneys
- Imaginarium of South Texas Board Member
- Laredo Philharmonic Orchestra Board Member

PAST EMPLOYMENT POSITIONS:

- J. Cruz & Associates, LLC, Associate Attorney, 2019 – Present
- City of Laredo, First Assistant City Attorney, 2017-2019
- Texas A&M International University, Associate Vice President for Compliance & Risk Management 2012-2017
- Law Office of Lisa Martinez Paul 2004-2012
- Texas A&M University System, Office of General Counsel, 1997-2003
- Eleventh Court of Appeals, 1994-1997

Mario G. Perez, Jr.

Associate Attorney
State Bar No. 24110210
Laredo Office
(956) 717-1300
mperez@jca-law.com

YEARS OF EXPERIENCE: 4 YEARS

Mario Perez is a recent graduate and has been practicing law for four years. Mario assists the Firm in the areas of School Law, Employment Defense and Civil Litigation. Mario has researched and provided guidance on several employment law issues including; wage and hour, discrimination, retaliation, and leave issues and has gained extensive experience representing government entities. Mario also has experience in handling public information requests. Mario's experience also includes defense of government entities before administrative tribunals.

CLASSES/SEMINARS TAUGHT:

- TASPA Winter Conference 2020
- COVID 19: Preparing for the Next School Year
- ZCISD Legal Training
- Top 10 Issues of Trademark & Copyright Laws Affecting School Districts
- Latest Legal news on Pandemic-Related Claims

PROFESSIONAL ASSOCIATIONS AND MEMBERSHIPS:

- State Bar of Texas
- National Association of Bond Lawyers
- American Bankruptcy Institute
- National School Boards Association
- Bond Buyer's Municipal Marketplace Red Book Directory
- Laredo Border Olympics Board

PAST EMPLOYMENT POSITIONS:



AREAS OF PRACTICE:

- School Law
- Civil Litigation
- Employment Defense

EDUCATION:

- J.D., Texas Tech University School of Law (2018)
- B.A., Texas Tech University (2015)

BAR ADMISSIONS:

- Texas, 2018
- U. S. District Court Southern District of Texas

- J. Cruz & Associates, LLC, Associate Attorney, February 2020 - Present

Ricardo Benavides, III

Associate Attorney
State Bar No. 24116094
Laredo Office
(956) 717-1300
rbenavides@jca-law.com

YEARS OF EXPERIENCE: 3 Years

Rick has been practicing law for one and a half years. Since joining the firm, Rick graduated from the University of Incarnate Word in May 2015 with a B.A. in Government and a minor in Special Education. Rick obtained his Doctorate of Jurisprudence from St. Mary's University School of Law in May 2019. Prior to joining the Firm, Rick worked with the City of Laredo Attorney's Office as an Assistant Attorney where he gained valuable experience in government work. Rick devotes his practice to the areas of special education, employment, civil litigation and administrative law.

CLASSES/SEMINARS TAUGHT:

- TASPAs Summary Conference 2021
- The Family Medical Leave Act ("FMLA")

PROFESSIONAL ASSOCIATIONS AND MEMBERSHIPS:

- State Bar of Texas
- Webb County Bar Association
- Texas Association of School Boards, Council of School Attorneys
- National School Boards Association Council of School Attorneys
- National Association of Bond Lawyers
- Junior Achievement of South Texas Board Member

PAST EMPLOYMENT POSITIONS:

- J. Cruz & Associates, LLC, Associate Attorney, February 2021 – Present
- City of Laredo, Assistant City Attorney, December 2019 – January 2021



AREAS OF PRACTICE:

- Special Education
- Labor & Employment Law
- Civil Litigation
- Administrative Law

EDUCATION:

- JD, St. Mary's University School of Law, San Antonio, Tx (2019)
- BA, University of Incarnate Word, San Antonio, Tx (2015)

BAR ADMISSIONS:

- Texas, 2019

Valeria Reyes

Associate Attorney
State Bar No.
Laredo Office
(956) 717-1300
vreyes@jca-law.com

YEARS OF EXPERIENCE: 3 YEARS

Valeria has been licensed for three years and was previously employed with the City of Laredo as an Assistant City Attorney. In her prior employment with the City of Laredo, Valeria served as a Municipal Court Prosecutor for one year representing the City and the State of Texas in prosecuting class C misdemeanors ranging from traffic offenses to violations of city ordinances. Additionally, Valeria spent two years working as an Assistant City Attorney and provided legal advice to a wide range of departments including Building, Code Enforcement, Airport, Purchasing, Municipal Court, Public Works, Engineering, Utilities, Bridge, Tax, Economic Development, Health, Parks and Recreation, Animal Care, Purchasing, Human Resources, Police and Fire. Valeria also served as legal counsel to various city boards and commissions including the Municipal Civil Service Commission, Ethics Commission, and the Charter Revision Commission.

PROFESSIONAL ASSOCIATIONS AND MEMBERSHIPS:

- State Bar of Texas

PAST EMPLOYMENT POSITIONS:

- J. Cruz & Associates, LLC, Owner, March 2022 – Present
- City of Laredo City Attorney's Office, Assistant City Attorney, December 2018 – March 2022



AREAS OF PRACTICE:

- Labor & Employment Law
- Education Law
- Open Records

EDUCATION:

- J.D., Loyola University Chicago School of Law, Chicago, Illinois (2015)
- B.A., Loyola University Chicago, Chicago, Illinois (2012)

BAR ADMISSIONS:

- Texas, 2018

Appendix B – Required Forms

CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

FORM CIQ

This questionnaire reflects changes made to the law by H.B. 23, 84th Leg., Regular Session.

This questionnaire is being filed in accordance with Chapter 176, Local Government Code, by a vendor who has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the vendor meets requirements under Section 176.006(a).

By law this questionnaire must be filed with the records administrator of the local governmental entity not later than the 7th business day after the date the vendor becomes aware of facts that require the statement to be filed. See Section 176.006(a-1), Local Government Code.

A vendor commits an offense if the vendor knowingly violates Section 176.006, Local Government Code. An offense under this section is a misdemeanor.

OFFICE USE ONLY

Date Received

2. Name of vendor who has a business relationship with local governmental entity.

Winstead PC

2

Check this box if you are filing an update to a previously filed questionnaire. (The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date on which you became aware that the originally filed questionnaire was incomplete or inaccurate.)

Name of local government officer about whom the information is being disclosed.

N/A

 Name of Officer

Describe each employment or other business relationship with the local government officer, or a family member of the officer, as described by Section 176.003(a)(2)(A). Also describe any family relationship with the local government officer. Complete subparts A and B for each employment or business relationship described. Attach additional pages to this Form CIQ as necessary.

N/A

A. Is the local government officer or a family member of the officer receiving or likely to receive taxable income, other than investment income, from the vendor?

Yes No

B. Is the vendor receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer or a family member of the officer AND the taxable income is not received from the local governmental entity?

Yes No

Describe each employment or business relationship that the vendor named in Section 1 maintains with a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership interest of one percent or more.

N/A

Check this box if the vendor has given the local government officer or a family member of the officer one or more gifts as described in Section 176.003(a)(2)(B), excluding gifts described in Section 176.003(a-1).

7

Signature of vendor doing business with the governmental entity

September 19, 2022

Date

CERTIFICATION
REGARDING DEBARMENT, SUSPENSION, INELIGIBILITY AND VOLUNTARY
EXCLUSION FOR COVERED CONTRACTS

PART A.

Federal Executive Orders 12549 and 12689 require the Texas Department of Agriculture (TOA) to screen each covered potential contractor to determine whether each has a right to obtain a contract in accordance with federal regulations on debarment, suspension, ineligibility, and voluntary exclusion. Each covered contractor must also screen each of its covered subcontractors.

In this certification "contractor" refers to both contractor and subcontractor; "contract" refers to both contract and subcontract.

By signing and submitting this certification the potential contractor accepts the following terms:

1. The certification herein below is a material representation of fact upon which reliance was placed when this contract was entered into. If it is later determined that the potential contractor knowingly rendered an erroneous certification, in addition to other remedies available to the federal government, the Department of Health and Human Services, United States Department of Agriculture or other federal department or agency, or the TOA may pursue available remedies, including suspension and/or debarment.
2. The potential contractor will provide immediate written notice to the person to which this certification is submitted if at any time the potential contractor learns that the certification was erroneous when submitted or has become erroneous by reason of changed circumstances.
3. The words "covered contract", "debarred", "suspended", "ineligible", "participant", "person", "principal", "proposal", and "voluntarily excluded", as used in this certification have meanings based upon materials in the Definitions and Coverage sections of federal rules implementing Executive Order 12549. Usage is as defined in the attachment.
4. The potential contractor agrees by submitting this certification that, should the proposed covered contract be entered into, it will not knowingly enter into any subcontract with a person who is debarred, suspended, declared ineligible, or voluntarily excluded from participation in this covered transaction, unless authorized by the Department of Health and Human Services, United States Department of Agriculture or other federal department or agency, and/or the TDA, as applicable.

Do you have or do you anticipate having subcontractors under this proposed contract?

Yes

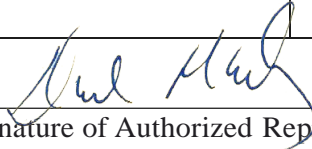
No

5. The potential contractor further agrees by submitting this certification that it will include this certification titled "Certification Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion for Covered Contracts" without modification, in all covered subcontracts and in solicitations for all covered subcontracts.
6. A contractor may rely upon a certification of a potential subcontractor that it is not debarred, suspended, ineligible, or voluntarily excluded from the covered contract, unless it knows that the certification is erroneous. A contractor must, at a minimum, obtain certifications from its covered subcontractors upon each subcontract's initiation and upon each renewal.
7. Nothing contained in all the foregoing will be construed to require establishment of a system of records in order to render in good faith the certification required by this certification document. The knowledge and information of a contractor is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.
8. Except for contracts authorized under paragraph 4 of these terms, if a contractor in a covered contract knowingly enters into a covered subcontract with a person who is suspended, debarred, ineligible, or voluntarily excluded from participation in this transaction, in addition to other remedies available to the federal government, Department of Health and Human Services, United States Department of Agriculture, or other federal department or agency, as applicable, and/or the TOA may pursue available remedies, including suspension and/or debarment.

PART B. CERTIFICATION REGARDING DEBARMENT, SUSPENSION, INELIGIBILITY AND VOLUNTARY EXCLUSION FOR COVERED CONTRACTS

Indicate in the appropriate box which statement applies to the covered potential contractor:

- D The potential contractor certifies, by submission of this certification, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this contract by any federal department or agency or by the State of Texas.
- D The potential contractor is unable to certify to one or more of the terms in this certification. In this instance, the potential contractor must attach an explanation for each of the above terms to which he is unable to make certification. Attach the explanation(s) to this certification.

Name of Contractor	Vendor ID No. or Social Security No.	Program No.
		9/19/2022
Signature of Authorized Representative		Date
Dan Martinez		
Printed/Typed Name and Title of Authorized Representative		

CERTIFICATION REGARDING FEDERAL LOBBYING
(Certification for Contracts, Grants, Loans, and Cooperative Agreements)

PART A. PREAMBLE

Federal legislation, Section 319 of Public Law IO1-121 generally prohibits entities from using federally appropriated funds to lobby the executive or legislative branches of the federal government. Section 319 specifically requires disclosure of certain lobbying activities. A federal government-wide rule, " New Restrictions on Lobbying", published in the Federal Register, February 26, 1990, requires certification and disclosure in specific instances.

PART B. CERTIFICATION

This certification applies only to the instant federal action for which the certification is being obtained and is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$100 ,000 for each such failure.

The undersigned certifies, to the best of his or her knowledge and belief, that:

1. No federally appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the awarding of any federal contract, the making of any federal grant, the making of any federal loan, the entering into of any cooperative agreement, or the extension, continuation, renewal, amendment, or modification of any federal contract, grant, loan, or cooperative agreement.
2. If any funds other than federally appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with these federally funded contract, subcontract, subgrant, or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL, " Disclosure Form to Report Lobbying ", in accordance with its instructions. (If needed, contact the Texas Department of Agriculture to obtain a copy of Standard Form-LLL.)

3. The undersigned shall require that the language of this certification be included in the award documents for all covered subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and that all covered subrecipients will certify and disclose accordingly.

Do you have or do you anticipate having covered subawards under this transaction?

Yes
 No

Name of Contractor/Potential Contractor	Vendor ID No. or Social Security No.	Program No.

Name of Authorized Representative	Title
Dan Martinez	Shareholder



Signature - Authorized Representative

9/19/2022

Date

Offeror: Complete & Return this Form with Response Submission.

House Bill 89 Verification

I, Dan Martinez, the undersigned representative of (company or business name) Winstead PC (heretofore referred to as company) being an adult over the age of eighteen (18) years of age, after being duly sworn by the undersigned notary, do hereby depose and verify under oath that the company named above, under the provisions of Subtitle F, Title 10, Government Code Chapter 2270:

1. Does not boycott Israel currently; and
2. Will not boycott Israel during the term of the contract.

Pursuant to Section 2270.001, Texas Government Code:

1. "Boycott Israel" means refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or in an Israeli-controlled territory, but does not include an action made ordinary business purposes; and

2. "Company" means a for-profit sole proprietorship, organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or an limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company or affiliate of those entities or business association that exist to make a profit.

Dan Martinez
Signature of Company Representative

9/19/2022
Date

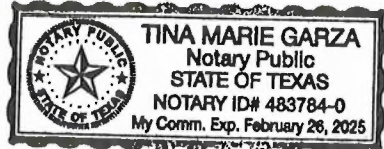
On this 19th day of September, 2022, personally appeared

Dan Martinez, the above named person, who after by me being duly sworn, did swear and confirm that the above is true and correct.

Notary Seal

Tina Marie Garza
Notary Signature

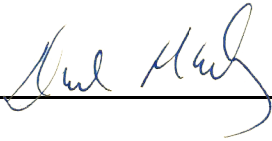
September 19, 2022
Date



**Offeror: Complete & Return this Form with Response Submission.
Senate Bill 252 Certification**

SB 252 CHAPTER 2252 CERTIFICATION I, Dan Martinez, the undersigned representative of Winstead PC (Company or business name) being an adult over the age of eighteen (18) years of age, pursuant to Texas Government Code, Chapter 2252, Section 2252.152 and Section 2252.153, certify that the company named above is not listed on the website of the Comptroller of the State of Texas concerning the listing of companies that are identified under Section 806.051, Section 807.051 or Section 2253.153. I further certify that should the above-named company enter into a contract that is on said listing of companies on the website of the Comptroller of the State of Texas which do business with Iran, Sudan or any Foreign Terrorist Organization, I will immediately notify Mr. Jose Angel Lopez III, Webb County Purchasing Agent at (956) 523-4125 or via email at joel@webbcountytx.gov

Dan Martinez Name of Company Representative (Print)



Signature of Company Representative

9/19/2022 Date

**WEBB COUNTY PURCHASING DEPT.
QUALIFIED PARTICIPATING VENDOR CODE OF ETHICS
AFFIDAVIT FORM**

STATE OF TEXAS *

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF WEBB *

BEFORE ME the undersigned Notary Public, appeared Daniel Martinez, the herein-named "Affiant", who is a resident of Bexar County, State of Texas and upon his/her respective oath, either individually and/or behalf of their respective company/entity, do hereby state that I have personal knowledge of the following facts, statements, matters, and/or other matters set forth herein are true and correct to the best of my knowledge.

I personally, and/or in my respective authority/capacity on behalf of my company/entity do hereby confirm that I have reviewed and agree to fully comply with all the terms, duties, ethical policy obligations and/or conditions as required to be a qualified participating vendor with Webb County, Texas as set forth in the Webb County Purchasing Code of Ethics Policy posted at the following address: <http://www.webbcountytexas.gov/PurchasingAgent/PurchasingEthicsPolicy.pdf>

I personally, and/or in my respective authority/capacity on behalf of my company/entity do hereby further acknowledge, agree and understand that as a participating vendor with Webb County, Texas on any active solicitation/proposal/qualification that I and/or my company/entity failure to comply with the Code of Ethics policy may result in my and/or my company/entity disqualification, debarment or make void my contract awarded to me, my company/entity by Webb County. I agree to communicate with the Purchasing Agent or his designees should I have questions or concerns regarding this policy to ensure full compliance by contacting the Webb County Purchasing Dept. via telephone at (956) 523-4125 or e-mail to the Webb County Purchasing Agent to joel@webbcountytexas.gov.

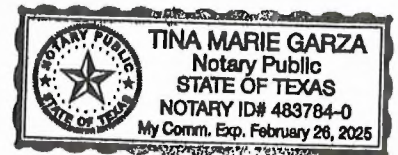
Executed and dated this 9 day of September, 2022



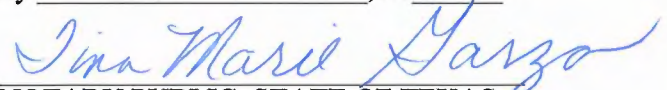
Signature of Affiant

Winstead PC

Printed Name of Affiant/Company/Entity



SWORN to and subscribed before me, this 9 day September, 2022



NOTARY PUBLIC, STATE OF TEXAS

PROOF OF NO DELINQUENT TAXES OWED TO WEBB COUNTY

Name Dan Martinez owes no delinquent property taxes to Webb County.

Winstead PC owes no property taxes as a business in Webb County.
(Business Name)

_____ owes no property taxes as a resident of Webb County.
(Business Owner)



Person who can attest to the above information

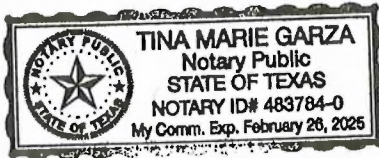
*** SIGNED NOTORIZED DOCUMENT AND PROOF OF NO DELINQUENT TAXES TO WEBB COUNTY.**

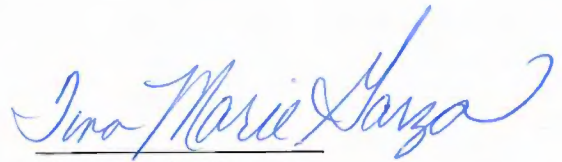
The State of Texas
County of Webb

Before me, a Notary Public, on this day personally appeared Dan Martinez, know to me (or proved to me on the oath of Dan Martinez) to be the person whose name is subscribed to the forgoing instrument and acknowledged to me that he executed the same for the purpose and consideration therein expressed.

Given under my hand and seal of office this 19th day of September 2022.

Notary Public, State of Texas





Tina Marie Garza
(Print name of Notary Public here)

My commission expires the 26th day of February 2025